

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

2001

Department of the Treasury
Internal Revenue Service

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

For calendar year 2001, or tax year beginning _____, and ending _____
 Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label Name of organization: **Compton Foundation, Inc.**
Otherwise, print or type Number and street (or P O box number if mail is not delivered to street address): **535 Middlefield Road** Room/suite: **160**
 City or town, state, and ZIP code: **Menlo Park, CA 94025**

A Employer identification number **94-3142932**
B Telephone number **(650) 328-0101**

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) **\$ 85,673,417.**
J Accounting method Cash Accrual Other (specify) _____

C If exemption application is pending check here
D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b) (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received Check <input type="checkbox"/> if the foundation is not required to attach Sch B	1,000,000.			
	2 Distributions from split-interest trusts				
	3 Interest on savings and temporary cash investments	19,809.	19,809.		
	4 Dividends and interest from securities	2,773,179.	2,773,179.		
	5a Gross rents				
	b (Net rental income or (loss))				
	6a Net gain or (loss) from sale of assets not on line 10	2,014,317.			Statement 1
	b Gross sales price for all assets on line 6a	114,876,953.			
	7 Capital gain net income (from Part IV line 2)		361,499.		
	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	<11,069.>	<11,731.>		Statement 2	
12 Total Add lines 1 through 11	5,796,236.	3,142,756.			
13 Compensation of officers directors trustees etc	161,262.	0.		119,262.	
14 Other employee salaries and wages	196,859.	0.		238,859.	
15 Pension plans, employee benefits	128,556.	0.		128,556.	
16a Legal fees Stmt 3	8,460.	0.		8,460.	
b Accounting fees Stmt 4	32,320.	0.		32,320.	
c Other professional fees Stmt 5	525,454.	444,603.		80,851.	
17 Interest					
18 Taxes Stmt 6	40,000.	0.		0.	
19 Depreciation and depletion	19,220.	0.			
20 Occupancy	120,214.	0.		120,214.	
21 Travel, conferences, and meetings	73,000.	0.		73,000.	
22 Printing and publications	22,224.	0.		22,224.	
23 Other expenses Stmt 7	80,039.	39,691.		40,348.	
24 Total operating and administrative expenses Add lines 13 through 23	1,407,608.	484,294.		864,094.	
25 Contributions, gifts, grants paid	10,857,849.			10,902,064.	
26 Total expenses and disbursements Add lines 24 and 25	12,265,457.	484,294.		11,766,158.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	<6,469,221.>				
b Net investment income (if negative enter -0-)		2,658,462.			
c Adjusted net income (if negative enter -0-)			N/A		

SCANNED NOV 21 2002
Operating and Administrative Expenses

7 NE

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	16,818.	14,543.	14,543.
	2 Savings and temporary cash investments	3,333,740.	3,125,338.	3,125,338.
	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	9,951.	22,714.	22,714.
	10a Investments - U S and state government obligations Stmt 10	5,042,669.	2,273,508.	2,254,677.
	b Investments - corporate stock Stmt 11	64,133,542.	61,047,434.	60,205,582.
	c Investments - corporate bonds Stmt 12	18,930,948.	18,738,523.	18,774,144.
Liabilities	11 Investments land buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 13	1,112,899.	852,280.	1,218,085.
	14 Land, buildings, and equipment basis ▶ 152,580.			
	Less accumulated depreciation ▶ 94,246.	39,561.	58,334.	58,334.
	15 Other assets (describe ▶ Statement 14)	250,000.	250,000.	0.
	16 Total assets (to be completed by all filers)	92,870,128.	86,382,674.	85,673,417.
	17 Accounts payable and accrued expenses	22,003.	8,675.	
	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)	22,003.	8,675.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	92,848,125.	86,373,999.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations 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	92,848,125.	86,373,999.		
31 Total liabilities and net assets/fund balances	92,870,128.	86,382,674.		

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	92,848,125.
2 Enter amount from Part I, line 27a	2	<6,469,221.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	86,378,904.
5 Decreases not included in line 2 (itemize) ▶ See Statement 9	5	4,905.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	86,373,999.

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 114,876,953.		114,515,454.	361,499.

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			
b			
c			
d			
e			361,499.

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	361,499.
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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the organization 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))
2000	9,078,497.	109,771,389.	.0827037
1999	8,508,979.	109,627,399.	.0776173
1998	8,153,979.	107,531,734.	.0758286
1997	6,415,326.	97,981,732.	.0654747
1996	5,717,394.	85,074,589.	.0672045
2 Total of line 1, column (d)			2 .3688288
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 .0737658
4 Enter the net value of noncharitable-use assets for 2001 from Part X, line 5			4 92,385,498.
5 Multiply line 4 by line 3			5 6,814,890.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 26,585.
7 Add lines 5 and 6			7 6,841,475.
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 11,810,056.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes sub-tables for Credits/Payments (6a-6d) and Refunded tax (10, 11). Total tax due is 12,209.

Part VII-A Statements Regarding Activities

Table with 11 rows for activity statements. Includes questions about political campaigns, unrelated business income, and state reporting. Includes 'California' as an answer for state reporting.

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.

1a During the year did the organization (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here

c Did the organization 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 2001? Yes No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001? Yes No
If "Yes," list the years

b Are there any years listed in 2a for which the organization 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

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 organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2001 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2001) N/A

4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the organization 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 2001? Yes No

5a During the year did the organization 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)? Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the organization 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 organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If you answered "Yes" to 6b, also file Form 8870

Table with 3 columns: Question ID, Yes, No. Rows include 1b, 1c, 2b, 3b, 4a, 4b, 5b, 6b.

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
See Statement 15		161,262.	17,780.	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				
Suzanne G. Michell 535 Middlefield Road, Menlo Park, CA	Program officer 40	63,590.	9,431.	
Charlotte M. Johnson 535 Middlefield Road, Menlo Park, CA	Sr. grants manager 40	53,550.	7,920.	

Total number of other employees paid over \$50,000 ▶ 0

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
Metropolitan West Asset Management 11766 Wilshire Blvd, Los Angeles, CA	Investment advisory	88,222.
Harding Loevner Management 50 Division St, Somerville, NJ	Investment advisory	171,212.
Mellon Equity Associates 500 Grant St, 4200, Pittsburgh, PA	Investment advisory	98,795.

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	91,096,599.
b	Average of monthly cash balances	1b	2,614,737.
c	Fair market value of all other assets	1c	81,048.
d	Total (add lines 1a, b, and c)	1d	93,792,384.
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	93,792,384.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,406,886.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	92,385,498.
6	Minimum investment return Enter 5% of line 5	6	4,619,275.

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	4,619,275.
2a	Tax on investment income for 2001 from Part VI, line 5	2a	26,585.
b	Income tax for 2001 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	26,585.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	4,592,690.
4a	Recoveries of amounts treated as qualifying distributions	4a	44,215.
b	Income distributions from section 4947(a)(2) trusts	4b	0.
c	Add lines 4a and 4b	4c	44,215.
5	Add lines 3 and 4c	5	4,636,905.
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	4,636,905.

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	11,766,158.
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	43,898.
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	11,810,056.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	26,585.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	11,783,471.

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 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				4,636,905.
2 Undistributed income if any as of the end of 2000				
a Enter amount for 2000 only			0.	
b Total for prior years 19 __, 19 __, 19 __		0.		
3 Excess distributions carryover if any to 2001				
a From 1996	1,583,841.			
b From 1997	2,349,289.			
c From 1998	3,007,994.			
d From 1999	3,152,347.			
e From 2000	3,723,461.			
f Total of lines 3a through e	13,816,932.			
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ \$ 11,810,056.				
a Applied to 2000, 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 2001 distributable amount				4,636,905.
e Remaining amount distributed out of corpus	7,173,151.			
5 Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	20,990,083.			
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 2000 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	616,500.			
8 Excess distributions carryover from 1996 not applied on line 5 or line 7	967,341.			
9 Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a	19,406,242.			
10 Analysis of line 9				
a Excess from 1997	2,349,289.			
b Excess from 1998	3,007,994.			
c Excess from 1999	3,152,347.			
d Excess from 2000	3,723,461.			
e Excess from 2001	7,173,151.			

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 2001, enter the date of the ruling

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	
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 organization had \$5,000 or more in assets at any time during the year-see page 26 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

None

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

None

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

Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization 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

Edith Eddy
535 Middlefield Rd #160, Menlo Park, CA 94025 (650) 328-0101

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

See attached

c Any submission deadlines

February 15th and September 15th

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

See attached

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement 16				
Total			▶ 3a	10902064.
b Approved for future payment				
See Statement 17				
Total			▶ 3b	2,589,166.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, Net income from special events, Gross profit, and Other revenue.

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 organization's exempt purposes.

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting organization 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 organization. If the organization 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 organization 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.

Signature of officer or trustee: *Edith T. Eddy*

Preparer's signature: *Nini McCone*

Firm's name (or yours if self-employed): Nini Charles McCone

address and ZIP code: 61 Fifth Avenue, San Francisco, CA 94118

Schedule B
(Form 990, 990-EZ, or
990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545-0047

2001

Name of organization

Compton Foundation, Inc.

Employer identification number

94-3142932

Organization type (check one)

Filers of

Section

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General rule** or a **Special rule**. (Note Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General rule and a Special rule-see instructions)

General Rule-

For organizations filing Form 990, 990-EZ or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules-

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)

For a section 501(c)(7), (8) or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the Parts unless the General rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year) ▶ \$ _____

Caution Organizations that are not covered by the General rule and/or the Special rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Schedule B (Form 990, 990-EZ, or 990-PF) (2001)

Name of organization

Employer identification number

Compton Foundation, Inc.

94-3142932

Part I Contributors (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	The Danforth Foundation 211 North Broadway, 2390 St. Louis, MO 63102	\$ 1,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

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 Mellon - schedule attached	P	Various	Various
b MetWest - schedule attached	P	Various	Various
c Harding Loevner international equities	P	Various	Various
d Domini Social Investment Fund	P	Various	Various
e Ralston Purina	D	Various	Various
f Ralston Purina stock grants	D	Various	Various
g Partnership pass-through, ID #33-0383489	P	Various	Various
h Worthless - 250 sh Geotel Inc	D	Various	Various
i Capital Gains Dividends			
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 31,909,146.		30,612,973.	1,296,173.
b 59,802,673.		59,380,169.	422,504.
c 10,585,167.		13,506,326.	<2,921,159.>
d 8,144,100.		8,492,087.	<347,987.>
e 1,849,435.		305,886.	1,543,549.
f 2,004,359.		2,004,359.	0.
g		213,308.	<213,308.>
h		346.	<346.>
i 582,073.			582,073.
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			1,296,173.
b			422,504.
c			<2,921,159.>
d			<347,987.>
e			1,543,549.
f			0.
g			<213,308.>
h			<346.>
i			582,073.
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	361,499.
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

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179, Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
Mellon - schedule attached		Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
31,909,146.	30,612,973.	0.	0.	1,296,173.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
MetWest - schedule attached		Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
59,802,673.	59,380,169.	0.	0.	422,504.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
Harding Loevner international equities		Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10,585,167.	13,506,326.	0.	0.	<2,921,159.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold		
Domini Social Investment Fund	Purchased	Various	Various		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.		
(f) Gain or Loss	8,144,100.	8,492,087.	0.	0.	<347,987.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold		
Ralston Purina	Donated	Various	Various		
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.		
(f) Gain or Loss	1,849,435.	305,886.	0.	0.	1,543,549.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold		
Ralston Purina stock grants	Donated	Various	Various		
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.		
(f) Gain or Loss	2,004,359.	351,541.	0.	0.	1,652,818.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold		
Partnership pass-through, ID #33-0383489	Purchased	Various	Various		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.		
(f) Gain or Loss	0.	213,308.	0.	0.	<213,308.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Worthless - 250 sh Geotel Inc	0.	346.	0.	0.	<346.>

Capital Gains Dividends from Part IV	582,073.
Total to Form 990-PF, Part I, line 6a	2,014,317.

Form 990-PF Other Income Statement 2

Description	Amount
Partnership ordinary income	<12,149.>
Securities litigation proceeds	418.
Other income	662.
Total to Form 990-PF, Part I, line 11, Column A	<11,069.>

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consultation	8,460.	0.		8,460.
To Fm 990-PF, Pg 1, ln 16a	8,460.	0.		8,460.

Form 990-PF	Accounting Fees			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit and tax preparation	32,320.	0.		32,320.
To Form 990-PF, Pg 1, ln 16b	32,320.	0.		32,320.

Form 990-PF	Other Professional Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management	444,603.	444,603.		0.
Program consultants	71,181.	0.		71,181.
Payroll processing	1,267.	0.		1,267.
Computer consulting	8,403.	0.		8,403.
To Form 990-PF, Pg 1, ln 16c	525,454.	444,603.		80,851.

Form 990-PF	Taxes			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax on investment income	40,000.	0.		0.
To Form 990-PF, Pg 1, ln 18	40,000.	0.		0.

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Banking fees	39,691.	39,691.		0.
Insurance	5,901.	0.		5,901.
Move	2,095.	0.		2,095.
Postage	9,508.	0.		9,508.
Supplies	9,209.	0.		9,209.
Telephone and internet service	8,609.	0.		8,609.
Temporary employees	2,368.	0.		2,368.
Other expenses	2,658.	0.		2,658.
To Form 990-PF, Pg 1, ln 23	80,039.	39,691.		40,348.

Footnotes

Statement 8

FORM 990-PF, PART II, LINE 14, LAND, BUILDING AND EQUIPMENT	
Furniture and equipment	128,162.
Leasehold improvements	24,418.
	152,580.
Accumulated depreciation	<92,211.>
Accumulated amortization	<2,035.>
	58,334.

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	9
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Description	Amount
Loss on disposition of equipment	363.
Prior year CPA review adjustment to correct leasehold improvements	4,542.
Total to Form 990-PF, Part III, line 5	4,905.

Form 990-PF	U.S. and State/City Government Obligations	Statement	10
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Statement	X		2,273,508.	2,254,677.
Total U.S. Government Obligations			2,273,508.	2,254,677.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			2,273,508.	2,254,677.

Form 990-PF	Corporate Stock	Statement	11
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Description	Book Value	Fair Market Value
Statement	61,047,434.	60,205,582.
Total to Form 990-PF, Part II, line 10b	61,047,434.	60,205,582.

Form 990-PF	Corporate Bonds	Statement	12
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Description	Book Value	Fair Market Value
Statement	18,738,523.	18,774,144.
Total to Form 990-PF, Part II, line 10c	18,738,523.	18,774,144.

Form 990-PF	Other Investments	Statement 13
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Description	Book Value	Fair Market Value
Statement	852,280.	1,218,085.
Total to Form 990-PF, Part II, line 13	852,280.	1,218,085.

Form 990-PF	Other Assets	Statement 14
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Description	Book Value	Fair Market Value
Program-related investment	250,000.	0.
Total to Form 990-PF, Part II, line 15	250,000.	0.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 15
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Edith T. Eddy 535 Middlefield Road Menlo Park, CA 94025	Executive Director 32	119,262.	17,780.	0.
James R. Compton 535 Middlefield Road Menlo Park, CA 94025	President 20	42,000.	0.	0.
Ann C. Stephens 535 Middlefield Road Menlo Park, CA 94025	Vice President 10	0.	0.	0.
Gloria Duffy 535 Middlefield Road Menlo Park, CA 94025	Treasurer 2	0.	0.	0.
Dan Compton 535 Middlefield Road Menlo Park, CA 94025	Director 2	0.	0.	0.

Randolph O. Compton 535 Middlefield Road Menlo Park, CA 94025	Director 2	0.	0.	0.
Richard Morrison 535 Middlefield Road Menlo Park, CA 94025	Director 2	0.	0.	0.
David W. Orr 535 Middlefield Road Menlo Park, CA 94025	Director 2	0.	0.	0.
Lee Etta Powell 535 Middlefield Road Menlo Park, CA 94025	Director 2	0.	0.	0.
Carol C. Wall 535 Middlefield Road Menlo Park, CA 94025	Director 2	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		<u>161,262.</u>	<u>17,780.</u>	<u>0.</u>

Form 990-PF	Grants and Contributions Paid During the Year	Statement 16
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Recipient Name and Address	Recipient Status	Purpose of Grant	Recipient Relationship	Amount
Peace & World Order - schedule	Public Charity			2053727.
Population - schedule	Public Charity			2752980.
Environment - schedule	Public Charity			4229803.
Equal Education Opportunity - schedule	Public Charity			203,000.
General Education Support - schedule	Public Charity			761,912.

Civil Rights/Equal Opportunity - schedule	Public Charity	15,300.
Health & Mental Health - schedule	Public Charity	25,000.
Youth & Children's Services - schedule	Public Charity	61,575.
Community Welfare - schedule	Public Charity	124,950.
Arts & Culture - schedule	Public Charity	337,000.
3rd Generation, Arts - schedule	Public Charity	55,000.
3rd Generation, Children & Youth - schedule	Public Charity	88,000.
3rd Generation, Sustainable Living - schedule	Public Charity	97,000.
3rd Generation, Spiritual Awareness - schedule	Public Charity	60,000.
Miscellaneous - schedule	Public Charity	36,817.
Total to Form 990-PF, Part XV, line 3a		<u>10,902,064.</u>

Form 990-PF

Grants and Contributions
Approved for Future Payment

Statement 17

<u>Recipient Name and Address</u>	<u>Recipient Status</u>	<u>Purpose of Grant</u>	<u>Recipient Relationship</u>	<u>Amount</u>
Peace & World Order - schedule	Public Charity			250,030.
Population - schedule	Public Charity			75,000.
Environment - schedule	Public Charity			1188516.
General Education Support - schedule	Public Charity			1067120.
Community Welfare - schedule	Public Charity			8,500.
Total to Form 990-PF, Part XV, line 3b				<u>2,589,166.</u>

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ See separate instructions
▶ Attach to the corporation's tax return

Form **990-PF**

2001

Name
Compton Foundation, Inc.

Employer identification number
94-3142932

Note In most cases, the corporation does not need to file Form 2220 (See Part I below for exceptions) The IRS will figure any penalty owed and bill the corporation. If the corporation does not need to file Form 2220, it may still use it to figure the penalty. Enter the amount from line 36 on the estimated tax penalty line of the corporation's income tax return, but do not attach Form 2220.

Part I Reasons For Filing - Check the boxes below that apply to the corporation. If any boxes are checked, the corporation must file Form 2220, even if it does not owe the penalty. If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty.

- 1 The corporation is using the annualized income installment method
- 2 The corporation is using the adjusted seasonal installment method
- 3 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Note The corporation also must file Form 2220 if it has a suspended research credit allowed for the current year (see the instructions for line 4) or it is an indirectly affected taxpayer (see instructions).

Part II Figuring the Underpayment

4 Total tax (see instructions)		4		26,585.
5a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4	5a			
b Look-back interest included on line 4 under section 460(b)(2) for completed long-term contracts or of section 167(g) for property depreciated under the income forecast method	5b			
c Credit for Federal tax paid on fuels (see instructions)	5c			
d Total Add lines 5a through 5c		5d		
6 Subtract line 5d from line 4. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.		6		26,585.
7 Enter the tax shown on the corporation's 2000 income tax return. Caution See instructions before completing this line.		7		67,227.
8 Enter the smaller of line 6 or line 7. If the corporation must skip line 7, enter the amount from line 6.		8		26,585.

	(a)	(b)	(c)	(d)	
9 Installment due dates Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers Use 5th month), 6th, 9th, and 12th months of the corporation's tax year. Exception Enter October 1, 2001, instead of September 15, 2001. ▶	9	05/15/01	06/15/01	10/01/01	12/15/01
10 Required installments If the box on line 1 and/or line 2 above is checked, enter the amounts from Schedule A, line 40. If the box on line 3 (but not 1 or 2) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 8 above in each column.	10	6,646.	6,647.	3,828.	5,896.
11 Estimated tax paid or credited for each period (see instructions) For column (a) only, enter the amount from line 11 on line 15. Complete lines 12 through 18 of one column before going to the next column.	11	18,794.	20,000.		
12 Enter amount, if any, from line 18 of the preceding column.	12		12,148.	25,501.	21,673.
13 Add lines 11 and 12.	13		32,148.	25,501.	21,673.
14 Add amounts on lines 16 and 17 of the preceding column.	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	18,794.	32,148.	25,501.	21,673.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18.	17				
18 Overpayment If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column.	18	12,148.	25,501.	21,673.	

Complete Part III on page 2 to figure the penalty. If there are no entries on line 17, no penalty is owed.

Part III Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) (Form 990-PF and Form 990-T filers Use 5th month instead of 3rd month)				
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/2001 and before 7/1/2001				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 8\%}{365}$	\$	\$	\$	\$
23 Number of days on line 20 after 6/30/2001 and before 1/1/2002				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 7\%}{365}$	\$	\$	\$	\$
25 Number of days on line 20 after 12/31/2001 and before 4/1/2002				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 6\%}{365}$	\$	\$	\$	\$
27 Number of days on line 20 after 3/31/2002 and before 7/1/2002				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 4\%}{365}$	\$	\$	\$	\$
29 Number of days on line 20 after 6/30/2002 and before 10/1/2002				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times 4\%}{365}$	\$	\$	\$	\$
31 Number of days on line 20 after 9/30/2002 and before 1/1/2003				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times 4\%}{365}$	\$	\$	\$	\$
33 Number of days on line 20 after 12/31/2002 and before 2/15/2003				
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times 4\%}{365}$	\$	\$	\$	\$
35 Add lines 22, 24, 26, 28, 30, 32, and 34	\$	\$	\$	\$

36 **Penalty** Add columns (a) through (d), of line 35 Enter the total here and on Form 1120, line 33, Form 1120-A, line 29, or the comparable line for other income tax returns 36 \$ 0.

* For underpayments paid after March 31, 2002 For lines 28, 30, 32, and 34, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS Web Site at www.irs.gov. You can also call 1-800-829-1040 to get interest rate information.

Schedule A Annualized Income Installment Method and/or the Adjusted Seasonal Installment Method Under Section 6655(e) (see instructions)

Form 1120S filers For lines 2, 14, 15, and 16, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a) (or the corresponding provisions of prior law), whichever applies

Part I - Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
1 Annualization periods (see instructions)	1				
2 Enter taxable income for each annualization period (see instructions)	2	1,762,511.	2,333,372.	1,141,394.	1,726,279.
3 Annualization amounts (see instructions)	3	6.000000	4.000000	2.000000	1.333333
4 Annualized taxable income Multiply line 2 by line 3	4	10,575,066.	9,333,488.	2,282,788.	2,301,705.
5 Figure the tax on the amount in each column on line 4 using the instructions for Form 1120, Schedule J, line 3 (or the comparable line of the tax return)	5	105,751.	93,335.	22,828.	23,017.
6 Enter other taxes for each payment period (see instructions)	6				
7 Total tax. Add lines 5 and 6	7	105,751.	93,335.	22,828.	23,017.
8 For each period enter the same type of credits as allowed on Form 2220, lines 4 and 5c (see instructions)	8				
9 Total tax after credits Subtract line 8 from line 7. If zero or less, enter -0-	9	105,751.	93,335.	22,828.	23,017.
10 Applicable percentage	10	25%	50%	75%	100%
11 Multiply line 9 by line 10	11	26,438.	46,668.	17,121.	23,017.
12 Add the amounts in all preceding columns of line 10 (see instructions)	12		6,646.	13,293.	17,121.
13 Annualized income installments Subtract line 12 from line 11. If zero or less, enter -0-	13	26,438.	40,022.	3,828.	5,896.

Part II - Adjusted Seasonal Installment Method (Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions for more information.)

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
14 Enter taxable income for the following periods					
a Tax year beginning in 1998	14a				
b Tax year beginning in 1999	14b				
c Tax year beginning in 2000	14c				
15 Enter taxable income for each period for the tax year beginning in 2001	15				
16 Enter taxable income for the following periods		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 1998	16a				
b Tax year beginning in 1999	16b				
c Tax year beginning in 2000	16c				
17 Divide the amount in each column on line 14a by the amount in column (d) on line 16a	17				
18 Divide the amount in each column on line 14b by the amount in column (d) on line 16b	18				
19 Divide the amount in each column on line 14c by the amount in column (d) on line 16c	19				

		(a)	(b)	(c)	(d)
		First 4 months	First 6 months	First 9 months	Entire year
20 Add lines 17 through 19	20				
21 Divide line 20 by 3	21				
22 Divide line 15 by line 21	22				
23 Figure the tax on the amount on line 22 using the instructions for Form 1120, Schedule J, line 3 (or the comparable line of the return)	23				
24 Divide the amount in columns (a) through (c) on line 16a by the amount in column (d) on line 16a	24				
25 Divide the amount in columns (a) through (c) on line 16b by the amount in column (d) on line 16b	25				
26 Divide the amount in columns (a) through (c) on line 16c by the amount in column (d) on line 16c	26				
27 Add lines 24 through 26	27				
28 Divide line 27 by 3	28				
29 Multiply the amount in columns (a) through (c) of line 23 by columns (a) through (c) of line 28. In column (d), enter the amount from line 23, column (d)	-29				
30 Enter other taxes for each payment period (see instructions)	30				
31 Total tax. Add lines 29 and 30	31				
32 For each period, enter the same type of credits as allowed on Form 2220, lines 4 and 5c (see instructions)	32				
33 Total tax after credits. Subtract line 32 from line 31. If zero or less, enter -0-	33				
34 Add the amounts in all preceding columns of line 40 (see instructions)	34				
35 Adjusted seasonal installments. Subtract line 34 from line 33. If zero or less, enter -0-	35				

Part III - Required Instalments

		1st	2nd	3rd	4th
		installment	installment	installment	installment
36 If only one of the above parts is completed, enter the amount in each column from line 13 or line 35. If both parts are completed, enter the smaller of the amounts in each column from line 13 or line 35	36	26,438.	40,022.	3,828.	5,896.
37 Enter 25% of line 8 on page 1 of Form 2220 in each column (Note: "Large corporations" see the instructions for line 10 for the amounts to enter.)	37	6,646.	6,647.	6,646.	6,646.
38 Subtract line 40 of the preceding column from line 39 of the preceding column	38				2,818.
39 Add lines 37 and 38	39	6,646.	6,647.	6,646.	9,464.
40 Required installments. Enter the smaller of line 36 or line 39 here and on page 1 of Form 2220, line 10	40	6,646.	6,647.	3,828.	5,896.

JWA

Form 2220 2001

**** Annualized Income Installment Method Using Standard Option**

The Compton Foundation
#94-3142932/1518501
December 31, 2001

INDEX TO ATTACHMENTS

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

POLICIES AND GUIDELINES FOR GRANTS

APPLICATION FORM FOR GRANTS

Tab 1 CAPITAL GAINS AND LOSSES

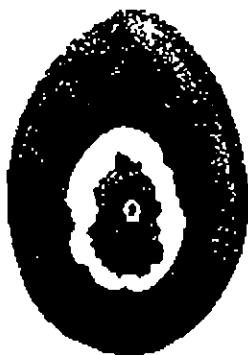
Tab 2 INVESTMENTS

Tab 3 SCHEDULE OF GRANTS PAID AND PAYABLE

Compton Foundation Inc
 94-3142932
 12/31/01

Substantiation of Exercise of Expenditure Responsibility The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg 53 4945-5(d) to demonstrate that the Foundation exercised fiscal responsibility in regard to its grants and program-related investments

Name and address of grantee	Amount of grant	Date of grant	Purpose of grant	Amounts expended by grantee as of 12/31/01	To the grantor's knowledge, grantee has diverted a portion of funds from the purpose of the grant (yes/no)	Dates of reports received from grantee	Dates and results of any verification of the grantee's reports
Women's Capital Corporation 11808 Northup Way, Suite W290 Bellevue, WA 98005	\$ 250,000	Paid 9/30/98	Produce and market a dedicated emergency contraceptive drug	\$ 250,000	No	12/31/99 12/31/00 12/31/01	None required



COMPTON FOUNDATION, INC.

APPLICATION PROCEDURES

Prospective applicants are encouraged to review the Foundation's Priorities and Concerns and the General Criteria to determine whether their proposal is relevant to the Foundation's interests before making an application

Proposals should be brief (2-4 pages), and should describe

- the organization making the request
- the goals and objectives of the designated project, including specific outcomes
- the means by which the project's effectiveness will be measured
- a one-half to one page update of previous work supported by the Foundation (if relevant)

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Priorities

General Criteria

Grant History

Application Procedures

Proposal Outline Form

FAQ

Each of the following attachments should be limited to **one side of one page**

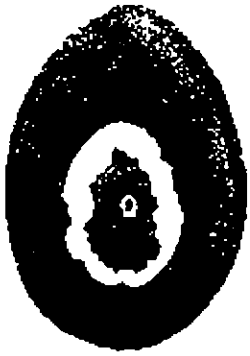
- Proposal Outline Form
- qualifications of key people involved
- list of Board members with affiliations
- project budget, including revenue sources
- organizational budget, including revenue sources, for year in which project will be carried out
- statement of assets and liabilities (preferably audited)
- statement of revenue and expenditures (preferably audited)
- names and contact information for 3-5 references
- a copy of the organization's current IRS tax exemption letter

The Foundation does not accept proposals sent by fax or e-mail In the interest of preserving the environment, the Foundation actively discourages prospective applicants from sending more than the minimum amount of information requested. If additional information or a site visit is required, the applicant will be notified.

The Foundation makes grants only to organizations and institutions that qualify under the requirements of the Federal Tax Reform Act of 1969. The Foundation files annual tax returns with the Internal Revenue Service, the California State Franchise Tax Board, and the Office of the Attorney General of the State of California.

The Compton Foundation is a member of the Council on Foundations, a national organization which strives to make private philanthropy more responsive to public needs. The Foundation is also a member of the Northern California Grantmakers, the Environmental Grantmakers Association, the Affinity Group for Population, Reproductive Health and

Rights, the Peace & Security Funders Group, the Consultative Group on Biological Diversity, and Independent Sector. The Foundation is a founder and endorser of the Environmental Grantmakers Association's "Philanthropy as Stewardship" principles



COMPTON FOUNDATION, INC.

PRIORITIES AND CONCERNS

The Compton Foundation was founded to address community, national and international concerns in the fields of Peace & World Order, Population, and the Environment. Other concerns of the Foundation include Equal Educational Opportunity, Community Welfare & Social Justice, and Culture & the Arts.

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In a world in which most problems have become increasingly interrelated and universal in dimension, and where survival of human life under conditions worth living is in jeopardy, the Foundation is concerned first and foremost with the prevention of war, and the amelioration of world conditions that tend to cause conflict. Primary among these conditions are the increasing pressures and destabilizing effects of excessive population growth, the alarming depletion of the earth's natural resources, the steady deterioration of the world's environment and the tenuous status of human rights.

To address these problems the Compton Foundation focuses most of its grant-making in the areas of Peace & World Order, Population, and the Environment, with special emphasis on projects that explore the interconnections between these three categories. The Foundation believes that prevention is a more effective strategy than remediation, that research and activism should inform each other, and that both perspectives are needed for productive public debate.

In order to demonstrate what can be done to bring about the necessary societal transformations, the Foundation seeks to encourage positive models of change. It actively encourages collaboration between agencies, institutions and/or foundations, and projects that connect theory, research and practice.

Within the areas of Peace & World Order, Population, and the Environment, grants are made for the following kinds of activities:

- Education of the public
- Education of policy makers

- Education of the media
- Advocacy and public activism
- Demonstration projects
- Fellowship support to selected institutions for promising young scholars
- Scholarly research in selected academic centers of excellence, with special priority given to projects which
 - a) are interdisciplinary
 - b) are policy related
 - c) lead to action

GENERAL CRITERIA

- The sponsoring organization has demonstrated strong leadership and management capability
- The proposed project has a specific focus in an area not presently supported adequately by other sources of funding
- If relevant, the project has a sound scientific basis and there are measurable goals
- The project is likely to make an important contribution to the field
- The project is responsive to the local population, involves local people in the planning and implementation process, and takes into account the cultural and economic impact of the project on the local population
- The project requires a relatively modest investment in order to make a significant impact

Priority is given to projects which have more than local application, are replicable, and are likely to be taken over and managed by a long-term funding source. If appropriate and warranted, a project may receive more than one year of support. In all program areas, the Foundation has a special interest in providing support for minorities.

No grants are awarded to individuals.

COMPTON FOUNDATION, INC.

Back to Application Procedures

PROPOSAL OUTLINE FORM
(Please place on top of proposal submission)

DATE _____

ORGANIZATION _____
CONTACT PERSON _____
TITLE _____

ADDRESS _____

PHONE _____ FAX _____
EMAIL _____ WEBSITE URL _____

SHORT PROJECT TITLE _____
(If project has been previously funded by the Compton Foundation, please use same project title)

PROPOSAL SUMMARY (less than 1000 characters including spaces, see test box)

AMOUNT REQUESTED _____
PROJECT BUDGET PER YEAR _____
TOTAL PROJECT BUDGET _____
TOTAL ORGANIZATION BUDGET _____

PROJECT FUNDING SOURCES AND AMOUNTS

1 RECEIVED/COMMITTED _____

2 APPLIED FOR _____

The Compton Foundation
#94-3142932/1518501
December 31, 2001

TAB 1
Capital Gains and Losses

Compton Foundation
 #94-3142932
 Form 990-PF, year ended 12/31/01

RECAP OF REALIZED GAINS/LOSSES

Portfolio	Cost	Proceeds	Gain/(loss)
Mellon equities - detail schedule attached	30,612,973	31,909,146	1,296,173
MetWest - detail schedule attached	59,380,169	59,802,673	422,504
Harding Loevner international equities	13,506,326	10,585,167	(2,921,159)
Domini Social Investment Fund	8,492,087	8,144,100	(347,987)
Domini capital gain div		582,073	582,073
Ralston Purina	305,886	1,849,435	1,543,549
Global Environment Fund, partnership pass-through		(213,308)	(213,308)
Write-off 250 sh Geotel Inc, worthless	<u>346</u>		<u>(346)</u>
Subtotal taxable gain	112,297,787	112,659,286	361,499
Ralston Purina tax-exempt stock grants	<u>351,541</u>	<u>2,004,359</u>	<u>1,652,818</u>
 Total	 <u>224,947,115</u>	 <u>227,322,931</u>	 <u>2,014,317</u>

The Compton Foundation
 #94-3142932
 Form 990-PF, year ended 12/31/01

GAINS AND LOSSES FROM SALES OF SECURITIES
 PORTFOLIO MELLON EQUITIES

		Cost	Proceeds	Gain	Loss
January	Sales	5,087,984 04	6,135,563 56	1,047,579 52	
February	Sales	1,657,293 75	1,677,629 31	20,335 56	
March	Sales	896,534 03	870,880 02		25,654 01
April	Sales	7,411,126 30	7,502,784 61	91,658 31	
May	Sales	4,146,940 65	4,403,775 09	256,834 44	
June	Sales	2,504,718 95	2,614,286 27	109,567 32	
July	Sales	1,251,952 72	1,379,107 73	127,155 01	
August	Sales	788,039 21	938,362 11	150,322 90	
September	Sales	582,629 45	679,416 08	96,786 63	
October	Sales	1,420,565 05	1,145,574 68		274,990 37
November	Sales	3,621,724 51	3,474,077 56		147,646 95
December	Sales	<u>1,243,464 14</u>	<u>1,087,688 20</u>		<u>155,775 94</u>
		30,612,972 80	31,909,145 22	1,900,239 69	604,067 27
				(604,067 27)	
				<u>1,296,172 42</u>	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
 JANUARY 01, 2001 - JANUARY 31, 2001

000380

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL ISSUE	0 000			26,934.56 0.00		
TOTAL CAPITAL CHANGES	0.000			26,934.56 0.00		
CASH IN LIEU OF FRACTIONS						
100TH FRACT E FUNDS CORP CUSIP# 28224R994						
T/D S/D 01/19/01	0 000			0 00 1 42	1 42	
TOTAL ISSUE	0 000			0 00 1.42	1 42	
TOTAL CASH IN LIEU OF FRACTIONS	0.000			0 00 1 42	1 42	
TOTAL COMMON STOCK	299,345 000		4,097 01	5,820,312 42 5,928,624.52	1,047,579 52	
TOTAL EQUITIES	299,345.000		4,097 01	5,820,312 42 5,928,624.52	1,047,579 52	
SHORT TERM INVESTMENTS POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 01/05/01 S/D 01/05/01	16,682 460			16,682 46 16,682.46		
T/D 01/11/01 S/D 01/11/01	8,697 710			8,697 71 8,697 71		

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
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000381

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION				UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D	01/22/01	S/D	01/22/01	63,986	400		63,986 40 63,986 40		
T/D	01/23/01	S/D	01/23/01	111,242	410		111,242 41 111,242 41		
T/D	01/24/01	S/D	01/24/01	6,330	060		6,330 06 6,330 06		
TOTAL ISSUE				206,939	040		206,939 04 206,939 04		
TOTAL SALES				206,939	040		206,939 04 206,939 04		
TOTAL POOLED FUNDS & MUTUAL FUNDS				206,939	040		206,939 04 206,939 04		
TOTAL SHORT TERM INVESTMENTS				206,939	040		206,939 04 206,939 04		
ACCOUNT TOTAL DISPOSITIONS				506,284	040	4,097 01	6,027,251 46 6,135,563 56	1,047,579 52	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
 FEBRUARY 01, 2001 - FEBRUARY 28, 2001

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**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
CANADIAN PAC LTD COM CUSIP# 135923100						
BKR: TROSTER SINGER STEVENS						
T/D 02/21/01 S/D 02/26/01	100 000	37 4640	2 13	2,662 37 3,744 36	1,081 99	
BKR: INVESTMENT TECHNOLOGY GROUP,						
T/D 02/21/01 S/D 02/26/01	1,800 000	37 5460	38 26	47,922 66 67,545 08	19,622 42	
TOTAL ISSUE	1,900.000		40.39	50,585 03 71,289 44	20,704 41	
COOPER INDUSTRIES INCORPORATED COM CUSIP# 216669101						
BKR: BANC OF AMERICA SECURITIES LLC						
T/D 02/21/01 S/D 02/26/01	800 000	45 5030	41 22	32,509 84 36,361 18	3,851 34	
TOTAL ISSUE	800.000		41 22	32,509 84 36,361 18	3,851 34	
DEERE & COMPANY CUSIP# 244199105						
BKR: MERRILL LYNCH PIERCE FENNER &						
T/D 02/21/01 S/D 02/26/01	800 000	39 5530	41 06	34,185 90 31,601 50	(2,584 40)	
TOTAL ISSUE	800 000		41.06	34,185.90 31,601 50	(2,584 40)	
PNC FINANCIAL SERVICES GROUP INC CUSIP# 693475105						

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
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**BNY
 WESTERN
 TRUST
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 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: GOLDMAN, SACHS & CO T/D 02/21/01 S/D 02/26/01	1,100 000	70.7310	57 60	54,771 93 77,747 05	22,975 12	
TOTAL ISSUE	1,100.000		57 60	54,771 93 77,747 05	22,975 12	
SCHERING-PLOUGH CORP COM CUSIP# 806605101 BKR: MORGAN STANLEY & CO T/D 02/21/01 S/D 02/26/01	900 000	42 2500	46 27	44,234 46 37,978 73	(6,255 73)	
TOTAL ISSUE	900.000		46 27	44,234 46 37,978 73	(6,255 73)	
SUPERVALU INC CUSIP# 868536103 BKR: MORGAN STANLEY & CO T/D 02/21/01 S/D 02/26/01	2,800 000	14 4980	141 36	47,926 14 40,454 16	(7,471 98)	
BKR: MORGAN STANLEY & CO T/D 02/22/01 S/D 02/27/01	2,500 000	13 9460	126 17	42,791 20 34,739 33	(8,051 87)	
TOTAL ISSUE	5,300 000		267 53	90,717 34 75,193 49	(15,523 85)	
SYMANTEC CORP CUSIP# 871503108 BKR: B-TRADE SERVICES LLC T/D 02/21/01 S/D 02/26/01	400 000	50 0000	8 67	20,675 00 19,991 33	(683 67)	
BKR: MERRILL LYNCH PIERCE FENNER & T/D 02/21/01 S/D 02/26/01	1,000 000	49 5410	1 66	51,687 50 49,539 84	(2,147 66)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
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**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL ISSUE	1,400.000		10.33	72,362 50 69,531 17	(2,831.33)	
TOTAL SALES	12,200 000		504 40	379,367 00 399,702 56	20,335 56	
CAPITAL CHANGES						
FIRSTAR CORP WISC NEW CUSIP# 33763V109 EXCH INTO US BANCORP DEL COM NEW CSP# 90 T/D 03/01/01 S/D 03/01/01	6,200 000			170,599 18 0 00		
TOTAL ISSUE	6,200.000			170,599 18 0.00		
TOTAL CAPITAL CHANGES	6,200.000			170,599.18 0 00		
TOTAL COMMON STOCK	18,400 000		504.40	549,966.18 399,702 56	20,335 56	
TOTAL EQUITIES	18,400 000		504.40	549,966.18 399,702 56	20,335 56	
SHORT TERM INVESTMENTS POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860 T/D 02/20/01 S/D 02/20/01	682,977 930			682,977 93 682,977 93		

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
 FEBRUARY 01, 2001 - FEBRUARY 28, 2001

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**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 02/21/01 S/D 02/21/01	185,703	000		185,703 00 185,703 00		
T/D 02/27/01 S/D 02/27/01	20,232	830		20,232 83 20,232 83		
T/D 02/28/01 S/D 02/28/01	389,012	990		389,012 99 389,012 99		
TOTAL ISSUE	1,277,926	.750		1,277,926.75 1,277,926.75		
TOTAL SALES	1,277,926	.750		1,277,926.75 1,277,926.75		
TOTAL POOLED FUNDS & MUTUAL FUNDS	1,277,926	.750		1,277,926.75 1,277,926.75		
TOTAL SHORT TERM INVESTMENTS	1,277,926	.750		1,277,926.75 1,277,926.75		
ACCOUNT TOTAL DISPOSITIONS	1,296,326	.750	504 40	1,827,892 93 1,677,629.31	20,335 56	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

000370

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
ALLSTATE CORP COM USIP# 020002101 MKR BEAR STEARNS & CO INC /D 03/22/01 S/D 03/27/01	1,200 000	39 1100	37 57	23,103 26 46,894 43	23,791 17	
TOTAL ISSUE	1,200 000		37 57	23,103 26 46,894.43	23,791 17	
AMBAC FINANCIAL GROUP INC USIP# 023139108 MKR GOLDMAN, SACHS & CO /D 03/06/01 S/D 03/09/01	1,300 000	59 4930	67 58	72,592 00 77,274 10	4,682 10	
TOTAL ISSUE	1,300 000		67 58	72,592 00 77,274 10	4,682 10	
HJ SVCS CO USIP# 055482103 MKR ABN AMRO INCORPORATED /D 03/06/01 S/D 03/09/01	400 000	80 3970	21 08	24,763 76 32,137 84	7,374 08	
TOTAL ISSUE	400 000		21 08	24,763 76 32,137 84	7,374 08	
ITIGROUP INC USIP# 172967101 MKR CAPITAL INSTITUTIONAL SVCS,INC /D 03/22/01 S/D 03/27/01	600 000	41 1000	30 83	29,464 59 24,629 17	(4,835 42)	
TOTAL ISSUE	600 000		30 83	29,464 59 24,629 17	(4,835 42)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

000371

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
CLEAR CHANNEL COMMUNICATIONS INC COM CUSIP# 184502102 BKR MORGAN STANLEY & CO T/D 03/06/01 S/D 03/09/01	1,100 000	59 0570	57 17	77,167 86 64,906 41	(12,261 45)	
TOTAL ISSUE	1,100 000		57 17	77,167 86 64,906 41	(12,261 45)	
EASTMAN CHEMICAL CO CUSIP# 277432100 BKR: SMITH BARNEY INC (SALOMON) T/D 03/06/01 S/D 03/09/01	700 000	52.0900	36 22	32,209 80 36,426 85	4,217 05	
BKR: COWEN & COMPANY T/D 03/06/01 S/D 03/09/01	200 000	51 9690	10 35	9,202 80 10,383 49	1,180 69	
TOTAL ISSUE	900 000		46 57	41,412 60 46,810 34	5,397 74	
FLEETBOSTON FINL CORP CUSIP# 339030108 BKR: BEAR STEARNS & CO INC T/D 03/06/01 S/D 03/09/01	1,900 000	39 5950	59 51	74,906 89 75,171 37	264 48	
TOTAL ISSUE	1,900 000		59.51	74,906 89 75,171 37	264 48	
JOHNSON & JOHNSON COM CUSIP# 478160104 BKR KNIGHT SECURITIES T/D 03/22/01 S/D 03/27/01	300 000	85 3070	9 86	29,305 86 25,582 45	(3,723 41)	
TOTAL ISSUE	300 000		9.86	29,305.86 25,582 45	(3,723.41)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
MORGAN STANLEY DEAN WITTER & CO USIP# 617446448 CR BANC OF AMERICA SECURITIES LLC /D 03/06/01 S/D 03/09/01	900 000	65 1560	46 96	59,296 08 58,593 80	(702 28)	
TOTAL ISSUE	900.000		46 96	59,296 08 58,593 80	(702.28)	
PEARLS ROEBUCK & COMPANY USIP# 812387108 CR GOLDMAN, SACHS & CO /D 03/06/01 S/D 03/09/01	1,100 000	39 4710	56 45	37,239 51 43,362 20	6,122 69	
TOTAL ISSUE	1,100.000		56.45	37,239 51 43,362 20	6,122 69	
CREDIT SUISSE CORP USIP# 871829107 CR CREDIT SUISSE FIRST BOSTON /D 03/22/01 S/D 03/27/01	3,100 000	25 0510	157 59	82,553 00 77,503 30	(5,049 70)	
TOTAL ISSUE	3,100 000		157 59	82,553 00 77,503 30	(5,049 70)	
ANET HEALTHCARE CORP COM USIP# 880336100 CR ABN AMRO INCORPORATED /D 03/06/01 S/D 03/09/01	1,100 000	45 3720	56 67	46,374 03 49,853 19	3,479 16	
TOTAL ISSUE	1,100 000		56 67	46,374 03 49,853.19	3,479 16	
CO INTL LTD COM USIP# 902124106						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: CAPITAL INSTITUTIONAL SVCS, INC T/D 03/06/01 S/D 03/09/01	800 000	54 8810	41 47	49,616 00 43,863 81	(5,752 19)	
TOTAL ISSUE	800 000		41.47	49,616.00 43,863.81	(5,752 19)	
UNITED HEALTH GROUP INC CUSIP# 91324P102 BKR GOLDMAN, SACHS & CO T/D 03/22/01 S/D 03/27/01	1,400 000	52 8000	72 47	80,192 00 73,847 53	(6,344 47)	
TOTAL ISSUE	1,400 000		72 47	80,192 00 73,847 53	(6,344 47)	
VIACOM INC CL B CUSIP# 925524308 BKR SPEAR, REEDS & KELLOGG (GOLD) T/D 03/22/01 S/D 03/27/01	2,500 000	39 0550	78 26	135,656 25 97,559 74	(38,096 51)	
TOTAL ISSUE	2,500 000		78 26	135,656 25 97,559 74	(38,096 51)	
TOTAL SALES	18,600 000		840 04	863,643 69 837,989 68	(25,654 01)	
TOTAL COMMON STOCK	18,600.000		840.04	863,643 69 837,989 68	(25,654 01)	
TOTAL EQUITIES	18,600 000		840.04	863,643.69 837,989.68	(25,654 01)	
SHORT TERM INVESTMENTS POOLED FUNDS & MUTUAL FUNDS SALES						

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 03/12/01 S/D 03/12/01	358 570			358 57 358 57		
T/D 03/14/01 S/D 03/14/01	3,260 660			3,260 66 3,260 66		
T/D 03/15/01 S/D 03/15/01	9,993 750			9,993 75 9,993 75		
T/D 03/16/01 S/D 03/16/01	6,433 790			6,433 79 6,433 79		
T/D 03/20/01 S/D 03/20/01	9,403 280			9,403 28 9,403 28		
T/D 03/21/01 S/D 03/21/01	3,440 290			3,440 29 3,440 29		
TOTAL ISSUE	32,890 340			32,890 34 32,890 34		
TOTAL SALES	32,890 340			32,890 34 32,890 34		
TOTAL POOLED FUNDS & MUTUAL FUNDS	32,890 340			32,890 34 32,890 34		
TOTAL SHORT TERM INVESTMENTS	32,890 340			32,890 34 32,890 34		
ACCOUNT TOTAL DISPOSITIONS	51,490 340		840.04	896,534 03 870,880.02	(25,654 01)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
AIR PRODUCTS AND CHEMICALS INC COMMON CUSIP# 009158106 BKR CREDIT SUISSE FIRST BOSTON						
T/D 04/16/01 S/D 04/19/01	1,200 000	43 1890	61 73	45,671 74 51,765 31	6,093 57	
TOTAL ISSUE	1,200 000		61.73	45,671.74 51,765.31	6,093 57	
AMERICAN EXPRESS COMPANY CUSIP# 025816109 BKR CAPITAL INSTITUTIONAL SVCS, INC						
T/D 04/24/01 S/D 04/27/01	2,800 000	40 9640	143 83	95,400 32 114,556 49	19,156 17	
TOTAL ISSUE	2,800 000		143 83	95,400.32 114,556.49	19,156 17	
BANK AMER CORP CUSIP# 060505104 BKR COWEN & COMPANY						
T/D 04/16/01 S/D 04/19/01	2,300 000	52 8520	119 06	121,750 14 121,441 92	(308 22)	
TOTAL ISSUE	2,300 000		119.06	121,750 14 121,441 92	(308 22)	
CITIGROUP INC CUSIP# 172967101 BKR DEUTSCHE BANC ALEX BROWN INC						
T/D 04/24/01 S/D 04/27/01	2,800 000	48 4630	144 53	134,100 05 135,552 71	1,452 66	
TOTAL ISSUE	2,800 000		144.53	134,100 05 135,552.71	1,452.66	

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
DEERE & COMPANY USIP# 244199105 CRR DEUTSCHE BANC ALEX BROWN INC /D 04/24/01 S/D 04/27/01	1,800 000	39 0290	92 35	73,852 10 70,160 39	(3,691 71)	
TOTAL ISSUE	1,800 000		92 35	73,852 10 70,160 39	(3,691 71)	
QUITABLE RESOURCES INC COMM USIP# 294549100 CRR GOLDMAN, SACHS & CO /D 04/16/01 S/D 04/19/01	600 000	75 9940	31 52	37,090 91 45,565 00	8,474 09	
TOTAL ISSUE	600 000		31 52	37,090 91 45,565 00	8,474 09	
HARTFORD FINL SVCS GROUP INC COM USIP# 416515104 CRR WEEDEN & CO /D 04/24/01 S/D 04/27/01	1,000 000	58 9700	51 97	58,730 00 58,918 73	188 73	
TOTAL ISSUE	1,000 000		51 97	58,730 00 58,918 73	188 73	
EXMARK INTERNATIONAL INC USIP# 529771107 CRR CREDIT SUISSE FIRST BOSTON /D 04/16/01 S/D 04/19/01	600 000	56 5290	31 14	29,445 65 33,886 38	4,440 73	
TOTAL ISSUE	600 000		31 14	29,445 65 33,886 38	4,440 73	
NEW YORK TIMES CO COM CL A USIP# 650111107						

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR J P MORGAN INVT MGMT, NEW YORK T/D 04/24/01 S/D 04/27/01	3,100 000	41 6100	159 30	93,265 06 128,831 70	35,566 64	
TOTAL ISSUE	3,100 000		159.30	93,265.06 128,831.70	35,566 64	
ONEOK INC NEW CUSIP# 682680103 BKR BEAR STEARNS & CO INC T/D 04/16/01 S/D 04/19/01	1,900 000	43 1930	59 74	77,356 60 82,007 34	4,650 74	
TOTAL ISSUE	1,900.000		59 74	77,356.60 82,007 34	4,650.74	
QWEST COMMUNICATIONS INTL INC CUSIP# 749121109 BKR LIQUIDNET INC T/D 04/16/01 S/D 04/19/01	1,300 000	35 4450	27 54	36,904 96 46,050 96	9,146 00	
TOTAL ISSUE	1,300.000		27 54	36,904 96 46,050.96	9,146.00	
RADIAN GROUP INC CUSIP# 750236101 BKR WEEDEN & CO T/D 04/16/01 S/D 04/19/01	700 000	65 2320	36 53	40,442 28 45,626 29	5,184 01	
TOTAL ISSUE	700 000		36 53	40,442 28 45,626.29	5,184 01	
UNITED PARCEL SVC INC CL B CUSIP# 911312106						

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR MERRILL LYNCH PIERCE FENNER & T/D 04/16/01 S/D 04/19/01	1,000 000	53 9450	51 80	57,859 58 53,893 50	(3,966 08)	
BKR MORGAN STANLEY & CO T/D 04/24/01 S/D 04/27/01	1,300 000	56 4240	67 45	75,217 46 73,283 88	(1,933 58)	
TOTAL ISSUE	2,300 000		119 25	133,077 04 127,177 38	(5,899 66)	
ISA NETWORKS INC CUSIP# 902984103 BKR JONES & ASSOCIATES T/D 04/24/01 S/D 04/27/01	3,200 000	22 9440	2 45	66,214 43 73,418 99	7,204 56	
TOTAL ISSUE	3,200 000		2 45	66,214 43 73,418 99	7,204 56	
TOTAL SALES	25,600 000		1,080 94	1,043,301 28 1,134,959 59	91,658 31	
TOTAL COMMON STOCK	25,600.000		1,080 94	1,043,301 28 1,134,959 59	91,658 31	
TOTAL EQUITIES	25,600 000		1,080 94	1,043,301 28 1,134,959 59	91,658 31	
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
LIABILITIES CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						

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COMPTON FOUNDATION
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 04/11/01 S/D 04/11/01	6,332,645	980		6,332,645 98 6,332,645 98		
T/D 04/30/01 S/D 04/30/01	35,179	040		35,179 04 35,179 04		
TOTAL ISSUE	6,367,825.020			6,367,825 02 6,367,825 02		
TOTAL SALES	6,367,825.020			6,367,825 02 6,367,825 02		
TOTAL POOLED FUNDS & MUTUAL FUNDS	6,367,825.020			6,367,825 02 6,367,825.02		
TOTAL SHORT TERM INVESTMENTS	6,367,825	020		6,367,825 02 6,367,825 02		
ACCOUNT TOTAL DISPOSITIONS	6,393,425	020	1,080 94	7,411,126 30 7,502,784 61	91,658.31	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
ALLEGHENY TECHNOLOGIES INC						
CUSIP# 01741R102						
BKR: INVESTMENT TECHNOLOGY GROUP,						
T/D 05/09/01	S/D 05/14/01	1,700 000	17 9650	35 02	33,258 05 30,506 84	(2,751 21)
BKR: LEHMAN BROTHERS INC, USA						
T/D 05/10/01	S/D 05/15/01	1,800 000	17 7500	91 07	35,214 41 31,858 93	(3,355 48)
TOTAL ISSUE		3,500 000		126 09	68,472 46 62,365 77	(6,106 69)
CHARTER ONE FINL INC						
CUSIP# 160903100						
BKR: BEAR STEARNS & CO INC						
T/D 05/09/01	S/D 05/14/01	200 000	28 8130	6 20	4,985 58 5,756 46	770 88
TOTAL ISSUE		200 000		6 20	4,985 58 5,756 46	770 88
EASTMAN CHEMICAL CO						
CUSIP# 277432100						
BKR: TROSTER SINGER STEVENS						
T/D 05/22/01	S/D 05/25/01	1,100 000	54 6000	24 01	51,739 12 60,035 99	8,296 87
TOTAL ISSUE		1,100 000		24 01	51,739 12 60,035 99	8,296 87
EQUITABLE RESOURCES INC COMM						
CUSIP# 294549100						

COMPTON FOUNDATION
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR COWEN & COMPANY T/D 05/09/01 S/D 05/14/01	500 000	77 1120	26 29	30,909 09 38,529 81	7,620 72	
TOTAL ISSUE	500 000		26 29	30,909 09 38,529 81	7,620 72	
FAIRCHILD SEMICONDUCTOR INTL CUSIP# 303726103 BKR LEHMAN BROTHERS INC, USA T/D 05/09/01 S/D 05/14/01	1,900 000	18 5330	96 18	31,367 00 35,117 66	3,750 66	
TOTAL ISSUE	1,900 000		96 18	31,367 00 35,117 66	3,750 66	
FLEETBOSTON FINL CORP CUSIP# 339030108 BKR INVESTMENT TECHNOLOGY GROUP, T/D 05/09/01 S/D 05/14/01	3,200 000	38 9650	68 16	124,732 88 124,620 16	(112 72)	
BKR LEHMAN BROTHERS INC, USA T/D 05/09/01 S/D 05/14/01	3,200 000	38 8060	164 14	124,732 89 124,016 34	(716 55)	
TOTAL ISSUE	6,400 000		232 30	249,465 77 248,636 50	(829 27)	
J P MORGAN CHASE & CO CUSIP# 46625H100 BKR WEEEDEN & CO T/D 05/22/01 S/D 05/25/01	2,900 000	49 9270	149 83	110,785 78 144,641 08	33,855 30	
TOTAL ISSUE	2,900 000		149.83	110,785.78 144,641 08	33,855 30	
KEYCORP NEW COM CUSIP# 493267108						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR INVESTMENT TECHNOLOGY GROUP, T/D 05/18/01 S/D 05/23/01	7,800 000	24 3000	240 32	170,319 36 189,299 68	18,980 32	
TOTAL ISSUE	7,800 000		240 32	170,319 36 189,299 68	18,980 32	
MINNESOTA MINING & MANUFACTURING CO COM CUSIP# 604059105 BKR BEAR STEARNS & CO INC T/D 05/18/01 S/D 05/23/01	800 000	123 1500	27 29	81,334 00 98,492 71	17,158 71	
TOTAL ISSUE	800 000		27 29	81,334 00 98,492 71	17,158.71	
NEW YORK TIMES CO COM CL A CUSIP# 650111107 BKR GOLDMAN, SACHS & CO T/D 05/09/01 S/D 05/14/01	2,400 000	41 4500	123 32	72,205 20 99,357 40	27,152 20	
TOTAL ISSUE	2,400 000		123 32	72,205 20 99,357 40	27,152 20	
PNC FINANCIAL SERVICES GROUP INC CUSIP# 693475105 BKR LEHMAN BROTHERS INC, USA T/D 05/09/01 S/D 05/14/01	2,700 000	63 8210	140 75	145,316 34 172,178 11	26,861 77	
TOTAL ISSUE	2,700 000		140 75	145,316 34 172,178 11	26,861 77	
ROSS STORES INC CUSIP# 778296103						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: SMITH BARNEY INC (SALOMON) T/D 05/18/01 S/D 05/23/01	3,000 000	24 1600	2 42	49,965 65 72,477 58	22,511 93	
TOTAL ISSUE	3,000.000		2 42	49,965 65 72,477 58	22,511 93	
SEARS ROEBUCK & COMPANY CUSIP# 812387108 BKR: WEEDEN & CO T/D 05/22/01 S/D 05/25/01	1,800 000	41 9500	92 52	61,307 41 75,417 48	14,110 07	
TOTAL ISSUE	1,800.000		92.52	61,307 41 75,417 48	14,110 07	
SUIZA FOODS CORP CUSIP# 865077101 BKR INVESTMENT TECHNOLOGY GROUP, T/D 05/18/01 S/D 05/23/01	1,000 000	52 5100	31 76	39,823 93 52,478 24	12,654 31	
TOTAL ISSUE	1,000 000		31 76	39,823 93 52,478 24	12,654 31	
USA ED INC CUSIP# 90390U102 BKR INVESTMENT TECHNOLOGY GROUP, T/D 05/18/01 S/D 05/23/01	3,100 000	66 7320	99 90	136,723 57 206,770 23	70,046 66	
TOTAL ISSUE	3,100 000		99 90	136,723 57 206,770 23	70,046 66	
TOTAL SALES	39,100 000		1,419 18	1,304,720 26 1,561,554 70	256,834 44	
TOTAL COMMON STOCK	39,100.000		1,419 18	1,304,720.26 1,561,554 70	256,834 44	

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL EQUITIES	39,100 000		1,419 18	1,304,720 26 1,561,554 70	256,834 44	
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241						
CUSIP# S99995860						
T/D 05/03/01 S/D 05/03/01	10,475 410			10,475 41 - 10,475 41		
T/D 05/03/01 S/D 05/03/01	835 590			835 59 835 59		
T/D 05/14/01 S/D 05/14/01	261,776 800			261,776 80 261,776 80		
T/D 05/16/01 S/D 05/16/01	60,825 160			60,825 16 60,825 16		
T/D 05/24/01 S/D 05/24/01	1,144,100 000			1,144,100 00 1,144,100 00		
T/D 05/24/01 S/D 05/24/01	1,144,100 000			1,144,100 00 1,144,100 00		
T/D 05/25/01 S/D 05/25/01	88,551 510			88,551 51 88,551 51		
T/D 05/29/01 S/D 05/29/01	19,764 850			19,764 85 19,764 85		
T/D 05/30/01 S/D 05/30/01	111,791 070			111,791 07 111,791 07		
TOTAL ISSUE	2,842,220 390			2,842,220 39 2,842,220 39		

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DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL SALES	2,842,220.390			2,842,220.39 2,842,220.39		
TOTAL POOLED FUNDS & MUTUAL FUNDS	2,842,220.390			2,842,220.39 2,842,220.39		
TOTAL SHORT TERM INVESTMENTS	2,842,220.390			2,842,220.39 2,842,220.39		
ACCOUNT TOTAL DISPOSITIONS	2,881,320.390		1,419.18	4,146,940.65 4,403,775.09	256,834.44	

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED		
EQUITIES								
COMMON STOCK								
SALES								
ABBOTT LABORATORIES								
CUSIP# 002824100								
BKR: GOLDMAN, SACHS & CO								
T/D	06/19/01	S/D	06/22/01	1,600 000	51 1860	82 73	80,948 19	867 64
							81,815 83	
TOTAL ISSUE	1,600 000		82 73	80,948 19	867 64		81,815 83	
AMERICAN INTERNATIONAL GROUP INC COM								
CUSIP# 026874107								
BKR: DEUTSCHE BANC ALEX BROWN INC								
T/D	06/19/01	S/D	06/22/01	2,100 000	83 0220	110 82	150,498 66	23,737 14
							174,235 80	
TOTAL ISSUE	2,100 000		110 82	150,498 66	23,737 14		174,235 80	
BKR INVESTMENT TECHNOLOGY GROUP,								
T/D	06/29/01	S/D	07/05/01	1,800 000	86 0000	23 16	128,998 85	25,777 99
							154,776 84	
TOTAL ISSUE	1,800 000		23 16	128,998 85	25,777 99		154,776 84	
BAKER HUGHES INC								
CUSIP# 057224107								
BKR BEAR STEARNS & CO INC								
T/D	06/05/01	S/D	06/08/01	3,200 000	39 0950	100 18	109,920 00	15,083 82
							125,003 82	
TOTAL ISSUE	3,200 000		100 18	109,920 00	15,083 82		125,003 82	
BARRETT RES CORP								
CUSIP# 068480201								

COMPTON FOUNDATION
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR PURCHASE OFFER T/D 06/15/01 S/D 06/15/01	1,004 000	73 0000		44,003 26 73,292 00	29,288 74	
TOTAL ISSUE	1,004.000			44,003 26 73,292 00	29,288 74	
BRISTOL MYERS SQUIBB CO COM CUSIP# 110122108 BKR INVESTMENT TECHNOLOGY GROUP, T/D 06/29/01 S/D 07/05/01	5,100 000	52 3000	59 90	308,852 11 266,670 10	(42,182 01)	
TOTAL ISSUE	5,100 000		59 90	308,852 11 266,670.10	(42,182 01)	
CLEAR CHANNEL COMMUNICATIONS INC COM CUSIP# 184502107 BKR GOLDMAN, SACHS & CO T/D 06/05/01 S/D 06/08/01	1,528 000	63 1320	79 62	100,483 14 96,386 84	(4,096 30)	
TOTAL ISSUE	1,528 000		79 62	100,483.14 96,386.84	(4,096 30)	
COLGATE PALMOLIVE CO COM CUSIP# 194162103 BKR INVESTMENT TECHNOLOGY GROUP, T/D 06/29/01 S/D 07/05/01	2,300 000	58 9900	27 53	127,512 71 135,649 47	8,136 76	
TOTAL ISSUE	2,300.000		27 53	127,512 71 135,649 47	8,136 76	
CONOCO INC CL B CUSIP# 208251405						

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 THE BANK OF NEW YORK COMPANY INC.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR BEAR STEARNS & CO INC T/D 06/05/01 S/D 06/08/01	4,900 000	30 9800	152 07	128,202 02 151,649 93	23,447 91	
TOTAL ISSUE	4,900 000		152 07	128,202 02 151,649 93	23,447 91	
EASTMAN CHEMICAL CO CUSIP# 277432100 BKR: WEEDEN & CO T/D 06/06/01 S/D 06/11/01	1,200 000	51 1030	62 05	56,442 68 61,261 67	4,818 99	
TOTAL ISSUE	1,200 000		62 05	56,442 68 61,261 67	4,818 99	
EMERSON ELECTRIC COMPANY CUSIP# 291011104 BKR BEAR STEARNS & CO INC T/D 06/05/01 S/D 06/08/01	3,100 000	67 5100	99 98	202,435 50 209,181 95	6,746 45	
TOTAL ISSUE	3,100 000		99 98	202,435 50 209,181 95	6,746 45	
FLEETBOSTON FINL CORP CUSIP# 339030108 BKR TROSTER SINGER STEVENS T/D 06/19/01 S/D 06/22/01	2,000 000	38 7700	42 59	77,958 06 77,497 41	(460 65)	
TOTAL ISSUE	2,000 000		42 59	77,958 06 77,497 41	(460 65)	
GANNETT CO INC COM CUSIP# 364730101						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: BANC OF AMERICA SECURITIES LLC T/D 06/19/01 S/D 06/22/01	1,900 000	61 7880	98 92	103,507 52 117,299 61	13,792 09	
TOTAL ISSUE	1,900 000		98 92	103,507 52 117,299.61	13,792 09	
GREENPOINT FINL CORP COM CUSIP# 395384100 BKR: KEEFE BRUYETTE & WOODS INC T/D 06/19/01 S/D 06/22/01	2,500 000	37 4590	128 13	78,935 00 93,520 62	14,585 62	
TOTAL ISSUE	2,500 000		128 13	78,935 00 93,520.62	14,585 62	
HELMERICH & PAYNE INCORPORATED COMMON CUSIP# 423452101 BKR: BEAR STEARNS & CO INC T/D 06/05/01 S/D 06/08/01	2,600 000	39 4030	81 42	130,435 96 102,367 68	(28,068 28)	
TOTAL ISSUE	2,600 000		81 42	130,435 96 102,367 68	(28,068 28)	
JOHNSON & JOHNSON COM CUSIP# 478160104 BKR: WEEDEN & CO T/D 06/05/01 S/D 06/08/01	900 000	101 0500	48 04	85,467 47 90,896 96	5,429 49	
BKR: COWEN & COMPANY T/D 06/19/01 S/D 06/22/01	1,400 000	52 4500	72 45	66,474 70 73,357 55	6,882 85	
TOTAL ISSUE	2,300 000		120 49	151,942 17 164,254 51	12,312 34	
PEPSICO INC COM CUSIP# 713448108						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR FIDELITY CAPITAL MARKETS T/D 06/05/01 S/D 06/08/01	1,700 000	44 8200	87 54	70,476 50 76,106 46	5,629 96	
BKR INVESTMENT TECHNOLOGY GROUP, T/D 06/29/01 S/D 07/05/01	1,700 000	44 2000	19 51	70,476 50 75,120 49	4,643 99	
TOTAL ISSUE	3,400 000		107 05	140,953 00 151,226 95	10,273 95	
QUAKER OATS COMPANY COMMON CUSIP# 747402105 BKR DEUTSCHE BANC ALEX BROWN INC T/D 06/19/01 S/D 06/22/01	800 000	92 4150	42 47	47,568 00 73,890 25	26,322 25	
TOTAL ISSUE	800 000		42 47	47,568 00 73,890 25	26,322 25	
US BANCORP DEL CUSIP# 902973304 BKR INVESTMENT TECHNOLOGY GROUP, T/D 06/05/01 S/D 06/08/01	1,800 000	22 8690	37 38	46,201 35 41,127 54	(5,073 81)	
BKR GOLDMAN, SACHS & CO T/D 06/05/01 S/D 06/08/01	8,800 000	22 7920	446 69	225,873 27 200,129 95	(25,743 32)	
TOTAL ISSUE	10,600 000		484 07	272,074 62 241,257 49	(30,817 13)	
TOTAL SALES	53,932 000		1,903 18	2,441,671 45 2,551,238 77	109,567 32	
CAPITAL CHANGES						
WORLD.COM INC CUSIP# 98157D106						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
COMPANY'S BASIS ALLOCATION						
T/D S/D	0 000			5,826 62 0 00		
TOTAL ISSUE	0 000			5,826 62 0 00		
TOTAL CAPITAL CHANGES	0 000			5,826 62 0 00		
TOTAL COMMON STOCK	53,932 000		1,903 18	2,447,498 07 2,551,238 77	109,567 32	
TOTAL EQUITIES	53,932 000		1,903 18	2,447,498 07 2,551,238 77	109,567 32	
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 06/08/01 S/D 06/08/01	651 710			651 71 651 71		
T/D 06/22/01 S/D 06/22/01	34,002 740			34,002 74 34,002 74		
T/D 06/25/01 S/D 06/25/01	28,393 050			28,393 05 28,393 05		
TOTAL ISSUE	63,047 500			63,047 50 63,047 50		
TOTAL SALES	63,047 500			63,047 50 63,047 50		
TOTAL POOLED FUNDS & MUTUAL FUNDS	63,047 500			63,047 50 63,047 50		

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DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL SHORT TERM INVESTMENTS	63,047 500			63,047 50 63,047 50		
ACCOUNT TOTAL DISPOSITIONS	116,979 500		1,903 18	2,510,545 57 2,614,286 27	109,567 32	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
ABBOTT LABORATORIES						
CUSIP# 002824100						
BKR: WACHOVIA SECURITIES INC						
T/D 07/31/01 S/D 08/03/01	900 000	52 1740	46 57	45,533 36 46,910 57	1,377 21	
TOTAL ISSUE	900 000		46.57	45,533 36 46,910 57	1,377 21	
AT&T WIRELESS SVCS INC						
CUSIP# 00209A106						
BKR: CAPITAL INSTITUTIONAL SVCS, INC						
T/D 07/17/01 S/D 07/20/01	2,767 000	16 2220	139 85	41,119 86 44,746 42	3,626 56	
TOTAL ISSUE	2,767 000		139 85	41,119 86 44,746.42	3,626 56	
AVON PRODUCTS INC COM						
CUSIP# 054303102						
BKR: CAPITAL INSTITUTIONAL SVCS, INC						
T/D 07/17/01 S/D 07/20/01	1,100 000	42 9600	56 58	41,628 53 47,199 53	5,571 00	
TOTAL ISSUE	1,100 000		56 58	41,628.53 47,199 53	5,571 00	
BECKMAN COULTER INC						
CUSIP# 075811109						
BKR: BEAR STEARNS & CO INC						
T/D 07/17/01 S/D 07/20/01	4,000 000	44 7700	125 97	116,939 30 178,954 03	62,014 73	
TOTAL ISSUE	4,000 000		125 97	116,939.30 178,954 03	62,014 73	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BURLINGTON RES INC COM CUSIP# 122014103 BKR LEHMAN BROTHERS INC, USA T/D 07/17/01 S/D 07/20/01	2,900 000	38 0780	148 69	134,135 15 110,279 54	(23,855 61)	
TOTAL ISSUE	2,900 000		148 69	134,135 15 110,279 54	(23,855 61)	
COUNTRYWIDE CR INDS INC COM CUSIP# 222372104 BKR MORGAN STANLEY & CO T/D 07/17/01 S/D 07/20/01	1,900 000	42 3460	97 69	80,170 69 80,360 28	189 59	
TOTAL ISSUE	1,900 000		97 69	80,170 69 80,360 28	189 59	
JOHNSON & JOHNSON COM CUSIP# 478160104 BKR MORGAN STANLEY & CO T/D 07/31/01 S/D 08/03/01	1,400 000	54 0000	72 52	66,474 70 75,527 48	9,052 78	
TOTAL ISSUE	1,400 000		72 52	66,474 70 75,527 48	9,052 78	
JOHNSON CONTROLS INC CUSIP# 478366107 BKR J P MORGAN INVT MGMT, NEW YORK T/D 07/17/01 S/D 07/20/01	1,100 000	81 2360	57 98	70,309 20 89,301 84	18,992 64	
TOTAL ISSUE	1,100 000		57 98	70,309 20 89,301 84	18,992 64	
LOWES COMPANIES INC COM CUSIP# 548661107						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR WEEDEN & CO T/D 07/31/01 S/D 08/03/01	2,900 000	38 5240	148 73	77,970 43 111,572 90	33,602 47	
TOTAL ISSUE	2,900 000		148.73	77,970.43 111,572 90	33,602 47	
MBNA CORP CUSIP# 55262L100 BKR: JEFFERIES & COMPANY, INC T/D 07/31/01 S/D 08/03/01	400 000	35 8000	20 48	13,177 06 14,299 52	1,122 46	
TOTAL ISSUE	400 000		20 48	13,177 06 14,299 52	1,122 46	
ONEOK INC NEW CUSIP# 682680103 BKR ABN AMRO SECURITIES LLC T/D 07/17/01 S/D 07/20/01	1,500 000	18 6540	75 94	30,535 50 27,905 66	(2,629 84)	
BKR ABN AMRO SECURITIES LLC T/D 07/18/01 S/D 07/23/01	500 000	18 4230	25 31	10,178 50 9,186 39	(992 11)	
BKR: ABN AMRO SECURITIES LLC T/D 07/19/01 S/D 07/24/01	200 000	18 4200	10 13	4,071 40 3,673 87	(397 53)	
TOTAL ISSUE	2,200.000		111.38	44,785.40 40,765 92	(4,019 48)	
PINNACLE WEST CAP CORP COM CUSIP# 723484101 BKR: BEAR STEARNS & CO INC T/D 07/31/01 S/D 08/03/01	3,100 000	42 3100	97 38	106,101 50 131,063 62	24,962 12	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL ISSUE	3,100 000		97 38	106,101 50 131,063 62	24,962 12	
QWEST COMMUNICATIONS INTL INC CUSIP# 749121109 BKR CAPITAL INSTITUTIONAL SVCS,INC T/D 07/17/01 S/D 07/20/01	1,600 000	28 6500	81 53	45,421 50 45,758 47	336 97	
TOTAL ISSUE	1,600 000		81 53	45,421 50 45,758 47	336 97	
SBC COMMUNICATIONS INC CUSIP# 78387G103 BKR CREDIT SUISSE FIRST BOSTON T/D 07/31/01 S/D 08/03/01	1,200 000	44 4990	61 78	52,646 95 53,337 86	690 91	
TOTAL ISSUE	1,200 000		61 78	52,646 95 53,337 86	690 91	
USA NETWORKS INC CUSIP# 902984103 BKR ARCHIPELAGO BCC CAPITAL CLEAR T/D 07/31/01 S/D 08/03/01	1,300 000	27 8430	27 21	26,899 61 36,169 08	9,269 47	
TOTAL ISSUE	1,300 000		27 21	26,899 61 36,169 08	9,269 47	
WELLS FARGO & CO NEW CUSIP# 949746101 BKR BRIDGE TRADING CO T/D 07/31/01 S/D 08/03/01	3,300 000	46 1300	170 08	166,280 24 152,061 23	(14,219 01)	
TOTAL ISSUE	3,300 000		170 08	166,280 24 152,061 23	(14,219 01)	

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COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
WORLDCom INC GA NEW MCI GROUP COM CUSIP# 98157D304 BKR CANTOR, FITZGERALD & CO, INC T/D 07/31/01 S/D 08/03/01	312 000	13 6500	15	5,826 62 4,258 65	(1,567 97)	
TOTAL ISSUE	312 000		.15	5,826.62 4,258 65	(1,567 97)	
TOTAL SALES	32,379 000		1,464 57	1,135,420 10 1,262,566 94	127,146 84	
CAPITAL CHANGES						
A T & T CORP COM CUSIP# 001957109 COMPANY'S BASIS ALLOCATION T/D S/D	0 000			41,119 86 0 00		
TOTAL ISSUE	0 000			41,119.86 0 00		
TOTAL CAPITAL CHANGES	0 000			41,119 86 0 00		
CASH IN LIEU OF FRACTIONS						
100TH FRACTS AT&T WIRELESS SVC CUSIP# 00209A999 T/D S/D 07/24/01	0 000			0 00 8 17	8 17	
TOTAL ISSUE	0 000			0 00 8 17	8 17	
TOTAL CASH IN LIEU OF FRACTIONS	0 000			0 00 8 17	8 17	

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 THE BANK OF NEW YORK COMPANY, INC.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL COMMON STOCK	32,379 000		1,464 57	1,176,539 96 1,262,575 11	127,155 01	
TOTAL EQUITIES	32,379 000		1,464 57	1,176,539 96 1,262,575 11	127,155 01	
SHORT TERM INVESTMENTS POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 07/05/01 S/D 07/05/01	102,643 100			102,643 10 102,643 10		
T/D 07/23/01 S/D 07/23/01	13,889 520			13,889 52 13,889 52		
TOTAL ISSUE	116,532 620			116,532 62 116,532 62		
TOTAL SALES	116,532 620			116,532 62 116,532 62		
TOTAL POOLED FUNDS & MUTUAL FUNDS	116,532 620			116,532 62 116,532 62		
TOTAL SHORT TERM INVESTMENTS	116,532 620			116,532 62 116,532 62		
ACCOUNT TOTAL DISPOSITIONS	148,911 620		1,464 57	1,293,072 58 1,379,107 73	127,155 01	

FORM 1099-DIV

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
COOPER INDUSTRIES INCORPORATED COM CUSIP# 216669101 BKR: MORGAN STANLEY & CO T/D 08/09/01 S/D 08/14/01	3,800 000	58.4430	197.41	148,498 44 221,889 03	73,390 59	
TOTAL ISSUE	3,800.000		197.41	148,498 44 221,889.03	73,390.59	
HOUSEHOLD INTL INC CUSIP# 441815107 BKR: WEEDEN & CO T/D 08/14/01 S/D 08/17/01	900 000	68 1100	47 05	52,542 75 61,251 95	8,709 20	
TOTAL ISSUE	900.000		47 05	52,542.75 61,251 95	8,709 20	
JOHNSON & JOHNSON COM CUSIP# 478160104 BKR: ABN AMRO SECURITIES LLC T/D 08/14/01 S/D 08/17/01	1,400 000	56 5000	72 64	66,474 70 79,027 36	12,552 66	
TOTAL ISSUE	1,400.000		72.64	66,474 70 79,027 36	12,552.66	
NATIONAL CITY CORP CUSIP# 635405103 BKR: CAPITAL INSTITUTIONAL SVCS,INC T/D 08/14/01 S/D 08/17/01	1,900 000	31 9580	97 03	47,180 08 60,624.50	13,444 42	
TOTAL ISSUE	1,900.000		97.03	47,180.08 60,624.50	13,444.42	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
REPUBLIC SVCS COM CUSIP# 760759100 BKR: DEUTSCHE BANC ALEX BROWN INC T/D 08/14/01 S/D 08/17/01	4,200 000	20 2670	212 84	66,000 00 84,909 40	18,909 40	
TOTAL ISSUE	4,200 000		212 84	66,000 00 84,909 40	18,909.40	
SOUTHTRUST CORP CUSIP# 844730101 BKR: MERRILL LYNCH PIERCE FENNER & T/D 08/14/01 S/D 08/17/01	1,000 000	26 2500	88	21,669 72 26,249 12	4,579 40	
BKR: B-TRADE SERVICES LLC T/D 08/14/01 S/D 08/17/01	100 000	26 5210	2 09	2,166 97 2,650 04	483 07	
BKR: MERRILL LYNCH PIERCE FENNER & T/D 08/15/01 S/D 08/20/01	1,000 000	26 3770	88	21,669 72 26,376 22	4,706 50	
TOTAL ISSUE	2,100 000		3 85	45,506 41 55,275 38	9,768 97	
UNION PLANTERS CORP CUSIP# 908068109 BKR: LEHMAN BROTHERS INC, USA T/D 08/14/01 S/D 08/17/01	1,300 000	46 4610	67 02	46,802 64 60,333 06	13,530 42	
TOTAL ISSUE	1,300.000		67.02	46,802 64 60,333 06	13,530 42	
TOTAL SALES	15,600.000		697 84	473,005 02 623,310.68	150,305 66	

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CAPITAL CHANGES						
AMERICAN GENERAL CORP						
CUSIP# 026351106						
EXCH INTO AMERICAN INTERNATIONAL GROUP I						
T/D 08/31/01 S/D 08/31/01	2,200 000			69,901 04	0 00	
TOTAL ISSUE	2,200.000			69,901.04	0.00	
AT&T CORP LIBERTY MEDIA GRP CL-A						
CUSIP# 001957208						
EXCH TO LIBERTY MEDIA CORP NEW COM SER A						
T/D 08/14/01 S/D 08/14/01	15,000 000			237,225 00	0 00	
TOTAL ISSUE	15,000.000			237,225 00	0 00	
BARRETT RES CORP						
CUSIP# 068480201						
EXCH TO WILLIAMS CO INC CSP 969457100 AT						
T/D 08/06/01 S/D 08/06/01	796 000			34,887 04	0 00	
TOTAL ISSUE	796 000			34,887 04	0.00	
QUAKER OATS COMPANY COMMON						
CUSIP# 747402105						
EXCH INTO PEPSICO INC CU# 713448108 RATE						
T/D 08/06/01 S/D 08/06/01	1,100 000			65,406 01	0 00	
TOTAL ISSUE	1,100.000			65,406.01	0.00	
TOTAL CAPITAL CHANGES	19,096.000			407,419.09	0 00	

COMPTON FOUNDATION
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
CASH IN LIEU OF FRACTIONS						
100TH FRACTS WILLIAMS CO INC						
CUSIP# 969457985						
T/D	S/D 08/10/01	0 000		0 00 17.24	17 24	
TOTAL ISSUE	0.000			0.00 17.24	17 24	
TOTAL CASH IN LIEU OF FRACTIONS	0 000			0.00 17.24	17 24	
TOTAL COMMON STOCK	34,696.000		697.84	880,424 11 623,327.92	150,322 90	
TOTAL EQUITIES	34,696.000		697 84	880,424 11 623,327 92	150,322 90	
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241						
CUSIP# S99995860						
T/D	08/06/01 S/D 08/06/01	17,345 850		17,345.85 17,345 85		
T/D	08/07/01 S/D 08/07/01	31,457 790		31,457 79 31,457 79		
T/D	08/17/01 S/D 08/17/01	232,444 980		232,444 98 232,444 98		
T/D	08/21/01 S/D 08/21/01	4,911 600		4,911.60 4,911.60		

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**BNY
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 THE BANK OF NEW YORK COMPANY, N

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 08/22/01 S/D 08/22/01	6,976.060			6,976 06 6,976 06		
T/D 08/23/01 S/D 08/23/01	5,355 360			5,355 36 5,355 36		
T/D 08/28/01 S/D 08/28/01	16,542 550			16,542 55 16,542 55		
TOTAL ISSUES	315,034.190			315,034.19 315,034 19		
TOTAL SALES	315,034.190			315,034.19 315,034 19		
TOTAL POOLED FUNDS & MUTUAL FUNDS	315,034.190			315,034.19 315,034.19		
TOTAL SHORT TERM INVESTMENTS	315,034.190			315,034.19 315,034.19		
ACCOUNT TOTAL DISPOSITIONS	349,730 190		697.84	1,195,458.30 938,362.11	150,322 90	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
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**BNY
 WESTERN
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A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, N

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
AMBAC FINANCIAL GROUP INC						
CUSIP# 023139108						
BKR: MORGAN STANLEY & CO						
T/D 09/04/01 S/D 09/07/01	1,100 000	59 2500	57 18	63,429 46 65,117 82	1,688 36	
TOTAL ISSUE	1,100 000		57 18	63,429 46 65,117 82	1,688 36	
CANADIAN PAC LTD COM						
CUSIP# 135923100						
BKR SMITH BARNEY INC (SALOMON)						
T/D 09/20/01 S/D 09/25/01	2,000 000	30 0840	102 01	58,100 55 60,067 59	1,967 04	
TOTAL ISSUE	2,000 000		102 01	58,100 55 60,067 59	1,967 04	
LOWES COMPANIES INC COM						
CUSIP# 548661107						
BKR: CAPITAL INSTITUTIONAL SVCS, INC						
T/D 09/04/01 S/D 09/07/01	1,300 000	37 7650	66 64	34,952.26 49,028.90	14,076 64	
TOTAL ISSUE	1,300.000		66.64	34,952 26 49,028 90	14,076 64	
PEPSICO INC COM						
CUSIP# 713448108						
BKR: GOLDMAN, SACHS & CO						
T/D 09/04/01 S/D 09/07/01	2,530 000	47 1090	130 48	65,406 01 119,055 80	53,649 79	
TOTAL ISSUE	2,530.000		130 48	65,406.01 119,055 80	53,649 79	

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
RADIAN GROUP INC CUSIP# 750236101 BKR DEUTSCHE BANC ALEX BROWN INC T/D 09/04/01 S/D 09/07/01	1,700 000	39 5260	87 24	49,108 48 67,107 98	17,999 50	
TOTAL ISSUE	1,700 000		87 24	49,108 48 67,107 98	17,999 50	
SUNGARD DATA SYS INC CUSIP# 867353103 BKR CAPITAL INSTITUTIONAL SVCS, INC T/D 09/04/01 S/D 09/07/01	4,000 000	24 1520	203 23	95,367 50 96,405 17	1,037 67	
TOTAL ISSUE	4,000 000		203.23	95,367 50 96,405 17	1,037 67	
TARGET CORP CUSIP# 87612E106 BKR CAPITAL INSTITUTIONAL SVCS, INC T/D 09/04/01 S/D 09/07/01	1,500 000	34 9040	76 75	53,657 89 52,279 70	(1,378 19)	
TOTAL ISSUE	1,500 000		76 75	53,657 89 52,279 70	(1,378 19)	
WESTVACO CORP COM CUSIP# 961518104 BKR LEHMAN BROTHERS INC, USA T/D 09/06/01 S/D 09/11/01	1,800 000	31 2500	91 88	48,470 40 56,158 12	7,687 72	
TOTAL ISSUE	1,800 000		91 88	48,470 40 56,158 12	7,687 72	
TOTAL SALES	15,930 000		815 41	468,492 55 565,271 08	96,728 53	

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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
CAPITAL CHANGES						
FIRST UNION CORP CUSIP# 337358105 CORP NAME CHANGE TO WACHOVIA CORP 2ND NE T/D 09/06/01 S/D 09/06/01	7,100 000			231,345 02 0 00		
TOTAL ISSUE	7,100.000			231,345 02 0 00		
TOTAL CAPITAL CHANGES	7,100 000			231,345 02 0.00		
CASH IN LIEU OF FRACTIONS						
100TH FRACTS AMERICAN INTERNATIONAL CUSIP# 026874891 T/D S/D 09/18/01	0.000			0 00 58 10	58 10	
TOTAL ISSUE	0.000			0 00 58 10	58 10	
TOTAL CASH IN LIEU OF FRACTIONS	0.000			0 00 58.10	58 10	
TOTAL COMMON STOCK	23,030 000		815.41	699,837 57 565,279 18	96,786 63	
TOTAL EQUITIES	23,030 000		815.41	699,837 57 565,279 18	96,786 63	
SHORT TERM INVESTMENTS POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 09/07/01 S/D 09/07/01	114,136 900			114,136 90 114,136 90		
TOTAL ISSUE	114,136.900			114,136 90 114,136 90		
TOTAL SALES	114,136 900			114,136 90 114,136 90		
TOTAL POOLED FUNDS & MUTUAL FUNDS	114,136 900			114,136 90 114,136 90		
TOTAL SHORT TERM INVESTMENTS	114,136 900			114,136.90 114,136.90		
ACCOUNT TOTAL DISPOSITIONS	137,166 900		815.41	813,974 47 679,416 08	96,786 63	

COMPTON FOUNDATION
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
AGILENT TECHNOLOGIES INC						
CUSIP# 00846U101						
BKR WEEDEN & CO						
T/D 10/02/01 S/D 10/05/01	2,500 000	19 3440	126 62	73,022 09 48,233 63	(24,788 46)	
TOTAL ISSUE	2,500.000		126.62	73,022 09 48,233 63	(24,788 46)	
AVON PRODUCTS INC COM						
CUSIP# 054303102						
BKR: GOLDMAN, SACHS & CO						
T/D 10/22/01 S/D 10/25/01	4,200 000	46 9620	216 58	158,945 28 197,027 60	38,082 32	
TOTAL ISSUE	4,200 000		216 58	158,945 28 197,027 60	38,082 32	
BJ SVCS CO						
CUSIP# 055482103						
BKR: LEHMAN BROTHERS INC, USA						
T/D 10/22/01 S/D 10/25/01	3,600 000	21 7810	182 62	115,147 24 78,229 70	(36,917 54)	
TOTAL ISSUE	3,600 000		182.62	115,147 24 78,229 70	(36,917 54)	
CARDINAL HEALTH INC COM						
CUSIP# 14149Y108						
BKR: CANTOR, FITZGERALD & CO, INC						
T/D 10/22/01 S/D 10/25/01	800 000	74 8700	42 00	38,701 68 59,854 72	21,153 04	
TOTAL ISSUE	800 000		42 00	38,701 68 59,854 72	21,153 04	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
COMERICA INC COM CUSIP# 200340107 BKR KEEFE BRUYETTE & WOODS INC T/D 10/22/01 S/D 10/25/01	1,900 000	44 5560	97 83	119,114 61 84,560 28	(34,554 33)	
TOTAL ISSUE	1,900 000		97 83	119,114 61 84,560 28	(34,554 33)	
DISNEY (WALT) COMPANY HOLDING CO CUSIP# 25468/106 BKR CAPITAL INSTITUTIONAL SVCS, INC T/D 10/22/01 S/D 10/25/01	6,400 000	18 3130	323 91	220,502 40 116,880 57	(103,621 83)	
TOTAL ISSUE	6,400 000		323 91	220,502 40 116,880 57	(103,621 83)	
ENERGIZER HLDGS INC CUSIP# 29266R108 BKR CREDIT SUISSE FIRST BOSTON T/D 10/22/01 S/D 10/25/01	1,600 000	16 3570	80 88	36,879 68 26,091 44	(10,788 24)	
BKR CREDIT SUISSE FIRST BOSTON T/D 10/23/01 S/D 10/26/01	900 000	16 2130	45 49	20,744 82 14,546 57	(6,198 25)	
BKR CREDIT SUISSE FIRST BOSTON T/D 10/24/01 S/D 10/29/01	800 000	15 9140	40 43	18,439 84 12,690 77	(5,749 07)	
TOTAL ISSUE	3,300 000		166 80	76,064 34 53,328 78	(22,735 56)	
MAY DEPARTMENT STORES COMPANY COMMON CUSIP# 577778103						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: DEUTSCHE BANC ALEX BROWN INC T/D 10/02/01 S/D 10/05/01	2,700 000	29 3140	137 64	99,064 60 79,011 78	(20,052 82)	
TOTAL ISSUE	2,700.000		137.64	99,064.60 79,011 78	(20,052 82)	
MBNA CORP CUSIP# 55262L100 BKR: CREDIT SUISSE FIRST BOSTON T/D 10/02/01 S/D 10/05/01	2,600.000	31 1730	132 71	85,650 90 80,918 91	(4,731 99)	
TOTAL ISSUE	2,600 000		132 71	85,650 90 80,918 91	(4,731 99)	
MERCK & CO INC CUSIP# 589331107 BKR: MORGAN STANLEY & CO T/D 10/22/01 S/D 10/25/01	900 000	66 2000	46 99	77,016 05 59,533 01	(17,483 04)	
TOTAL ISSUE	900.000		46.99	77,016.05 59,533 01	(17,483 04)	
PIXAR COM CUSIP# 725811103 BKR: B-TRADE SERVICES LLC T/D 10/22/01 S/D 10/25/01	1,500 000	39.1790	31 96	49,003 41 58,736 69	9,733 28	
BKR: B-TRADE SERVICES LLC T/D 10/23/01 S/D 10/26/01	400 000	38 9680	8 52	13,067 58 15,579 00	2,511 42	
TOTAL ISSUE	1,900.000		40 48	62,070 99 74,315.69	12,244 70	
PROVIDIAN FINL CORP CUSIP# 74406A102						

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR WEEDEN & CO T/D 10/02/01 S/D 10/05/01	2,200 000	20 1500	111 48	121,468 00 44,220 28	(77,247 72)	
TOTAL ISSUE	2,200 000		111 48	121,468 00 44,220.28	(77,247 72)	
VERIZON COMMUNICATIONS INC CUSIP# 92343V104 BKR CAPITAL INSTITUTIONAL SVCS,INC T/D 10/22/01 S/D 10/25/01	2,200 000	51 3450	113 77	117,530 95 112,846 33	(4,684 62)	
TOTAL ISSUE	2,200 000		113 77	117,530 95 112,846 33	(4,684 62)	
ZALE CORP COM CUSIP# 988853106 BKR JONES & ASSOCIATES T/D 10/02/01 S/D 10/05/01	2,200 000	25 7740	111 90	56,265 92 56,591 12	325 20	
TOTAL ISSUE	2,200 000		111 90	56,265 92 56,591 12	325 20	
TOTAL SALES	37,400 000		1,851 33	1,420,565 05 1,145,552 40	(275,012 65)	
CAPITAL CHANGES						
TEXACO INC COM CUSIP# 881694103 EXCH INTO CHEVRONTEXACO CORP CU# 1667641 T/D 10/11/01 S/D 10/11/01	4,000 000			290,203 00 0 00		
TOTAL ISSUE	4,000 000			290,203 00 0 00		

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DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL CAPITAL CHANGES	4,000 000			290,203 00 0 00		
CASH IN LIEU OF FRACTIONS						
100TH FRACTS CHARTER ONE FINL INC CUSIP# 160903985 T/D S/D 10/05/01	0 000			0 00 22 28	22 28	
TOTAL ISSUE	0.000			0 00 22 28	22 28	
TOTAL CASH IN LIEU OF FRACTIONS	0.000			0 00 22.28	22 28	
TOTAL COMMON STOCK	41,400 000		1,851.33	1,710,768 05 1,145,574 68	(274,990 37)	
TOTAL EQUITIES	41,400.000		1,851.33	1,710,768 05 1,145,574 68	(274,990 37)	
ACCOUNT TOTAL DISPOSITIONS	41,400.000		1,851.33	1,710,768 05 1,145,574 68	(274,990 37)	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
ALLSTATE CORP COM CUSIP# 020002101 BKR: CAPITAL INSTITUTIONAL SVCS, INC T/D 11/06/01 S/D 11/09/01	2,200 000	32 3840	112 38	64,090 69 71,134 40	7,043 71	
TOTAL ISSUE	2,200 000		112.38	64,090.69 71,134.40	7,043 71	
ALLTEL CORP COM CUSIP# 020039103 BKR INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/27/01	1,100 000	62 9520	46 31	42,720 40 69,201 66	26,481 26	
TOTAL ISSUE	1,100 000		46 31	42,720 40 69,201 66	26,481 26	
AMEREN CORP CUSIP# 023608102 BKR CREDIT SUISSE FIRST BOSTON T/D 11/19/01 S/D 11/23/01	4,000 000	40 3000	205 38	146,788 90 160,994 62	14,205 72	
TOTAL ISSUE	4,000 000		205 38	146,788 90 160,994 62	14,205 72	
AMSOUTH BANCORPORATION COM CUSIP# 032165102 BKR CREDIT SUISSE FIRST BOSTON T/D 11/19/01 S/D 11/23/01	1,700 000	18 3460	103 04	30,724 10 31,085 67	361 57	

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DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR CREDIT SUISSE FIRST BOSTON T/D 11/20/01 S/D 11/26/01	800 000	18 3020	40 49	14,458 40 14,601 27	142 87	
TOTAL ISSUE	2,500 000		143.53	45,182 50 45,686 94	504.44	
BELLSOUTH CORPORATION CUSIP# 079860102 BKR: WESTMINSTER RESEARCH T/D 11/06/01 S/D 11/09/01	1,600 000	38 2940	82 05	57,929 95 61,189 15	3,259 20	
TOTAL ISSUE	1,600 000		82 05	57,929 95 61,189.15	3,259 20	
C&D TECHNOLOGIES INC CUSIP# 124661109 BKR: BANC OF AMERICA SECURITIES LLC T/D 11/19/01 S/D 11/23/01	900 000	22 6270	45 68	37,302 85 20,319 25	(16,983 60)	
BKR BANC OF AMERICA SECURITIES LLC T/D 11/20/01 S/D 11/26/01	1,500 000	22 0630	76 11	62,171 42 33,019 44	(29,151 98)	
TOTAL ISSUE	2,400.000		121 79	99,474 27 53,338 69	(46,135 58)	
CAMPBELL SOUP COMPANY CUSIP# 134429109 BKR: CAPITAL INSTITUTIONAL SVCS, INC T/D 11/06/01 S/D 11/09/01	700 000	30 9070	35 73	20,994 59 21,599 59	605 00	
BKR MORGAN STANLEY & CO T/D 11/19/01 S/D 11/23/01	1,700 000	29 8120	86 69	50,986 87 50,594 90	(391 97)	

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL ISSUE	2,400 000		122 42	71,981 46 72,194 49	213 03	
CONTINENTAL AIRLS INC CL B CUSIP# 210795308 BKR CAPITAL INSTITUTIONAL SVCS,INC T/D 11/19/01 S/D 11/23/01	1,800 000	21 4240	91 29	87,999 39 38,472 09	(49,527 30)	
TOTAL ISSUE	1,800 000		91 29	87,999 39 38,472 09	(49,527 30)	
CORNING INC COM CUSIP# 219350105 BKR CAPITAL INSTITUTIONAL SVCS,INC T/D 11/19/01 S/D 11/23/01	10,900 000	10 2780	548 74	179,536 06 111,488 00	(68,048 06)	
TOTAL ISSUE	10,900 000		548 74	179,536 06 111,488 00	(68,048 06)	
DST SYS INC DEL CUSIP# 233326107 BKR LEHMAN BROTHERS INC, USA T/D 11/19/01 S/D 11/23/01	1,500 000	47 0280	77 36	88,869 50 70,464 79	(18,404 71)	
TOTAL ISSUE	1,500 000		77 36	88,869 50 70,464 79	(18,404 71)	
DEVON ENERGY CORPORATION NEW CUSIP# 25179M103 BKR INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/27/01	2,400 000	34 0880	98 73	131,045 00 81,713 19	(49,331 81)	
TOTAL ISSUE	2,400 000		98.73	131,045.00 81,713 19	(49,331 81)	

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EOG RES INC CUSIP# 26875P101 BKR: INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/27/01	3,000 000	34 2750	123 43	128,792 10 102,701 57	(26,090 53)	
TOTAL ISSUE	3,000.000		123 43	128,792 10 102,701 57	(26,090 53)	
FLEETBOSTON FINL CORP CUSIP# 339030108 BKR: CAPITAL INSTITUTIONAL SVCS, INC T/D 11/19/01 S/D 11/23/01	2,000 000	36 6820	102 45	77,958 05 73,261 75	(4,696 30)	
TOTAL ISSUE	2,000 000		102 45	77,958 05 73,261 75	(4,696 30)	
GOODRICH CORPORATION CUSIP# 382388106 BKR: JONES & ASSOCIATES T/D 11/21/01 S/D 11/27/01	3,200 000	23 0500	162 46	126,906 32 73,597 54	(53,308 78)	
TOTAL ISSUE	3,200 000		162 46	126,906 32 73,597 54	(53,308 78)	
INTERNATIONAL RECTIFIER CORP COM CUSIP# 460254105 BKR: J P MORGAN INVT MGMT, NEW YORK T/D 11/19/01 S/D 11/23/01	1,200 000	37 7580	61 52	58,357 44 45,248 20	(13,109 24)	
TOTAL ISSUE	1,200.000		61 52	58,357 44 45,248.20	(13,109 24)	
LEXMARK INTERNATIONAL INC CUSIP# 529771107						

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 COMPTON FOUNDATION - MELLON EQUITIES
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 MONTHLY REPORT / TRADE DATE BASIS
 NOVEMBER 01, 2001 - NOVEMBER 30, 2001

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR WEEDEN & CO T/D 11/19/01 S/D 11/23/01	2,000 000	50 6920	103 38	98,152 18 101,280 62	3,128 44	
TOTAL ISSUE	2,000 000		103 38	98,152 18 101,280 62	3,128 44	
LOWES COMPANIES INC COM CUSIPH 548661107 BKR CAPITAL INSTITUTIONAL SVCS, INC T/D 11/06/01 S/D 11/09/01	2,000 000	38 4240	102 57	53,772 71 76,747 23	22,974 52	
TOTAL ISSUE	2,000 000		102 57	53,772 71 76,747 23	22,974 52	
MINNESOTA MINING & MANUFACTURING CO COM CUSIPH 604059105 BKR J P MORGAN INVT MGMT, NEW YORK T/D 11/19/01 S/D 11/23/01	2,200 000	116 0500	118 52	241,088 00 255,191 70	14,103 70	
TOTAL ISSUE	2,200 000		118 52	241,088 00 255,191 70	14,103 70	
NATIONAL CITY CORP CUSIPH 635405103 BKR MORGAN STANLEY & CO T/D 11/19/01 S/D 11/23/01	1,500 000	28 3070	76 42	37,247 43 42,385 13	5,137 70	
TOTAL ISSUE	1,500 000		76.42	37,247 43 42,385 13	5,137 70	
PITNEY BOWES INCORPORATED CUSIPH 724479100						

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: WEEDEN & CO T/D 11/19/01 S/D 11/23/01	1,700 000	39 7540	87 26	62,735 92 67,495 05	4,759 13	
BKR: WEEDEN & CO T/D 11/20/01 S/D 11/26/01	1,500 000	39 5840	76 98	55,355 23 59,300 22	3,944 99	
TOTAL ISSUE	3,200.000		164.24	118,091 15 126,795 27	8,704 12	
QUESTAR CORPORATION COM CUSIP# 748356102 BKR: INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/27/01	4,000 000	23 8530	163 19	75,879 24 95,248 81	19,369 57	
TOTAL ISSUE	4,000 000		163 19	75,879.24 95,248 81	19,369 57	
ROSS STORES INC CUSIP# 778296103 BKR: INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/27/01	5,400 000	28 4340	221 12	89,938 18 153,324 64	63,386 46	
TOTAL ISSUE	5,400.000		221 12	89,938 18 153,324 64	63,386 46	
TARGET CORP CUSIP# 87612E106 BKR: FULCRUM GLOBAL PARTNERS LLC T/D 11/19/01 S/D 11/23/01	3,500 000	37 6080	179 39	125,201 74 131,451 41	6,249 67	
TOTAL ISSUE	3,500.000		179.39	125,201 74 131,451 41	6,249 67	
TELEPHONE & DATA SYSTEMS INC CUSIP# 879433100						

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**BNY
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A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR WEEDEN & CO T/D 11/06/01 S/D 11/09/01	300 000	88 4190	15 89	30,254 51 26,509 81	(3,744 70)	
BKR CREDIT SUISSE FIRST BOSTON T/D 11/19/01 S/D 11/23/01	100 000	92 5200	5 31	10,084 83 9,246 69	(838 14)	
BKR CREDIT SUISSE FIRST BOSTON T/D 11/20/01 S/D 11/26/01	800 000	92 1660	42 46	80,678 68 73,690 66	(6,988 02)	
TOTAL ISSUE	1,200 000		63 66	121,018 02 109,447 16	(11,570 86)	
TUPPERWARE CORP CUSIP# 899896104						
BKR INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/29/01	7,300 000		292 00	145,173 54 151,907 92	6,734 38	
TOTAL ISSUE	7,300 000		292 00	145,173 54 151,907 92	6,734 38	
UNION PLANTERS CORP CUSIP# 908068109						
BKR CAPITAL INSTITUTIONAL SVCS, INC T/D 11/06/01 S/D 11/09/01	800 000	42 2020	41 13	28,801 63 33,720 79	4,919 16	
BKR CREDIT SUISSE FIRST BOSTON T/D 11/19/01 S/D 11/23/01	1,100 000	43 2000	56 59	39,602 23 47,463 41	7,861 18	
TOTAL ISSUE	1,900 000		97 72	68,403 86 81,184 20	12,780 34	
UNITED STATIONERS INC CUSIP# 913004107						

COMPTON FOUNDATION
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DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR: INVESTMENT TECHNOLOGY GROUP, T/D 11/26/01 S/D 11/27/01	4,000 000	28 8240	163 85	125,333 15 115,133 35	(10,199 80)	
TOTAL ISSUE	4,000.000		163 85	125,333 15 115,133 35	(10,199 80)	
WEYERHAEUSER CO COM CUSIP# 962166104 BKR: DEUTSCHE BANC ALEX BROWN INC T/D 11/19/01 S/D 11/23/01	2,000 000	53 9440	103 60	99,431 20 107,785 20	8,354 00	
TOTAL ISSUE	2,000 000		103 60	99,431 20 107,785.20	8,354 00	
ZIONS BANCORP COM CUSIP# 989701107 BKR: JEFFERIES & COMPANY, INC T/D 11/06/01 S/D 11/09/01	2,600 000	49 1510	4 26	146,293 94 127,790 42	(18,503 52)	
BKR: JEFFERIES & COMPANY, INC T/D 11/07/01 S/D 11/13/01	200 000	49 5150	34	11,253 38 9,902 66	(1,350 72)	
TOTAL ISSUE	2,800 000		4 60	157,547 32 137,693 08	(19,854 24)	
TOTAL SALES	85,200 000		3,954 10	2,963,909 75 2,816,262 80	(147,646 95)	
TOTAL COMMON STOCK	85,200 000		3,954.10	2,963,909.75 2,816,262 80	(147,646 95)	
TOTAL EQUITIES	85,200 000		3,954.10	2,963,909 75 2,816,262 80	(147,646 95)	

COMPTON FOUNDATION
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**BNY
 WESTERN
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 11/09/01 S/D 11/09/01	20,579	520		20,579 52 20,579 52		
T/D 11/23/01 S/D 11/23/01	637,235	240		637,235 24 637,235 24		
TOTAL ISSUE	657,814	760		657,814 76 657,814 76		
TOTAL SALES	657,814	760		657,814 76 657,814 76		
TOTAL POOLED FUNDS & MUTUAL FUNDS	657,814	760		657,814 76 657,814 76		
TOTAL SHORT TERM INVESTMENTS	657,814	760		657,814 76 657,814 76		
ACCOUNT TOTAL DISPOSITIONS	743,014	760	3,954 10	3,621,724 51 3,474,077 56	(147,646 95)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - MELLON EQUITIES
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**BNY
 WESTERN
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A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
EQUITIES						
COMMON STOCK						
SALES						
ABBOTT LABORATORIES						
CUSIP# 002824100						
BKR: GOLDMAN, SACHS & CO						
T/D 12/20/01 S/D 12/26/01	1,800 000	55.8800	93 36	91,066 72 100,490 64	9,423 92	
TOTAL ISSUE	1,800 000		93.36	91,066 72 100,490.64	9,423 92	
APACHE CORPORATION COM						
CUSIP# 037411105						
BKR: WACHOVIA SECURITIES INC						
T/D 12/12/01 S/D 12/17/01	2,600 000	46 0300	133 99	124,138 45 119,545 83	(4,592 62)	
TOTAL ISSUE	2,600 000		133 99	124,138 45 119,545 83	(4,592 62)	
DEAN FOODS CO						
CUSIP# 242361103						
BKR: MERGER						
T/D 12/24/01 S/D 12/24/01	1,900 000	21 0000		10,671 56 39,900 00	29,228 44	
TOTAL ISSUE	1,900.000			10,671 56 39,900.00	29,228 44	
EL PASO CORPORATION						
CUSIP# 28336L109						
BKR: BEAR STEARNS & CO INC						
T/D 12/12/01 S/D 12/17/01	1,800 000	37 3750	56 25	123,278 96 67,218 75	(56,060 21)	
TOTAL ISSUE	1,800.000		56.25	123,278.96 67,218.75	(56,060 21)	

COMPTON FOUNDATION
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
FORD MOTOR CO DEL CUSIP# 345370360 BKR: CAPITAL INSTITUTIONAL SVCS,INC T/D 12/20/01 S/D 12/26/01	6,100 000	15 3550	308 13	159,075 98 93,357 37	(65,718 61)	
TOTAL ISSUE	6,100 000		308 13	159,075 98 93,357 37	(65,718 61)	
GENERAL MILLS INC COM CUSIP# 370334104 BKR: CAPITAL INSTITUTIONAL SVCS,INC T/D 12/20/01 S/D 12/26/01	1,500 000	51 0000	77 55	65,849 75 76,422 45	10,572 70	
TOTAL ISSUE	1,500 000		77 55	65,849 75 76,422 45	10,572 70	
HONEYWELL INTL INC CUSIP# 438516106 BKR BOSTON INSTITUTIONAL SVCS INC T/D 12/12/01 S/D 12/17/01	1,700 000	33 3460	86 89	53,873 34 56,602 84	2,729 50	
TOTAL ISSUE	1,700 000		86 89	53,873 34 56,602 84	2,729 50	
KROGER COMPANY COMMON CUSIP# 501044101 BKR BANC OF AMERICA SECURITIES LLC T/D 12/20/01 S/D 12/26/01	1,900 000	20 1000	96 28	47,503 72 38,093 72	(9,410 00)	
BKR BANC OF AMERICA SECURITIES LLC T/D 12/20/01 S/D 12/26/01	3,800 000	20 0940	192 55	95,007 45 76,167 69	(18,839 76)	
TOTAL ISSUE	5,700 000		288.83	142,511 17 114,261 41	(28,249 76)	

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
NOBLE DRILLING CORP COM CUSIP# 655042109 BKR: WEEDEN & CO T/D 12/20/01 S/D 12/26/01	1,100 000	32 5790	56 20	48,677 12 35,781 14	(12,895.98)	
TOTAL ISSUE	1,100.000		56 20	48,677 12 35,781 14	(12,895 98)	
PARKER HANNIFIN CORP CUSIP# 701094104 BKR: MORGAN STANLEY & CO T/D 12/20/01 S/D 12/26/01	2,400 000	45 9680	123 68	107,305 44 110,200 48	2,895 04	
BKR: MORGAN STANLEY & CO T/D 12/20/01 S/D 12/26/01	100 000	46 0600	5 16	4,471 06 4,600 84	129 78	
TOTAL ISSUE	2,500 000		128 84	111,776 50 114,801 32	3,024 82	
PERKINELMER INC CUSIP# 714046109 BKR: GOLDMAN, SACHS & CO T/D 12/20/01 S/D 12/26/01	1,700 000	32 6340	86 85	68,533 00 55,390 95	(13,142 05)	
TOTAL ISSUE	1,700 000		86 85	68,533.00 55,390 95	(13,142 05)	
QWEST COMMUNICATIONS INTL INC CUSIP# 749121109 BKR: CAPITAL INSTITUTIONAL SVCS, INC T/D 12/20/01 S/D 12/26/01	3,312 000	13.5000	167 10	94,022 49 44,547 55	(49,474 94)	
TOTAL ISSUE	3,312.000		167.10	94,022 49 44,547 55	(49,474 94)	

COMPTON FOUNDATION
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
STARWOOD HOTELS & RESORTS WORLDWIDE INC						
CUSIP# 85590A203						
BKR GOLDMAN, SACHS & CO						
T/D 12/20/01 S/D 12/26/01	1,300 000	28 5030	66 24	30,322 86 36,987 92	6,665 06	
BKR GOLDMAN, SACHS & CO						
T/D 12/20/01 S/D 12/26/01	600 000	28 5000	30 58	13,995 17 17,069 54	3,074 37	
TOTAL ISSUE	1,900 000		96 82	44,318 03 54,057 46	9,739 43	
USA NETWORKS INC						
CUSIP# 902984103						
BKR J P MORGAN INVT MGMT, NEW YORK						
T/D 12/20/01 S/D 12/26/01	1,700 000	26 3590	1 50	35,176 42 44,808 80	9,632 38	
TOTAL ISSUE	1,700 000		1 50	35,176 42 44,808 80	9,632 38	
TOTAL SALES	35,312.000		1,582 31	1,172,969 49 1,017,186 51	(155,782 98)	
CAPITAL CHANGES						
DEAN FOODS CO						
CUSIP# 242361103						
CASH MERGER AT \$ 21 PER SH + NEW STOCK						
T/D S/D	0 000			54,442 00 0 00		
TOTAL ISSUE	0 000			54,442 00 0 00		
SUIZA FOODS CORP						
CUSIP# 865077101						

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DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
CORP NAME CHANGE TO DEAN FOODS CO NEW T/D 12/27/01 S/D 12/27/01	3,200.000			127,436 59 0 00		
TOTAL ISSUE	3,200.000			127,436 59 0 00		
TOTAL CAPITAL CHANGES	3,200 000			181,878 59 0.00		
CASH IN LIEU OF FRACTIONS						
DEAN FOODS CO NEW CUSIP# 242370104 T/D S/D 12/28/01	0.000			0 00 7 04	7 04	
TOTAL ISSUE	0.000			0.00 7.04	7.04	
TOTAL CASH IN LIEU OF FRACTIONS	0 000			0.00 7.04	7 04	
TOTAL COMMON STOCK	38,512.000		1,582.31	1,354,848.08 1,017,193.55	(155,775.94)	
TOTAL EQUITIES	38,512.000		1,582.31	1,354,848 08 1,017,193 55	(155,775 94)	
SHORT TERM INVESTMENTS POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						

COMPTON FOUNDATION
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**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION				UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D	12/17/01	S/D	12/17/01	41,717	150		41,717 15 41,717 15		
T/D	12/27/01	S/D	12/27/01	28,777	500		28,777 50 28,777 50		
TOTAL ISSUE				70,494	650		70,494 65 70,494 65		
TOTAL SALES				70,494	650		70,494 65 70,494 65		
TOTAL POOLED FUNDS & MUTUAL FUNDS				70,494	650		70,494 65 70,494 65		
TOTAL SHORT TERM INVESTMENTS				70,494	650		70,494 65 70,494 65		
ACCOUNT TOTAL DISPOSITIONS				109,006	650	1,582.31	1,425,342 73 1,087,688.20	(155,775 94)	

The Compton Foundation
 #94-3142932
 Form 990-PF, year ended 12/31/01

GAINS AND LOSSES FROM SALES OF SECURITIES
 PORTFOLIO METWEST

		Cost	Proceeds	Gain	Loss
January	Sales	4,000,374 69	4,030,275 25	29,900 56	
February	Sales	658,230 91	654,676 22		3,554 69
March	Sales	6,546,613 09	6,771,326 23	224,713 14	
April	Sales	6,250,083 09	6,264,178 59	14,095 50	
May	Sales	3,505,807 38	3,504,720 38		1,087 00
June	Sales	3,131,810 62	3,131,810 62		
July	Sales	2,274,062 15	2,274,062 15		
August	Sales	4,572,974 16	4,593,150 57	20,176 41	
September	Sales	5,801,337 15	5,838,359 41	37,022 26	
October	Sales	5,714,477 87	5,718,117 67	3,639 80	
November	Sales	6,857,570 28	6,978,751 33	121,181 05	
December	Sales	8,479,814 49	8,454,083 30		25,731 19
January	Paydowns	30,076 25	30,139 24	62 99	
February	Paydowns	39,212 59	39,458 22	245 63	
March	Paydowns	33,956 16	34,422 68	466 52	
April	Paydowns	35,260 09	35,901 06	640 97	
May	Paydowns	42,209 75	42,821 39	611 64	
June	Paydowns	70,122 15	70,576 82	454 67	
July	Paydowns	345,132 83	343,564 53		1,568 30
August	Paydowns	190,574 36	191,038 45	464 09	
September	Paydowns	483,496 48	470,577 68		12,918 80
October	Paydowns	-71,773 54	-58,039 93	13,733 61	
November	Paydowns	156,586 49	156,421 82		164 67
December	Paydowns	232,159 16	232,279 35	120 19	
Totals		59,380,168 65	59,802,673 03	467,529 03	45,024 65
				(45,024 65)	
				<u>422,504 38</u>	

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
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**BNY
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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
FIXED INCOME INVESTMENTS						
GOVERNMENT BONDS						
SALES						
U S TREASURY BONDS INFL INDX 3 875 DUE 04/15/29 CUSIP# 912810FH6 ISSUED 04/15/99 BKR GOLDMAN, SACHS & CO T/D 12/29/00 S/D 01/03/01	500,000 000			514,503 38 542,388 31	27,884 93	4,507 26
TOTAL ISSUE	500,000 000			514,503 38 542,388 31	27,884 93	4,507 26
U S TREASURY NOTES 7 000 DUE 07/15/06 CUSIP# 912827Y55 ISSUED 07/15/96 BKR DEUTSCHE BANC ALEX BROWN INC T/D 01/24/01 S/D 01/26/01	430,000 000	108 7810		465,743 75 467,759 38	2,015 63	914 64
TOTAL ISSUE	430,000 000			465,743 75 467,759 38	2,015 63	914 64
TOTAL SALES	930,000 000			980,247 13 1,010,147 69	29,900 56	5,421 90
TOTAL GOVERNMENT BONDS	930,000 000			980,247 13 1,010,147 69	29,900 56	5,421 90
TOTAL FIXED INCOME INVESTMENTS	930,000 000			980,247 13 1,010,147 69	29,900 56	5,421 90

SHORT TERM INVESTMENTS
POOLED FUNDS & MUTUAL FUNDS

SALES

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 01/11/01 S/D 01/11/01	797,563	780		797,563 78 797,563 78		
T/D 01/11/01 S/D 01/11/01	40,000	000		40,000 00 40,000 00		
T/D 01/17/01 S/D 01/17/01	160,000	000		160,000 00 160,000 00		
T/D 01/30/01 S/D 01/30/01	235,000	000		235,000 00 235,000 00		
T/D 01/31/01 S/D 01/31/01	990,000	000		990,000 00 990,000 00		
TOTAL ISSUE	2,222,563	780		2,222,563 78 2,222,563 78		
TOTAL SALES	2,222,563	780		2,222,563 78 2,222,563 78		
TOTAL POOLED FUNDS & MUTUAL FUNDS	2,222,563	780		2,222,563.78 2,222,563 78		
U S AGENCIES						
SALES						
FEDERAL HOME LN MTG CORP DISC NTS DUE 01/30/01 CUSIP# 313397BF7 ISSUED 01/30/00						
T/D 01/30/01 S/D 01/30/01	800,000	000	100 0000	797,563 78 797,563 78		2,436 22
TOTAL ISSUE	800,000.000			797,563 78 797,563.78		2,436 22

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DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL SALES	800,000 000			797,563 78 797,563 78		2,436 22
TOTAL U S AGENCIES	800,000 000			797,563 78 797,563 78		2,436 22
TOTAL SHORT TERM INVESTMENTS	3,022,563 780			3,020,127 56 3,020,127 56		2,436 22
ACCOUNT TOTAL DISPOSITIONS	3,952,563 780			4,000,374 69 4,030,275 25	29,900 56	7,858 12

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 ACCOUNT NUMBER 000367428
 MONTHLY REPORT / TRADE DATE BASIS
 FEBRUARY 01, 2001 - FEBRUARY 28, 2001

000576

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
FIXED INCOME INVESTMENTS						
GOVERNMENT BONDS						
SALES						
GNMA 30 YR SF 6 50% FEB TBA 6 500 DUE 02/15/31 CUSIP# 38499P9D6 ISSUED 01/22/01 BKR: PAIR OFF ONLY FIRST BOSTON T/D 02/14/01 S/D 02/20/01	500,000	000		500,230.91 496,676.22	(3,554.69)	
TOTAL ISSUE	500,000.000			500,230.91 496,676.22	(3,554.69)	
TOTAL SALES	500,000.000			500,230.91 496,676.22	(3,554.69)	
TOTAL GOVERNMENT BONDS	500,000.000			500,230.91 496,676.22	(3,554.69)	
TOTAL FIXED INCOME INVESTMENTS	500,000.000			500,230.91 496,676.22	(3,554.69)	
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860 T/D 02/15/01 S/D 02/15/01	111,000	000		111,000.00 111,000.00		
T/D 02/22/01 S/D 02/22/01	15,000	000		15,000.00 15,000.00		

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 FEBRUARY 01, 2001 - FEBRUARY 28, 2001

000577

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 02/28/01 S/D 02/28/01	32,000 000			32,000 00 32,000 00		
TOTAL ISSUE	158,000 000			158,000 00 158,000 00		
TOTAL SALES	158,000.000			158,000 00 158,000 00		
TOTAL POOLED FUNDS & MUTUAL FUNDS	158,000 000			158,000 00 158,000 00		
TOTAL SHORT TERM INVESTMENTS	158,000 000			158,000.00 158,000 00		
ACCOUNT TOTAL DISPOSITIONS	658,000.000			658,230 91 654,676.22	(3,554 69)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

000411

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
FIXED INCOME INVESTMENTS						
CORPORATE BONDS						
SALES						
GE CAP MTG SVCS INC 7 500 DUE 08/25/21 CUSIP# 36157BAH3 ISSUED 01/01/00 BKR LEHMAN-LBI T/D 03/27/01 S/D 03/28/01	1,465,819 420			1,413,542 32 1,504,297 19	90,754 87	8,245 23
ORIGINAL FACE 1,500,000 000						
TOTAL ISSUE	1,465,819 420			1,413,542 32 1,504,297 19	90,754 87	8,245 23
SKANDANAVISKA DUE 03/29/49 CUSIP# W8180CDA8 ISSUED 03/29/96 T/D 03/29/01 S/D 03/29/01	1,000,000 000			1,004,000 00 1,000,000 00	(4,000 00)	
TOTAL ISSUE	1,000,000 000			1,004,000 00 1,000,000 00	(4,000 00)	
TOTAL SALES	2,465,819 420			2,417,542 32 2,504,297 19	86,754 87	8,245 23
TOTAL CORPORATE BONDS	2,465,819 420			2,417,542 32 2,504,297 19	86,754 87	8,245 23
GOVERNMENT BONDS						
SALES						
CNMA 30YR SF 6 5% MAR TBA 6 500 DUE 03/15/31 CUSIP# 38499Q9D4 ISSUED 02/07/01						

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR PAIR OFF ONLY FIRST BOSTON T/D 02/22/01 S/D 03/22/01	500,000 000			496,270 83 497,052 08	781 25	
TOTAL ISSUE	500,000 000			496,270 83 497,052 08	781 25	
U S TREASURY BONDS INFL INDX 3 875 DUE 04/15/29 CUSIP# 912810FH6 ISSUED 04/15/99 BKR MORGAN STANLEY & CO T/D 03/28/01 S/D 03/29/01	420,080 000			411,602 71 452,537 06	40,934 35	7,479 14
ORIGINAL FACE 400,000 000						
TOTAL ISSUE	420,080 000			411,602 71 452,537 06	40,934 35	7,479 14
U S TREAS INFL IDX NOTE 3 375 DUE 01/15/07 CUSIP# 9128272M3 ISSUED 01/15/97 BKR BEAR STEARNS & CO T/D 03/28/01 S/D 03/29/01	153,792 800			149,401 85 155,827 38	6,425 53	1,052 41
ORIGINAL FACE 140,000 000						
BKR SBC WARBURG DILLON READ INC T/D 03/28/01 S/D 03/29/01	395,467 200			384,176 20 400,667 91	16,491 71	2,706 20
ORIGINAL FACE 360,000 000						
TOTAL ISSUE	549,260.000			533,578 05 556,495 29	22,917 24	3,758 61
U S TREASURY BONDS 11 250 DUE 02/15/15 CUSIP# 912810DPO ISSUED 02/15/85						

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

000413

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR DEUTSCHE MORGAN GRENFELL(FED) T/D 03/27/01 S/D 03/28/01	569,000 000			815,092 50 888,417 93	73,325 43	7,250 03
TOTAL ISSUE	569,000 000			815,092 50 888,417 93	73,325 43	7,250 03
TOTAL SALES	2,038,340 000			2,256,544 09 2,394,502 36	137,958 27	18,487 78
TOTAL GOVERNMENT BONDS	2,038,340 000			2,256,544 09 2,394,502 36	137,958 27	18,487 78
TOTAL FIXED INCOME INVESTMENTS	4,504,159 420			4,674,086 41 4,898,799 55	224,713 14	26,733 01
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP# S99995860						
T/D 03/07/01 S/D 03/07/01	200,000 000			200,000 00 200,000 00		
T/D 03/09/01 S/D 03/09/01	10,000 000			10,000 00 10,000 00		
T/D 03/14/01 S/D 03/14/01	15,000 000			15,000 00 15,000 00		
T/D 03/15/01 S/D 03/15/01	100,000 000			100,000 00 100,000 00		
T/D 03/28/01 S/D 03/28/01	1,195,244 000			1,195,244 00 1,195,244 00		

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

000414

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 03/29/01 S/D 03/29/01	29,000	000		29,000 00 29,000 00		
T/D 03/29/01 S/D 03/29/01	151,754	110		151,754 11 151,754 11		
T/D 03/30/01 S/D 03/30/01	171,528	570		171,528 57 171,528 57		
TOTAL ISSUE	1,872,526	680		1,872,526 68 1,872,526 68		
TOTAL SALES	1,872,526	680		1,872,526 68 1,872,526.68		
TOTAL POOLED FUNDS & MUTUAL FUNDS	1,872,526	680		1,872,526 68 1,872,526 68		
TOTAL SHORT TERM INVESTMENTS	1,872,526	680		1,872,526 68 1,872,526 68		
ACCOUNT TOTAL DISPOSITIONS	6,376,686	100		6,546,613.09 6,771,326 23	224,713 14	26,733 01

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 APRIL 01, 2001 - APRIL 30, 2001

004551

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
FIXED INCOME INVESTMENTS						
GOVERNMENT BONDS						
SALES						
U S TREASURY NOTES TRSY INFL INDX 3 875 DUE 01/15/09 CUSIPH 9128274Y5 ISSUED 01/15/99 BKR DRESDNER SECS FED T/D 04/03/01 S/D 04/04/01	360,825 000			363,843 54 377,939 04	14,095 50	3 071 04
ORIGINAL FACE	340,000 000					
TOTAL ISSUE	360,825 000			363,843 54 377,939 04	14,095 50	3,071 04
FEDERAL NATL MTGE ASSN DISCOUNT NT DUE 04/27/01 CUSIPH 313589EW9 ISSUED 04/27/00 T/D 04/27/01 S/D 04/27/01	350,000 000	100 0000		348,911 01 348,911 01		1 088 99
TOTAL ISSUE	350,000 000			348,911 01 348,911 01		1 088 99
TOTAL SALES	710,825 000			712,754 55 726,850 05	14,095 50	4,160 03
TOTAL GOVERNMENT BONDS	710,825 000			712,754 55 726,850 05	14,095 50	4,160 03
TOTAL FIXED INCOME INVESTMENTS	710,825 000			712,754 55 726,850 05	14,095 50	4,160 03
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 APRIL 01, 2001 - APRIL 30, 2001

004552

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
NATIONS CASH RESERVE INVESTOR CL ED #241						
CUSIP# S99995860						
T/D 04/02/01 S/D 04/02/01	235,047 540			235,047 54 235,047 54		
T/D 04/04/01 S/D 04/04/01	348,911 010			348,911 01 348,911 01		
T/D 04/05/01 S/D 04/05/01	90,000 000			90,000 00 90,000 00		
T/D 04/06/01 S/D 04/06/01	369,737 050			369,737 05 369,737 05		
T/D 04/10/01 S/D 04/10/01	15,000 000			15,000 00 15,000 00		
T/D 04/16/01 S/D 04/16/01	199,342 670			199,342 67 199,342 67		
T/D 04/17/01 S/D 04/17/01	241,204 070			241,204 07 241,204 07		
T/D 04/26/01 S/D 04/26/01	1,196,766 000			1,196,766 00 1,196,766 00		
T/D 04/27/01 S/D 04/27/01	100,000 000			100,000 00 100,000 00		
T/D 04/27/01 S/D 04/27/01	348,852 870			348,852 87 348,852 87		
TOTAL ISSUE	3,144,861 210			3,144,861 21 3,144,861.21		
TOTAL SALES	3,144,861 210			3,144,861 21 3,144,861 21		
TOTAL POOLED FUNDS & MUTUAL FUNDS	3,144,861 210			3,144,861 21 3,144,861 21		

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 APRIL 01, 2001 - APRIL 30, 2001

004553

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
COMMERCIAL PAPER						
SALES						
GENERAL ELEC CAP CORP DISC C/P CPDS DUE 04/26/01 CUSIP# 36959HRS8 ISSUED 02/14/01 T/D 04/26/01 S/D 04/26/01	1,200,000 000	100 0000		1,195,244 00 1,195,244 00		4,756 00
TOTAL ISSUE	1,200,000 000			1,195,244 00 1,195,244 00		4,756 00
TOTAL SALES	1,200,000 000			1,195,244 00 1,195,244 00		4,756 00
TOTAL COMMERCIAL PAPER	1,200,000 000			1,195,244 00 1,195,244 00		4,756 00
U S AGENCIES						
SALES						
FEDERAL NATL MIGE ASSN DISCOUNT NT DUE 04/16/01 CUSIP# 313589EK5 ISSUED 04/21/00 BKR MERRILL LYNCH FIXED INCOME OPS T/D 04/06/01 S/D 04/06/01	200,000 000			199,722 22 199,722 22		
T/D 04/16/01 S/D 04/16/01	1,000,000 000	100 0000		997,501 11 997,501 11		2 498 89
TOTAL ISSUE	1,200,000 000			1,197,223 33 1,197,223 33		2,498 89
TOTAL SALES	1,200,000 000			1,197,223 33 1,197,223 33		2,498 89

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 APRIL 01, 2001 - APRIL 30, 2001

004554

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
TOTAL U S AGNCIES	1,200,000 000			1,197,223.33 1,197,223 33		2,498 89
TOTAL SHORT TERM INVESTMENTS	5,544,861 210			5,537,328.54 5,537,328 54		7,254 89
ACCOUNT TOTAL DISPOSITIONS	6,255,686 210			6,250,083 09 6,264,178 59	14,095 50	11,414 92

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MAY 01, 2001 - MAY 31, 2001

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK CORP.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
FIXED INCOME INVESTMENTS						
GOVERNMENT BONDS						
SALES						
U S TREASURY NOTES						
7 000 DUE 07/15/06						
CUSIP# 912827Y55 ISSUED 07/15/96						
BKR MERRILL LYNCH GOVERNMENT						
T/D 05/30/01	S/D 06/01/01	430,000 000		465,743 75 464,819 92	(923 83)	11 391 44
TOTAL ISSUE		430,000 000		465,743 75 464,819 92	(923 83)	11,391 44
FNMA 30 YR 6% JUN TBA						
DUE 06/01/31						
CUSIP# 30299T9C9 ISSUED 04/26/01						
BKR SALOMON BROTHERS INC						
T/D 05/10/01	S/D 06/13/01	45,000 000		43,680 23 43,817 34	137 11	
TOTAL ISSUE		45,000 000		43,680 23 43,817 34	137 11	
FEDERAL NAT'L MTGE ASSN POOL # 418614						
6 000 DUE 03/01/28						
CUSIP# 31379CAP7 ISSUED 03/01/98						
BKR SALOMON BROTHERS INC						
T/D 04/26/01	S/D 05/14/01	30,260 000	97 4370	22,002 38 21,858 67	(143 71)	48 61
TOTAL ISSUE		30,260 000		22,002 38 21,858 67	(143 71)	48 61
FEDERAL NAT'L MTGE ASSN POOL# 407361						
6 000 DUE 03/01/28						
CUSIP# 31378SQN0 ISSUED 03/01/98						

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MAY 01, 2001 - MAY 31, 2001

000992

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
BKR SALOMON BROTHERS INC						
T/D 04/26/01 S/D 05/14/01	29,436 000	97 4370		23,970 38 23,813 81	(156 57)	52 95
TOTAL ISSUE	29,436 000			23,970 38 23,813 81	(156 57)	52 95
TOTAL SALES	534,696 000			555,396 74 554,309 74	(1,087 00)	11,493 00
TOTAL GOVERNMENT BONDS	534,696 000			555,396 74 554,309 74	(1,087 00)	11,493 00
TOTAL FIXED INCOME INVESTMENTS	534,696 000			555,396 74 554,309 74	(1,087 00)	11,493 00
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
NATIONS CASH RESERVE INVESTOR CL FD #241						
CUSIP# S99995860						
T/D 05/02/01 S/D 05/02/01	29,000 000			29,000 00 29,000 00		
T/D 05/03/01 S/D 05/03/01	11 980			11 98 11 98		
T/D 05/09/01 S/D 05/09/01	100,000 000			100,000 00 100,000 00		
T/D 05/10/01 S/D 05/10/01	15,000 000			15,000 00 15,000 00		
T/D 05/14/01 S/D 05/14/01	20,000 000			20,000 00 20,000 00		

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MAY 01, 2001 - MAY 31, 2001

000993

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 05/18/01 S/D 05/18/01	1,000 000			1,000 00 1,000 00		
T/D 05/18/01 S/D 05/18/01	80,000 000			80,000 00 80,000 00		
T/D 05/21/01 S/D 05/21/01	421,360 840			421,360 84 421,360 84		
T/D 05/24/01 S/D 05/24/01	80,000 000			80,000 00 80,000 00		
T/D 05/25/01 S/D 05/25/01	15,000 000			15,000 00 15,000 00		
T/D 05/30/01 S/D 05/30/01	45,001 840			45,001 84 45,001 84		
TOTAL ISSUE	806,374 660			806,374 66 806,374 66		
TOTAL SALES	806,374 660			806,374 66 806,374 66		
TOTAL POOLED FUNDS & MUTUAL FUNDS	806,374 660			806,374 66 806,374 66		
COMMERCIAL PAPER						
SALES						
ALUMINUM COMPANY OF AMERICA CPDS DUE 05/10/01 CUSIP# 02225ASA1 ISSUED 04/03/01 BKR: CREDIT SUISSE FIRST BOSTON						
T/D 05/01/01 S/D 05/01/01	200,000 000			199,342 67 199,342 67		427 33
TOTAL ISSUE	200,000 000			199,342 67 199,342 67		427 33

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
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 MAY 01, 2001 - MAY 31, 2001

000994

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
GENERAL ELEC CAP CORP DISC C/P CPDS DUE 05/18/01 CUSIPH# 36959HSJ7 ISSUED 08/22/00 BKR LEHMAN COMMERCIAL PAPER INC T/D 05/15/01 S/D 05/15/01	200,000 000			199,930 00 199,930 00		
T/D 05/18/01 S/D 05/18/01	1,000,000 000	100 0000		996,836 00 996,836 00		3 164 00
TOTAL ISSUE	1,200,000 000			1,196,766 00 1,196,766 00		3,164 00
GENERAL MTRS ACCEP CORP C/P CPDS DUE 05/24/01 CUSIPH# 37042DSQ7 ISSUED 02/22/01 T/D 05/24/01 S/D 05/24/01	350,000 000	100 0000		348,852 87 348,852 87		1,147 13
TOTAL ISSUE	350,000 000			348,852 87 348,852 87		1,147 13
WALT DISNEY CO DISC C/P CPDS DUE 05/03/01 CUSIPH# 2546ROS35 ISSUED 04/16/01 BKR CREDIT SUISSE FIRST BOSTON T/D 05/01/01 S/D 05/01/01	400,000 000			399,074 44 399,074 44		821 78
TOTAL ISSUE	400,000 000			399,074 44 399,074 44		821 78
TOTAL SALES	2,150,000 000			2,144,035 98 2,144,035 98		5,560 24
TOTAL COMMERCIAL PAPER	2,150,000 000			2,144,035 98 2,144,035 98		5,560 24
TOTAL SHORT TERM INVESTMENTS	2,956,374 660			2,950,410 64 2,950,410 64		5,560 24

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MAY 01, 2001 - MAY 31, 2001

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
ACCOUNT TOTAL DISPOSITIONS	3,491,070 660			3,505,807 38 3,504,720 38	(1,087 00)	17,053 24

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 JUNE 01, 2001 - JUNE 30, 2001

000249

**BNY
 WESTERN
 TRUST
 COMPANY**
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
THE BANK OF NEW YORK CASH RESERVE						
CUSIP# S87599610						
T/D 06/26/01	S/D 06/26/01	1,804,876	460	1,804,876	46	
				1,804,876	46	
T/D 06/29/01	S/D 06/29/01	172	470	172	47	
				172	47	
TOTAL ISSUE		1,805,048	930	1,805,048	93	
				1,805,048	93	
NATIONS CASH RESERVE INVESTOR CL FD #241						
CUSIP# S99995860						
T/D 06/01/01	S/D 06/01/01	119,500	000	119,500	00	
				119,500	00	
T/D 06/11/01	S/D 06/11/01	21,500	000	21,500	00	
				21,500	00	
T/D 06/13/01	S/D 06/13/01	15,000	000	15,000	00	
				15,000	00	
T/D 06/14/01	S/D 06/14/01	30,000	000	30,000	00	
				30,000	00	
T/D 06/18/01	S/D 06/18/01	287,821	910	287,821	91	
				287,821	91	
T/D 06/21/01	S/D 06/21/01	30,000	000	30,000	00	
				30,000	00	

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 JUNE 01, 2001 - JUNE 30, 2001

000250

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 06/27/01 S/D 06/27/01	798,939 780			798,939 78 798,939 78		
T/D 06/29/01 S/D 06/29/01	24,000 000			24,000 00 24,000 00		
TOTAL ISSUE	1,326,761 690			1,326,761 69 1,326,761 69		
TOTAL SALES	3,131,810 620			3,131,810 62 3,131,810 62		
TOTAL POOLED FUNDS & MUTUAL FUNDS	3,131,810 620			3,131,810 62 3,131,810 62		
TOTAL SHORT TERM INVESTMENTS	3,131,810 620			3,131,810 62 3,131,810 62		
ACCOUNT TOTAL DISPOSITIONS	3,131,810.620			3,131,810 62 3,131,810 62		

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 JULY 01, 2001 - JULY 31, 2001

001759

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK CO.

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
SHORT TERM INVESTMENTS						
POOLED FUNDS & MUTUAL FUNDS						
SALES						
THE BANK OF NEW YORK CASH RESERVE						
CUSIP# SB7599610						
T/D 07/02/01 S/D 07/02/01	7,008 630			7,008 63 7,008 63		
T/D 07/03/01 S/D 07/03/01	2,137 760			2,137 76 2,137 76		
T/D 07/06/01 S/D 07/06/01	90,000 000			90,000 00 90,000 00		
T/D 07/09/01 S/D 07/09/01	7,927 440			7,927 44 7,927 44		
T/D 07/11/01 S/D 07/11/01	2,367 780			2,367 78 2,367 78		
T/D 07/13/01 S/D 07/13/01	802 080			802 08 802 08		
T/D 07/16/01 S/D 07/16/01	49,889 370			49,889 37 49,889 37		
T/D 07/18/01 S/D 07/18/01	1,059 970			1,059 97 1,059 97		
T/D 07/19/01 S/D 07/19/01	19,618 750			19,618 75 19,618 75		
T/D 07/24/01 S/D 07/24/01	89,948 400			89,948 40 89,948 40		

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 JULY 01, 2001 - JULY 31, 2001

001760

**BNY
 WESTERN
 TRUST
 COMPANY**
A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
T/D 07/25/01 S/D 07/25/01	25,445	170		25,445 17 25,445 17		
T/D 07/26/01 S/D 07/26/01	1,996	940		1,996 94 1,996 94		
T/D 07/30/01 S/D 07/30/01	7,173	610		7,173 61 7,173 61		
TOTAL ISSUE	305,375	900		305,375 90 305,375 90		
NATIONS CASH RESERVE INVESTOR CL FD #241						
CUSIP# S99995860						
T/D 07/05/01 S/D 07/05/01	90,080	340		90,080 34 90,080 34		
T/D 07/05/01 S/D 07/05/01	90,000	000		90,000 00 90,000 00		
T/D 07/12/01 S/D 07/12/01	7,000	000		7,000 00 7,000 00		
T/D 07/23/01 S/D 07/23/01	86,407	100		86,407 10 86,407 10		
T/D 07/23/01 S/D 07/23/01	80,000	000		80,000 00 80,000 00		
T/D 07/27/01 S/D 07/27/01	498,961	.110		498,961 11 498,961 11		
T/D 07/31/01 S/D 07/31/01	18,100	000		18,100 00 18,100 00		
TOTAL ISSUE	870,548	550		870,548 55 870,548 55		
TOTAL SALES	1,175,924	450		1,175,924 45 1,175,924 45		

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY INC.

001761

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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TOTAL POOLED FUNDS & MUTUAL FUNDS 1,175,924 45 1,175,924 45

COMMERCIAL PAPER

SALES

ALUMINUM COMPANY OF AMERICA CPDS

DUE 07/13/01

CUSIP# 02225AUD2 ISSUED 06/18/01

I/D 07/13/01 S/D 07/13/01

300,000 000 100 0000

300,000 000

299,197.92

802 08

TOTAL ISSUE

GENERAL ELEC CAP CORP DISC C/P CPDS

DUE 07/09/01

CUSIP# 36959HU96 ISSUED 02/23/01

T/D 07/09/01 S/D 07/09/01

800,000 000 100 0000

800,000 000

798,939.78

1,060 22

TOTAL ISSUE

TOTAL SALES

1,100,000 000

1,098,137.70

1,862 30

TOTAL COMMERCIAL PAPER

1,100,000 000

1,098,137.70

1,862 30

TOTAL SHORT TERM INVESTMENTS

2,275,924 450

2,274,062.15

1,862 30

ACCOUNT TOTAL DISPOSITIONS

2,275,924 450

2,274,062.15

1,862 30

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

000568

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FIXED INCOME INVESTMENTS

CORPORATE BONDS

SALES

WORLD COM INC CA NEW
 3 742 DUE 11/26/01
 CUSIP# 98157DAA6 ISSUED 05/24/00
 BRK: BEAR STEARNS SECURITIES CORP
 T/D 08/21/01 S/D 08/24/01

TOTAL ISSUE

750,000.000

3,150 00

TOTAL SALES

750,000 000

3,150 00

TOTAL CORPORATE BONDS

750,000.000

3,150 00

GOVERNMENT BONDS

SALES

U S TREASURY NOTES
 5 625 DUE 05/15/08
 CUSIP# 9128274F6 ISSUED 05/15/98
 BRK: BEAR STEARNS & CO
 T/D 08/28/01 S/D 08/31/01

TOTAL ISSUE

240,000 000

3,925 27

U S TREASURY NOTES
 6 000 DUE 08/15/09
 CUSIP# 9128275N8 ISSUED 08/15/99

254,227.68
 252,178.13

(2,049 55)

3,925 27

254,227 68
 252,178 13

(2,049 55)

3,925 27

749,767 50
 746,617 50

3,150 00

749,767 50
 746,617 50

3,150 00

749,767 50
 746,617 50

3,150 00

749,767 50
 746,617 50

3,150 00

COMPTON FOUNDATION
 COMPTON FOUNDATION - INTEREST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 AUGUST 01, 2001 - AUGUST 31, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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BKR: BEAR STEARNS & CO I/D 08/28/01 S/D 08/30/01 309,000.000 107 3940 321,341 86 331,849 10 10,507 24 755 71

TOTAL ISSUE 309,000.000 321,341 86 331,849 10 10,507 24 755 71

U S TREASURY BONDS
 5 250 DUE 02/15/29
 CUSIP# 912810RG8 ISSUED 02/15/99
 BKR: LEHMAN-IBI
 I/D 08/17/01 S/D 08/20/01

75,000.000 69,902 09 71,821 29 1,919 20 53 50

TOTAL ISSUE

U S TREASURY BONDS
 8 125 DUE 08/15/19
 CUSIP# 912810ED6 ISSUED 08/15/89
 BKR: CREDIT SUISSE FIRST BOSTON
 I/D 08/07/01 S/D 08/08/01

100,000.000 120,682 51 127,332 03 6,649 52 3,905 39

TOTAL ISSUE

724,000.000 766,154 14 783,180 55 17,026 41 8,639 87

TOTAL SALES

TOTAL GOVERNMENT BONDS

1,474,000.000 1,512,771.64 1,532,948.05 20,176 41 8,639 87

TOTAL FIXED INCOME INVESTMENTS

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY N

CORPION FOUNDATION
 CORPION FOUNDATION - WESTEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 AUGUST 01, 2001 - AUGUST 31, 2001

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 98 BROAD ST
 THE BANK OF NEW YORK COMPANY

000370

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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SHORT TERM INVESTMENTS
 POOLED FUNDS & MUTUAL FUNDS
 SALES

THE BANK OF NEW YORK CASH RESERVE
 CUSIP# S87599610

T/D	08/01/01	S/D	08/01/01	10.90	10.90		
T/D	08/02/01	S/D	08/02/01	2,895.39	2,895.39		
T/D	08/08/01	S/D	08/08/01	3,905.39	3,905.39		
T/D	08/09/01	S/D	08/09/01	27,000.00	27,000.00		
T/D	08/10/01	S/D	08/10/01	2,270.13	2,270.13		
T/D	08/15/01	S/D	08/15/01	138,578.71	138,578.71		
T/D	08/16/01	S/D	08/16/01	1,038.89	1,038.89		
T/D	08/20/01	S/D	08/20/01	1,041.46	1,041.46		
T/D	08/22/01	S/D	08/22/01	9,480.76	9,480.76		
T/D	08/24/01	S/D	08/24/01	17,530.00	17,530.00		
T/D	08/27/01	S/D	08/27/01	8,959.75	8,959.75		

COMPTON FOUNDATION
 COMPTON FOUNDATION - MINWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 AUGUST 01, 2001 - AUGUST 31, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D	08/28/01	S/D	14,309.80	14,309.80	14,309.80		
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T/D	08/29/01	S/D	5,997.21	5,997.21	5,997.21		
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T/D	08/30/01	S/D	8,880.71	8,880.71	8,880.71		
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T/D	08/31/01	S/D	5,613.25	5,613.25	5,613.25		
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		TOTAL ISSUE	247,512.35	247,512.35	247,512.35		
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NATIONS CASH RESERVE INVESTOR CL FD #241
 CUSIP# S99995860
 T/D 08/15/01 S/D 08/15/01

100,100 000

100,100 000

175,000.000

175,000 00

722,998 190

722,998 19

66,887 500

66,887 50

7,690.200

7,690.20

41,938 230

41,938 23

502,190.050

502,190 05

1,616,804.170

1,616,804 17

TOTAL ISSUE

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

000572

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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TOTAL SALES	1,864,316.520			1,864,316.52			
TOTAL POOLED FUNDS & MUTUAL FUNDS	1,864,316.520			1,864,316.52			

COMMERCIAL PAPER							
SALES							

GENERAL MTRS CORP DUE 08/22/01 CUSIP# 3704HZVNB ISSUED 07/09/01 T/D 08/22/01 S/D 08/22/01 CPDS	700,000 000	100 0000		696,924.89	696,924.89		3,075.11
TOTAL ISSUE	700,000 000			696,924.89			

WELLS FARGO & CO DISC C/P CPDS DUE 08/16/01 CUSIP# 9497FOV64 ISSUED 07/13/01 T/D 08/16/01 S/D 08/16/01	500,000 000	100 0000		498,961.11	498,961.11		1,038.89
TOTAL ISSUE	500,000 000			498,961.11			

TOTAL SALES	1,200,000 000			1,195,886.00			4,114.00
TOTAL COMMERCIAL PAPER	1,200,000 000			1,195,886.00			

TOTAL SHORT TERM INVESTMENTS	3,064,316.520			3,060,202.52			4,114.00
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COMPTON FOUNDATION
 COMPTON FOUNDATION - WESTEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 AUGUST 01, 2001 - AUGUST 31, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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ACCOUNT TOTAL DISPOSITIONS	4,538,316.520	4,572,974.16	4,593,150.57	20,176.41	12,753.87		
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000375

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FIXED INCOME INVESTMENTS

CORPORATE BONDS

SALES

INTERMEDIA COMMUNICATIONS FLA IN STEP-UP
 12.500 DUE 05/15/06
 CUSIP# 458801AF4 ISSUED 05/14/96

T/D 09/28/01 S/D 09/28/01

750,000 000

799,125 00

(2,250 00)

34,635 42

TOTAL ISSUE

750,000 000

799,125 00

(2,250 00)

34,635 42

TOTAL SALES

750,000 000

799,125 00

(2,250 00)

34,635 42

TOTAL CORPORATE BONDS

750,000 000

799,125 00

(2,250 00)

34,635 42

GOVERNMENT BONDS

SALES

U S TREASURY NOTES
 6 000 DUE 08/15/09

CUSIP# 9128275N8 ISSUED 08/15/99

BKR CREDIT SUISSE FIRST BOSTON

T/D 09/06/01 S/D 09/07/01

300,000 000

311,982 38

10,037 15

1,125 00

BKR CREDIT SUISSE FIRST BOSTON

T/D 09/27/01 S/D 09/28/01

465,000 000

483,572 70

29,235 11

3,335 87

TOTAL ISSUE

765,000 000

795,555 08

39,272 26

4,460 87

TOTAL SALES

765,000.000

795,555 08

39,272 26

4,460 87

834,827 34

COMPTON FOUNDATION
 COMPTON FOUNDATION - WESTEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 SEPTEMBER 01, 2001 - SEPTEMBER 30, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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TOTAL GOVERNMENT BONDS	765,000 000			795,555 08	834,827 34	39,272 26	4,460 87
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TOTAL FIXED INCOME INVESTMENTS	1,515,000 000			1,594,680 08	1,631,702 34	37,022 26	39,096 29
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SHORT TERM INVESTMENTS
 POOLED FUNDS & MUTUAL FUNDS

SALES

THE BANK OF NEW YORK CASH RESERVE
 CUSIP# S87599610

T/D	09/04/01	S/D	09/04/01	29,750 00	29,750 00		
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T/D	09/05/01	S/D	09/05/01	2,885 120	2,885 12		
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T/D	09/10/01	S/D	09/10/01	632,416 580	632,416 58		
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T/D	09/12/01	S/D	09/12/01	40,300 000	40,300 00		
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T/D	09/17/01	S/D	09/17/01	24,429 530	24,429 53		
-----	----------	-----	----------	------------	-----------	--	--

T/D	09/18/01	S/D	09/18/01	8,894 120	8,894 12		
-----	----------	-----	----------	-----------	----------	--	--

T/D	09/18/01	S/D	09/18/01	160 380	160 38		
-----	----------	-----	----------	---------	--------	--	--

T/D	09/19/01	S/D	09/19/01	433 750	433 75		
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COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 SEPTEMBER 01, 2001 - SEPTEMBER 30, 2001

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A Subsidiary of
 THE BANK OF NEW YORK COMPANY

000787

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D 09/20/01 S/D 09/20/01 2,001 810 2,001 81

T/D 09/25/01 S/D 09/25/01 5,225 740 5,225 74

T/D 09/26/01 S/D 09/26/01 7,671 720 7,671 72

T/D 09/28/01 S/D 09/28/01 415,967 040 415,967 04

TOTAL ISSUE 1,170,135 790 1,170,135 79

NATIONS CASH RESERVE INVESTOR CL FD #241
 CUSIP# S99995860

T/D 09/04/01 S/D 09/04/01 90,250 000 90,250 00

T/D 09/07/01 S/D 09/07/01 76,855 470 76,855 47

T/D 09/14/01 S/D 09/14/01 347,296 640 347,296 64

T/D 09/26/01 S/D 09/26/01 785,773 480 785,773 48

T/D 09/26/01 S/D 09/26/01 15,000 000 15,000 00

TOTAL ISSUE 1,315,175 590 1,315,175 59

TOTAL SALES 2,485,311 380 2,485,311 38

TOTAL POOLED FUNDS & MUTUAL FUNDS 2,485,311 380 2,485,311 38

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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COMMERCIAL PAPER
 SALES

COCA COLA CO DISC C/P 3(A) CPDS
 DUE 09/10/01
 CUSIP# 19121DWA9 ISSUED 08/06/01
 T/D 09/10/01 S/D 09/10/01
 500,000 000 100 0000
 498,781 25

TOTAL ISSUE
 500,000 000
 498,781 25

GENERAL MTRS CORP CPDS
 DUE 09/20/01
 CUSIP# 3704HZML1 ISSUED 08/17/01
 T/D 09/20/01 S/D 09/20/01
 725,000 000 100 0000
 722,998 19

TOTAL ISSUE
 725,000 000
 722,998 19

INTL BUS MACHINES CORP CPDS
 DUE 09/19/01
 CUSIP# 45920DWK5 ISSUED 08/22/01
 T/D 09/19/01 S/D 09/19/01
 500,000 000 100 0000
 499,566 25

TOTAL ISSUE
 500,000 000
 499,566 25

TOTAL SALES
 1,725,000.000
 1,721,345.69

TOTAL COMMERCIAL PAPER
 1,725,000 000
 1,721,345 69

TOTAL SHORT TERM INVESTMENTS
 4,210,311 380
 4,206,657 07

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 SEPTEMBER 01, 2001 - SEPTEMBER 30, 2001

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

000789

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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ACCOUNT TOTAL DISPOSITIONS

5,725,311 380

5,801,337 15
 5,838,359 41

37,022.26

42,750 60

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FIXED INCOME INVESTMENTS
 CORPORATE BONDS

SALES							
LA QUINTA INNS INC M/T/N							
7 110 DUE 10/17/01							
CUSIP# 50419EAA7 ISSUED 10/17/96							
T/D 10/17/01 S/D 10/17/01		700,000 000	100 0000	704,081 00	700,000 00	(4,081 00)	
T/D 10/17/01 S/D 11/05/01		700,000 000		704,081 00	700,000 00	(4,081 00)	
TOTAL ISSUE		1,400,000 000		1,408,162 00	1,400,000 00	(8,162 00)	
TOTAL SALES		1,400,000 000		1,408,162 00	1,400,000 00	(8,162 00)	

SALE REVERSALS

LA QUINTA INNS INC M/T/N							
7 110 DUE 10/17/01							
CUSIP# 50419EAA7 ISSUED 10/17/96							
T/D 10/17/01 S/D 11/05/01		700,000 000		704,081 00	700,000 00	(4,081 00)	
TOTAL ISSUE		(700,000 000)		(704,081 00)	(700,000 00)	4,081 00	
TOTAL SALE REVERSALS		700,000 000		704,081 00	700,000 00	(4,081 00)	
TOTAL CORPORATE BONDS		700,000 000		704,081 00	700,000 00	(4,081 00)	

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

001075

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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GOVERNMENT BONDS

SALES

U S TREASURY NOTES
 6 000 DUE 08/15/09

CUSIP# 9128275N8 ISSUED 08/15/99

BKR MERRILL LYNCH GOVERNMENT

T/D 10/31/01 S/D 11/02/01

60,000 000

112 3040

62,396 48

4,986 33

772 83

TOTAL ISSUE

60,000 000

67,382 81

4,986 33

772 83

U S TREASURY BONDS
 5 250 DUE 02/15/29

CUSIP# 912810FG8 ISSUED 02/15/99

BKR DRESNER SECS FED

T/D 10/31/01 S/D 11/02/01

28,000 000

26,096 78

2,734 47

315 57

TOTAL ISSUE

28,000 000

28,831 75

2,734 47

315 57

TOTAL SALES

88,000 000

88,493 76

7,720 80

1,088 40

TOTAL GOVERNMENT BONDS

88,000 000

88,493 26

7,720 80

1,088 40

TOTAL FIXED INCOME INVESTMENTS

788,000 000

792,574 26

3,639 80

13,807 40

SHORT TERM INVESTMENTS
 POOLED FUNDS & MUTUAL FUNDS

SALES

THE BANK OF NEW YORK CASH RESERVE
 CUSIP# S87599610

COMPTON FOUNDATION
 COMPTON FOUNDATION - WEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 OCTOBER 01, 2001 - OCTOBER 31, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D	10/01/01	S/D	14,488 610	14,488 61	14,488 61		
T/D	10/02/01	S/D	11,266 340	11,266 34	11,266 34		
T/D	10/09/01	S/D	5,456 110	5,456 11	5,456 11		
T/D	10/10/01	S/D	5,905 540	5,905 54	5,905 54		
T/D	10/11/01	S/D	2,094 140	2,094 14	2,094 14		
T/D	10/15/01	S/D	15,489 560	15,489 56	15,489 56		
T/D	10/16/01	S/D	8,783 330	8,783 33	8,783 33		
T/D	10/18/01	S/D	2,051 010	2,051 01	2,051 01		
T/D	10/19/01	S/D	1,354 440	1,354 44	1,354 44		
T/D	10/25/01	S/D	32,252 520	32,252 52	32,252 52		
T/D	10/26/01	S/D	8,926 390	8,926 39	8,926 39		
T/D	10/30/01	S/D	868 620	868 62	868 62		

001076

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D	10/30/01	S/D	10/30/01	34,256 44	34,256 44		
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T/D	10/31/01	S/D	10/31/01	1,537 44	1,537 44		
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				144,730 49	144,730 49		
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TOTAL ISSUE
 NATIONS CASH RESERVE INVESTOR CL FD #241
 CUSIP# S99995860

T/D	10/02/01	S/D	10/02/01	516,901 34	516,901 34		
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T/D	10/03/01	S/D	10/03/01	7,000 00	7,000 00		
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T/D	10/11/01	S/D	10/11/01	4,298 81	4,298 81		
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T/D	10/15/01	S/D	10/15/01	15,779 59	15,779 59		
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T/D	10/18/01	S/D	10/18/01	810,476 66	810,476 66		
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T/D	10/19/01	S/D	10/19/01	198,971 50	198,971 50		
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T/D	10/25/01	S/D	10/25/01	292,686 55	292,686 55		
-----	----------	-----	----------	------------	------------	--	--

T/D	10/29/01	S/D	10/29/01	35,000 00	35,000 00		
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T/D	10/29/01	S/D	10/29/01	35,000 00	35,000 00		
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COMPTON FOUNDATION
 COMPTON FOUNDATION - WEINSTEIN
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 OCTOBER 01, 2001 - OCTOBER 31, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D 10/30/01 S/D 10/30/01

664,256 440

664,256 44

TOTAL ISSUE

2,580,370 890

2,580,370 89

TOTAL SALES

2,725,101 380

2,725,101 38

TOTAL POOLED FUNDS & MUTUAL FUNDS

2,725,101 380

2,725,101 38

COMMERCIAL PAPER

SALES

GENERAL MTRS CORP CPDS

T/D 10/31/01 S/D 10/31/01
 CUSIP# 3704HZXX4 ISSUED 10/01/01
 DUE 10/31/01

700,000 000

100 0000

698,337 50

TOTAL ISSUE

700,000 000

698,337 50

TOTAL SALES

700,000 000

698,337 50

TOTAL COMMERCIAL PAPER

700,000 000

698,337 50

U S AGENCIES

SALES

FEDERAL HOME LN MTC CORP DISC NTS
 DUE 10/01/01
 CUSIP# 313397MK4 ISSUED 10/01/00

1,662 50

1,662 50

1,662 50

1,662 50

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC.

001079

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D 10/01/01	S/D 10/01/01	700,000 000	100 0000	699,819 17	699,819 17	180 83	180 83
TOTAL ISSUE							

FEDERAL HOME LOAN BANK DISCOUNT
 DUE 10/19/01
 CUSIP# 31385ND4 ISSUED 10/19/00
 T/D 10/19/01 S/D 10/19/01

800,000 000	100 0000	798,645 56	798,645 56	798,645 56	1,354 44	1,354 44	1,354 44
TOTAL ISSUE							

1,500,000 000		1,498,464 73	1,498,464 73	1,498,464 73	1,535 27	1,535 27	1,535 27
TOTAL SALES							

1,500,000 000		1,498,464 73	1,498,464 73	1,498,464 73	1,535 27	1,535 27	1,535 27
TOTAL U S AGENCIES							

4,925,101 380		4,921,903 61	4,921,903 61	4,921,903 61	3,197 77	3,197 77	3,197 77
TOTAL SHORT TERM INVESTMENTS							

5,713,101 380		5,714,477 87	5,714,477 87	5,718,117 67	3,639 80	17,005 17	17,005 17
ACCOUNT TOTAL DISPOSITIONS							

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FIXED INCOME INVESTMENTS
 GOVERNMENT BONDS

SALES

U S TREASURY NOTES
 6 000 DUE 08/15/09

CUSIP# 9128275N8 ISSUED 08/15/99
 BKR MERRILL LYNCH GOVERNMENT
 T/D 11/15/01 S/D 11/21/01

476,000 000

109 7340

495,012 05

522,335 63

27,323 58

7,605 65

TOTAL ISSUE

476,000 000

495,012 05

522,335 63

27,323 58

7,605 65

U S TREASURY BONDS
 5 250 DUE 02/15/29

CUSIP# 912810FG8 ISSUED 02/15/99
 BKR MERRILL LYNCH GOVERNMENT
 T/D 11/07/01 S/D 11/08/01

250,000 000

104 6320

233,006 96

261,582 03

28,575 07

3,031 59

BKR CREDIT SUISSE FIRST BOSTON
 T/D 11/13/01 S/D 11/20/01

690,000 000

102 6640

643,099 20

708,381 60

65,282 40

9,548 44

TOTAL ISSUE

940,000 000

876,106 16

969,963 63

93,857 47

12,580 03

TOTAL SALES

1,416,000 000

1,371,118 21

1,492,299 26

121,181 05

20,185 68

TOTAL GOVERNMENT BONDS

1,416,000.000

1,371,118 21

1,492,299 26

121,181 05

20,185 68

TOTAL FIXED INCOME INVESTMENTS

1,416,000 000

1,371,118 21

1,492,299 26

121,181 05

20,185 68

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

003251

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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SHORT TERM INVESTMENTS
 POOLED FUNDS & MUTUAL FUNDS
 SALES

THE BANK OF NEW YORK CASH RESERVE
 CUSIP# S87599610

T/D	11/02/01	S/D	11/02/01	4,385 00	4,385 00		4,385 00
T/D	11/06/01	S/D	11/06/01	37,225 90	37,225 90		37,225 90
T/D	11/08/01	S/D	11/08/01	3,031 59	3,031 59		3,031 59
T/D	11/14/01	S/D	11/14/01	2,021 40	2,021 40		2,021 40
T/D	11/15/01	S/D	11/15/01	31,877 11	31,877 11		31,877 11
T/D	11/16/01	S/D	11/16/01	2,473 52	2,473 52		2,473 52
T/D	11/19/01	S/D	11/19/01	214 33	214 33		214 33
T/D	11/20/01	S/D	11/20/01	6,359 22	6,359 22		6,359 22
T/D	11/21/01	S/D	11/21/01	11,871 79	11,871 79		11,871 79
T/D	11/26/01	S/D	11/26/01	42,910 20	42,910 20		42,910 20

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D 11/27/01 S/D 11/27/01 3,071 740 3,071 74

T/D 11/29/01 S/D 11/29/01 43,952 420 43,952 42

T/D 11/30/01 S/D 11/30/01 1,432 480 1,432 48

TOTAL ISSUE 190,826 700 190,826 70

NATIONS CASH RESERVE INVESTOR CL FD #241
 CUSIP# S99995860

T/D 11/13/01 S/D 11/13/01 18,000 000 18,000 00

T/D 11/14/01 S/D 11/14/01 7,897 050 7,897 09

T/D 11/16/01 S/D 11/16/01 299,461 220 299,461 22

T/D 11/19/01 S/D 11/19/01 803,451 130 803,451 13

T/D 11/21/01 S/D 11/21/01 279,431 020 279,431 02

T/D 11/27/01 S/D 11/27/01 587,449 920 587,449 92

T/D 11/28/01 S/D 11/28/01 17,000 000 17,000 00

T/D 11/28/01 S/D 11/28/01 5,963 560 5,963 56

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

003253

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D 11/28/01 S/D 11/28/01 9,954 290 9,954 29 9,954 29

T/D 11/30/01 S/D 11/30/01 945,944 090 945,944 09 945,944 09

TOTAL ISSUE 2,974,552 320 2,974,552 32

TOTAL SALES 3,165,379 020 3,165,379 02

TOTAL POOLED FUNDS & MUTUAL FUNDS 3,165,379 020 3,165,379 02

COMMERCIAL PAPER

SALES

ALUMINUM COMPANY OF AMERICA CPDS
 DUE 11/15/01
 CUSIP# 02225AYE3 ISSUED 10/25/01

700,000 000 100 0000

698,512 88 698,512 88

1,487 12

TOTAL ISSUE

700,000 000

698,512 88 698,512 88

1,487 12

GENERAL ELEC CAP CORP DISC C/P CPDS
 DUE 11/05/01
 CUSIP# 36959H150 ISSUED 04/09/01

900,000 000 100 0000

898,971 50 898,971 50

1,028 50

TOTAL ISSUE

900,000 000

898,971 50 898,971 50

1,028 50

GENERAL MTRS CORP CPDS
 DUE 11/29/01
 CUSIP# 3704HZ1V7 ISSUED 11/05/01

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 NOVEMBER 01, 2001 - NOVEMBER 30, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D	11/29/01	S/D	11/29/01	725,000 000	100 0000	723,588 67	1,411 33
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TOTAL ISSUE	725,000 000	723,588 67	1,411 33				
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TOTAL SALES	2,325,000 000	2,321,073 05	3,926 95				
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TOTAL COMMERCIAL PAPER	2,325,000 000	2,321,073 05	3,926 95				
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TOTAL SHORT TERM INVESTMENTS	5,490,379 020	5,486,452 07	3,926 95				
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ACCOUNT TOTAL DISPOSITIONS	6,906,379 020	6,857,570 28	24,112 63				
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005254

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY INC.

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK CORP.

003178

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FIXED INCOME INVESTMENTS
 CORPORATE BONDS

SALES

CONSECO FIN SECURITIZATIONS
 6 980 DUE 09/15/15

CUSIP# 208460EY0 ISSUED 10/31/00

BKR LEHMAN-LBI

T/D 12/17/01 S/D 12/17/01

ORIGINAL FACE 800,000 000

TOTAL ISSUE 800,000.000

814,375 00

(1,375 00)

310 22

DAIMLER CHRYSLER NORTH AMER

8 000 DUE 06/15/10

CUSIP# 233835AK3 ISSUED 06/08/00

BKR GOLDMAN, SACHS & CO

T/D 12/21/01 S/D 12/27/01

500,000 000

104 5770

515,945 00

6,940 00

1,333 33

TOTAL ISSUE

500,000 000

515,945 00

6,940 00

1,333 33

TOTAL SALES

1,300,000 000

1,330,320 00

5,565 00

1,643 55

TOTAL CORPORATE BONDS

1,300,000 000

1,330,320 00

5,565 00

1,643 55

GOVERNMENT BONDS

SALES

UNITED STATES TREAS NTS

5 750 DUE 08/15/10

CUSIP# 9128276J6 ISSUED 08/15/00

COMPTON FOUNDATION
 COMPTON FOUNDATION - MIWESTI
 ACCOUNT NUMBER 00567428
 MONTHLY REPORT / TRADE DATE BASIS
 DECEMBER 01, 2001 - DECEMBER 31, 2001

DISPOSITIONS

005179

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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BKR GOLDMAN, SACHS & CO
 T/D 12/17/01 S/D 12/17/01

965,000.000

1,027,783.43

(30,930.89)

18,696.88

TOTAL ISSUE

965,000.000

1,027,783.43

(30,930.89)

18,696.88

U S TREASURY BONDS
 5 250 DUE 02/15/29
 CUSIP# 912810FG8 ISSUED 02/15/99
 BKR LEHMAN-LBI
 T/D 12/17/01 S/D 12/17/01

290,000.000

270,288.07

(5,141.98)

5,130.16

TOTAL ISSUE

290,000.000

270,288.07

(5,141.98)

5,130.16

U S TREASURY BONDS
 8 125 DUE 08/15/19
 CUSIP# 912810ED6 ISSUED 08/15/89
 BKR, LEHMAN-LBI
 T/D 12/14/01 S/D 12/17/01

100,000.000

125.4960

120,682.51

4,813.58

2,737.77

TOTAL ISSUE

100,000.000

120,682.51

4,813.58

2,737.77

TOTAL SALES

1,355,000.000

1,418,754.01

(31,259.29)

26,564.81

TOTAL GOVERNMENT BONDS

1,355,000.000

1,418,754.01

(31,259.29)

26,564.81

TOTAL FIXED INCOME INVESTMENTS

2,655,000.000

2,749,074.01

(25,694.29)

28,208.36

2,723,379.72

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

003160

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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SHORT TERM INVESTMENTS
 POOLED FUNDS & MUTUAL FUNDS

SALES

THE BANK OF NEW YORK CASH RESERVE
 CUSIP# S87599610

T/D 12/03/01 S/D 12/03/01 123,937 500

123,937 50
 123,937 50

T/D 12/07/01 S/D 12/07/01 90,479 500

90,479 50
 90,479 50

TOTAL ISSUE

214,417 000

214,417 00
 214,417 00

NATIONS CASH RESERVE INVESTOR CL FD #241
 CUSIP# S99995860

T/D 12/03/01 S/D 12/03/01 55,504 170

55,504 170

55,504 17
 55,504 17

T/D 12/04/01 S/D 12/04/01 138,730 490

138,730 490

138,730 49
 138,730 49

T/D 12/05/01 S/D 12/05/01 111,470 230

111,470 230

111,470 23
 111,470 23

T/D 12/05/01 S/D 12/05/01 150,000 000

150,000 000

150,000 00
 150,000 00

T/D 12/07/01 S/D 12/07/01 84,079 500

84,079 500

84,079 50
 84,079 50

T/D 12/18/01 S/D 12/18/01 2,659,471 970

2,659,471 970

2,659,471 97
 2,659,471 97

T/D 12/19/01 S/D 12/19/01 93,420 000

93,420 000

93,420 00
 93,420 00

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 DECEMBER 01, 2001 - DECEMBER 31, 2001

DISPOSITIONS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

003181

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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T/D 12/21/01 S/D 12/21/01 54,195 220 54,195 22 54,195 22

T/D 12/28/01 S/D 12/28/01 108,264 590 108,264 59 108,264 59

T/D 12/31/01 S/D 12/31/01 13,000 000 13,000 00 13,000 00

TOTAL ISSUE 3,468,136 170 3,468,136 17

TOTAL SALES 3,682,553 170 3,682,553 17

TOTAL POOLED FUNDS & MUTUAL FUNDS 3,682,553 170 3,682,553 17

COMMERCIAL PAPER

SALES

GENERAL ELEC CAP CORP DISC C/P CPDS

DUE 01/04/02

CUSIP# 36959JA45 ISSUED 04/09/01

T/D 12/19/01 S/D 12/19/01 300,000 000

T/D 12/24/01 S/D 12/24/01 150,000 000

TOTAL ISSUE 450,000 000

GENERAL ELEC CAP CORP DISC C/P CPDS

DUE 12/12/01

CUSIP# 36959HZC4 ISSUED 06/15/01

299,679 17

299,659 17

149,839 58

149,832 71

449,518 75

449,491 88

(20 00)

(6 87)

(26 87)

87 50

80 21

167 71

DISPOSITIONS

BNY
 WEST
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

003182

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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BKR LEHMAN COMMERCIAL PAPER INC
 T/D 12/11/01 S/D 12/11/01

250,000 000

249,987 64
 249,987 64

T/D 12/12/01 S/D 12/12/01

1,000,000 000 100 0000

998,925 36
 998,925 36

1,074 64

1,074 64

TOTAL ISSUE

1,250,000 000

1,248,913 00
 1,248,913 00

GENERAL MTRS ACCEP CORP C/P CPDS
 DUE 01/08/02

CUSIP# 37042EAB4 ISSUED 10/31/01

BKR MERRILL LYNCH GOVT SECS/W MKTS

T/D 12/26/01 S/D 12/26/01

100,000 000

99,862 78
 99,852 75

44 33

(10 03)

TOTAL ISSUE

100,000 000

99,862 78
 99,852 75

44 33

(10 03)

INTL BUS MACHINES CORP CPDS
 DUE 12/10/01

CUSIP# 4592DDZ44 ISSUED 11/26/01

T/D 12/10/01 S/D 12/10/01

150,000 000 100 0000

149,941 67
 149,941 67

58 33

TOTAL ISSUE

150,000 000

149,941 67
 149,941 67

58 33

INTL BUS MACHINES CORP CPDS
 DUE 12/20/01

CUSIP# 4592DDZLO ISSUED 09/21/01

T/D 12/20/01 S/D 12/20/01

100,000 000 100.0000

99,951 11
 99,951 11

48 89

TOTAL ISSUE

100,000 000

99,951 11
 99,951 11

48 89

TOTAL SALES

2,050,000 000

2,048,187.31
 2,048,150 41

1,393 90

(36 90)

COMPTON FOUNDATION
 COMPTON FOUNDATION - INTEREST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 DECEMBER 01, 2001 - DECEMBER 31, 2001

DISPOSITIONS

DESCRIPTION	UNITS	GROSS PRICE	COMMISSIONS & FEES	NET COST	NET PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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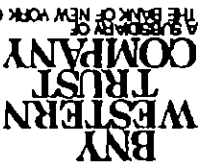
TOTAL COMMERCIAL PAPER	2,050,000 000	2,048,187 31		2,048,150 41	2,048,150 41	(36 90)	1,393 90
TOTAL SHORT TERM INVESTMENTS	5,732,553 170	5,730,740 48		5,730,703 58	5,730,703 58	(36 90)	1,393 90
ACCOUNT TOTAL DISPOSITIONS	8,387,553 170	8,479,814 49		8,454,083 30	8,454,083 30	(25,731 19)	29,602 26

005183

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY INC

PAYDOWNS & PAYUPS

000244



DESCRIPTION	PRIOR/CURRENT RECORD/ AMORTIZED FACE	PRIOR/CURRENT PAYABLE DT	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FIRSTPLUS HOME LN OWNER TR	91954426	12/31/00	459,772	13	10,652	83	11,276	57	623	74	2,881	24
7 520 DUE 11/10/23	89699112	01/10/01	448,495	56								
CUSIP# 337925CB5	09/01/97											
FIRST ALLIANCE MTG TR	17470447	12/31/00	349,408	94	1,164	79	1,140	20	(24	59)	2,278	44
7 825 DUE 10/25/25	17413437	01/26/01	348,268	74								
CUSIP# 31846LAL0	08/01/94											
GE CAP MTG SVCS INC	98226459	12/31/00	1,473,396	89	2,420	58	2,510	10	89	52	9,208	73
7 500 DUE 08/25/21	98059119	01/25/01	1,470,886	79								
ORIG: 1,500,000 00 AMRT: 1,470,886	79											
CUSIP# 36157BAH3	01/01/00											
RESOLUTION TR CORP MTG PASS	58723195	12/31/00	730,516	54	6,580	75	6,003	71	(577	04)	4,870	11
8 000 DUE 06/25/26	58240581	01/26/01	724,512	83								
CUSIP# 76116NWH7	09/01/94											
RESIDENTIAL ACCREDIT LOANS, INC	62942969	12/31/00	472,072	27	2,628	06	2,618	16	(9	90)	3,145	71
8 000 DUE 10/25/28	62593881	01/25/01	469,454	11								
CUSIP# 76110EYNT	10/01/98											
TOTAL CORPORATE BONDS			23,447	01	23,548	74	101	73	22,384	23		
GOVERNMENT BONDS												
FEDERAL NATL MTG ASSN LTD	23354141	12/31/00	233,541	41	6,574	67	6,534	86	(39	81)	1,362	33
7 000 DUE 03/18/26	22700655	01/18/01	227,006	55								
ORIG: 1,000,000 00 AMRT: 227,006	55											
CUSIP# 313599CL6	07/01/97											
FEDERAL NAT'L MTGE ASSN POOL #418614	78542003	12/31/00	23,766	81	25	55	26	05	50	118	83	
6 000 DUE 03/01/28	78455915	01/25/01	23,740	76								
ORIG: 30,260 00 AMRT: 23,740	76											
CUSIP# 31379GAP7	03/01/98											

COMPTON FOUNDATION
 COMPTON FOUNDATION - WEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 JANUARY 01, 2001 - JANUARY 31, 2001

PAYDOWNS & PAYUPS

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY

000265

DESCRIPTION	FACTOR	RECORD/ PRIOR/CURRENT	PAYABLE DT	AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FEDERAL NAT'L MTGE ASSN POOL#407361	83547697	12/31/00	24,593	10	29	02	29	59	57	122	97
6 000 DUE 03/01/28											
ORIG 29,436 00 AMRT											
CUSIP# 31378500 03/01/98											

TOTAL GOVERNMENT BONDS 6,629 24 6,590 50 (38 74) 1,604 13

TOTAL FIXED INCOME INVESTMENTS 30,076 25 30,139 24 62 99 23,988 36

TOTAL PAYDOWNS 30,076 25 30,139 24 62 99 23,988 36

PAYDOWNS & PAYUPS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY N

000578

DESCRIPTION	PRIOR/CURRENT RECORD/ AMORTIZED FACE	PRIOR/CURRENT	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FIRSTPLUS HOME LN OWNER TR	89699112 01/31/01	448,495.56	9,894.54	10,473.88	579.34	2,810.57
7 520 DUE 11/10/23 CUSIP# 337925CB5 09/01/97						
FIRST ALLIANCE MTG TR	17413437 01/31/01	348,268.74	13,628.62	13,340.96	(287.66)	2,271.00
7 825 DUE 10/25/25 CUSIP# 31846LALO 08/01/94						
CE CAP MTG SVCS INC	98059119 01/31/01	1,470,886.79	2,435.71	2,525.79	90.08	9,193.05
7 500 DUE 08/25/21 ORIG 1,500,000 00 AMRT CUSIP# 36157BAH3 01/01/00						
GREEN TREE FINL CORP	1 00000000	191.38	202.17	191.38	(10.79)	
7 690 DUE 01/15/28 CUSIP# 393505QY1 11/07/96						
RESOLUTION TR CORP MTG PASS	58240581 01/31/01	724,512.83	4,886.28	4,804.78	(81.50)	4,830.09
8 000 DUE 06/25/26 CUSIP# 76116VW7 09/01/94						
RESIDENTIAL ACCREDIT LOANS, INC	62593881 01/31/01	469,454.11	1,706.20	1,699.78	(6.42)	3,128.34
8 000 DUE 10/25/28 CUSIP# 76110FYX7 10/01/98						
TOTAL CORPORATE BONDS		32,753.52	33,036.57	283.05		22,233.05
GOVERNMENT BONDS						
FEDERAL NATL MTG ASSN GTD	22700655 01/31/01	227,006.55	6,393.46	6,354.75	(38.71)	1,324.21
7 000 DUE 03/18/26 ORIG 1,000,000 00 AMRT CUSIP# 31359QCL6 07/01/97						

COMPTON FOUNDATION
 COMPTON FOUNDATION - WEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 FEBRUARY 01, 2001 - FEBRUARY 28, 2001

PAYDOWNS & PAYUPS

DESCRIPTION	PRIOR/CURRENT RECORD/ FACTOR	PRIOR/CURRENT PAYABLE DT	PRIOR/CURRENT AMONITIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FEDERAL NAT'L MTGE ASSN POOL #418614	78455882 01/31/01	78335922 02/26/01	23,740 75	35 60	36 30	70	118 70
6 000 DUE 03/01/28	ORIG 30,260 00	AMRT 23,704 45					
CUSIP# 313796AF7 03/01/98							
FEDERAL NAT'L MTGE ASSN POOL#407361	83447174 01/31/01	83343219 02/26/01	24,563 51	30 01	30 60	59	122 82
6 000 DUE 03/01/28	ORIG 29,436 00	AMRT 24,532 91					
CUSIP# 313785QNO 03/01/98							

TOTAL GOVERNMENT BONDS 6,459 07 6,421 65 (37 42) 1,565 73

TOTAL FIXED INCOME INVESTMENTS 39,212 59 39,458 22 245 63 23,798 78

TOTAL PAYDOWNS 39,212 59 39,458 22 245 63 23,798 78

000579

BNY
 WESTERN
 TRUST
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 THE BANK OF NEW YORK CORP

PAYDOWNS & PAYUPS

880415

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY

DESCRIPTION	PRIOR/CURRENT RECORD/ FACTOR	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FIRSTPLUS HOME LN OWNER TR	87604338 02/28/01	438,021 69	10,322 80	10,927 21	604 41	2,744 94
7 520 DUE 11/10/23	85418896 03/13/01	427,094 48				
CUSIP# 337925CB5 09/01/97						
FIRST ALLIANCE MTG TR	16746389 02/28/01	334,927 78	5,013 81	4,907 98	(105 83)	2,184 00
7 825 DUE 10/25/25	16500990 03/27/01	330,019 80				
CUSIP# 31846LAL0 08/01/94						
GE CAP MTG SVCS INC	97890733 02/28/01	1,468,361 00	2,450 93	2,541 57	90 64	9,177 26
7 500 DUE 08/25/21	97721295 03/26/01	1,465,819 43				
ORIG 1,500,000 00 AMRT						
CUSIP# 36157BAH3 01/01/00						
RESOLUTION TR CORP MTG PASS	57854345 02/28/01	-719,708 05	4,667 45	4,589 60	(77 85)	4,798 06
8 000 DUE 06/25/26	57485406 03/26/01	715,118 45				
CUSIP# 76116VWV7 09/01/94						
RESIDENTIAL ACCREDIT LOANS, INC	62367244 02/28/01	467,754 33	2,282 38	2,273 79	(8 59)	3,117 49
8 000 DUE 10/25/28	62064072 03/26/01	465,480 54				
CUSIP# 76110EYV7 10/01/98						
TOTAL CORPORATE BONDS		24,737 37		25,240 15	502 78	22,021 75
GOVERNMENT BONDS						
FEDERAL NATL MTG ASSN GTD	22065180 02/28/01	220,651 80	8,456 20	8,405 00	(51 20)	1,287 14
7 000 DUE 03/18/26	21224680 03/19/01	212,246 80				
ORIG 1,000,000 00 AMRT						
CUSIP# 31359CCL6 07/01/97						
FEDERAL NAT'L MTGE ASSN POOL #418614	78335955 02/28/01	23,704 46	732 41	746 76	14 35	118 52
6 000 DUE 03/01/28	75868143 03/26/01	22,957 70				
ORIG 30,260 00 AMRT						
CUSIP# 31379CAP7 03/01/98						

COMPTON FOUNDATION
 COMPTON FOUNDATION - WESTEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MARCH 01, 2001 - MARCH 31, 2001

PAYDOWNS & PAYUPS

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY INC.

000416

DESCRIPTION	PRIOR/CURRENT RECORD/ FACTOR	PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FEDERAL NAT'L WIGE ASSN POOL#407361	83343219 02/28/01	24,532 91	30 18	30 77	59	122 66	
6 000 DUE 03/01/28							
29,436 00 AMRT:							
CUSIP# 313785QNO 03/01/98							

TOTAL GOVERNMENT BONDS	9,218 79	9,182 53	(36 26)	1,528 32			
TOTAL FIXED INCOME INVESTMENTS	33,956 16	34,422 68	466 52	23,550 07			
TOTAL PAYDOWNS	33,956 16	34,422 68	466 52	23,550 07			

PAYDOWNS & PAYUPS

DESCRIPTION	PRIOR/CURRENT RECORD/ PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS
 CORPORATE BONDS

FIRSTPLUS HOME LN OWNER TR	85418894 03/31/01	427,094 47	14,095 05	14,920 33	825 28	2,676 46
7 520 DUE 11/10/23 CUSIP# 337925CB5 09/01/97	82434828 04/11/01	412,174 14				
FIRST ALLIANCE MTG TR	16500989 03/31/01	330,019 78	1,920 64	1,880 10	(40 54)	2 152 00
7 825 DUE 10/25/25 CUSIP# 31846LALO 08/01/94	16406984 04/26/01	328,139 68				
RESOLUTION TR CORP MTG PASS	57485406 03/31/01	715,118 45	4,701 14	4,622 73	(78 41)	4 767 46
8 000 DUE 06/25/26 CUSIP# 7616NWH7 09/01/94	57113804 04/25/01	710,495 72				
RESIDENTIAL ACCREDIT LOANS, INC	67064072 03/31/01	465,480 54	4,123 11	4,107 58	(15 53)	3,101 98
8 000 DUE 10/25/28 CUSIP# 76110FYN7 10/01/98	61516395 04/25/01	461,372 96				
TOTAL CORPORATE BONDS			24,839 94	25,530 74	690 80	12,697 90
GOVERNMENT BONDS						
FEDERAL NATL MTG ASSN GTD	21224680 03/31/01	212,246 80	9,903 13	9,843 17	(59 96)	1 238 11
7 000 DUE 03/18/26 ORIG 1,000,000 00 AMRT CUSIP# 31359GCL6 07/01/97	20240363 04/18/01	202,403 63				
FEDERAL NAT'L MTGE ASSN POOL #418614	75868143 03/31/01	22,957 70	486 67	496 21	9 54	114 79
6 000 DUE 03/01/28 ORIG 30,260 00 AMRT CUSIP# 31379CAP7 03/01/98	74228321 04/25/01	22,461 49				
FEDERAL NAT'L MTGE ASSN POOL#407361	83238687 03/31/01	24,502 14	30 35	30 94	59	122 51
6 000 DUE 03/01/28 ORIG 29,436 00 AMRT CUSIP# 31378SQN0 03/01/98	83133578 04/25/01	24,471 20				

COMPTON FOUNDATION
 COMPTON FOUNDATION - WEHVEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 APRIL 01, 2001 - APRIL 30, 2001

PAYDOWNS & PAYUPS

BNY
 WESTERN
 TRUST
 COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK CORP
 NY

004556

DESCRIPTION	PRIOR/CURRENT RECORD/ FACTOR	PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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TOTAL GOVERNMENT BONDS			10,420 15	10,370 32	(49 83)	1,475 41	
TOTAL FIXED INCOME INVESTMENTS			35,260 09	35,901 06	640 97	14,173 31	
TOTAL PAYDOWNS			35,260 09	35,901 06	640 97	14,173 31	

PAYDOWNS & PAYUPS

DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FIRSTPLUS HOME LN OWNER TR 82434830 04/30/01 412,174 15 15,428 52 16,331 88 903 36 2,582 96

7 520 DUE 11/10/23 CUSIP# 337925CB5 09/01/97

FIRST ALLIANCE WTC TR 16406984 04/30/01 328,139 68 6,256 68 6,124 62 (132 06) 2,139 74

7 825 DUE 10/25/25 CUSIP# 318461ALO 08/01/94

RESOLUTION TR CORP WTC PASS 57113805 04/30/01 710,495 73 4,645 88 4,568 39 (77 49) 4,736 64

8 000 DUE 06/25/26 CUSIP# 76116VW7 09/01/94

RESIDENTIAL ACCREDIT LOANS, INC 61516395 04/30/01 461,372 96 5,456 70 5,436 15 (20 55) 3,073 54

8 000 DUE 10/25/28 CUSIP# 76110EYXN7 10/01/98

TOTAL CORPORATE BONDS

GOVERNMENT BONDS

FEDERAL NATL WTC ASSN GTD 20240363 04/30/01 202,403 63 10,364 03 10,301 28 (62 75) 1,180 69

7 000 DUE 03/18/26 ORIG 1,000,000 00 AMRT

FEDERAL NATL WTC ASSN POOL #418614 74228321 04/30/01 22,461 49 27 42 27 96 54 112 31

6 000 DUE 03/01/28 ORIG 30,260 00 AMRT

FEDERAL NATL WTC ASSN POOL#407361 83133578 04/30/01 24,471 20 30 52 31 11 59 122 36

6 000 DUE 03/01/28 ORIG 29,436 00 AMRT

CUSIP# 313785QNO 03/01/98 24,440 09

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 MAY 01, 2001 - MAY 31, 2001

PAYDOWNS & PAYUPS

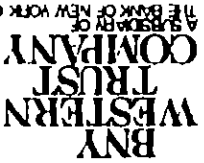
BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY

000997

DESCRIPTION	PRIOR/CURRENT RECORD/ FACTOR	PAYABLE DT	AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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TOTAL GOVERNMENT BONDS			10,421 97	10,360 35	(61 62)	1,415 36	
TOTAL FIXED INCOME INVESTMENTS			42,209 75	42,821 39	611 64	13,948 24	
TOTAL PAYDOWNS			42,209 75	42,821 39	611 64	13,948 24	

PAYDOWNS & PAYUPS



000251

DESCRIPTION	PRIOR/CURRENT FACTOR	PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS
 FIXED INCOME INVESTMENTS
 CORPORATE BONDS
 FEDERAL HOME LN MTG CORP
 7 500 DUE 11/5/25
 CUSIP# 31337EM6 07/01/96
 FIRSTPLUS HOME LN OWNER TR
 7 520 DUE 11/10/23
 CUSIP# 337925CB5 09/01/97
 FIRST ALLIANCE MTG TR
 7 825 DUE 10/25/25
 CUSIP# 31846LAL0 08/01/94
 RESOLUTION TR CORP MTG PASS
 8 000 DUE 06/25/26
 CUSIP# 76116HW7 09/01/94
 RESIDENTIAL ACCREDIT LOANS, INC
 8 000 DUE 10/25/28
 CUSIP# 76110EY7 10/01/98
 TOTAL CORPORATE BONDS

1 00000000 05/31/01 500,000 00 16,614 58 16,573 15 (41 43)
 FEDERAL HOME LN MTG CORP
 7 500 DUE 11/5/25
 CUSIP# 31337EM6 07/01/96
 FIRSTPLUS HOME LN OWNER TR
 7 520 DUE 11/10/23
 CUSIP# 337925CB5 09/01/97
 FIRST ALLIANCE MTG TR
 7 825 DUE 10/25/25
 CUSIP# 31846LAL0 08/01/94
 RESOLUTION TR CORP MTG PASS
 8 000 DUE 06/25/26
 CUSIP# 76116HW7 09/01/94
 RESIDENTIAL ACCREDIT LOANS, INC
 8 000 DUE 10/25/28
 CUSIP# 76110EY7 10/01/98
 TOTAL CORPORATE BONDS

19210235 05/31/01 192,102 35 10,455 83 10,392 52 (63 31)
 FEDERAL NATL MTG ASSN CTD
 7 000 DUE 03/18/26
 ORIG 1,000,000 00 AMRT
 181,709 83
 CUSIP# 313590CL6 07/01/97
 TOTAL GOVERNMENT BONDS

19210235 05/31/01 192,102 35 10,455 83 10,392 52 (63 31)
 FEDERAL NATL MTG ASSN CTD
 7 000 DUE 03/18/26
 ORIG 1,000,000 00 AMRT
 181,709 83
 CUSIP# 313590CL6 07/01/97
 TOTAL GOVERNMENT BONDS

60791575 05/31/01 455,936 81 5,359 51 5,339 33 (20 18)
 RESIDENTIAL ACCREDIT LOANS, INC
 8 000 DUE 10/25/28
 CUSIP# 76110EY7 10/01/98
 TOTAL CORPORATE BONDS

60791575 05/31/01 455,936 81 5,359 51 5,339 33 (20 18)
 RESIDENTIAL ACCREDIT LOANS, INC
 8 000 DUE 10/25/28
 CUSIP# 76110EY7 10/01/98
 TOTAL CORPORATE BONDS

59,666 32 60,184 30 517 98 15,450 04
 TOTAL CORPORATE BONDS

59,666 32 60,184 30 517 98 15,450 04
 TOTAL CORPORATE BONDS

10,455 83 10,392 52 (63 31)
 TOTAL GOVERNMENT BONDS

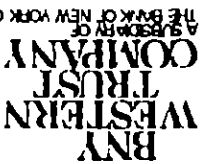
10,455 83 10,392 52 (63 31)
 TOTAL GOVERNMENT BONDS

70,122 15 70,576 82 454 67 16,570 64
 TOTAL FIXED INCOME INVESTMENTS

70,122 15 70,576 82 454 67 16,570 64
 TOTAL PAYDOWNS

PAYDOWNS & PAYUPS

001762



DESCRIPTION	FACTOR	RECORD/ PRIOR/CURRENT	AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FEDERAL HOME LN MTG CORP	7 500 DUE 11/15/25	CUSIP# 31337FM6 07/01/96	6685370 06/30/01	483,426 85	429,869 90	53,690 84	53,556 95	(133 89)	3 021 42
FIRSTPLUS HOME LN OWNER TR	7 520 DUE 11/10/23	CUSIP# 337925CB5 09/01/97	7567396 06/30/01	377,836 98	362,254 81	14,720 28	15,582 17	861 89	2,367 78
FIRST ALLIANCE MTG TR	7 825 DUE 10/25/25	CUSIP# 31846LAL0 08/01/94	1531198 06/30/01	306,239 96	298,980 40	7,416 09	7,259 56	(156 53)	1,996 94
GREEN TREE FINL CORP	7 690 DUE 01/15/28	CUSIP# 393505QX1 11/07/96	9964680 07/14/01	999,646 80	999,581 87	68 59	64 93	(3 66)	6 406 07
GREEN TREE FINL CORP	7 690 DUE 01/15/28	CUSIP# 393505QX1 11/07/96	99980862	161 82	170 93	161 82	(9 11)	6,407 10	
RESOLUTION TR CORP MTG PASS	8 000 DUE 06/25/26	CUSIP# 76116NVM7 09/01/94	5638527 06/30/01	701,435 95	696,952 62	4,559 37	4,483 33	(76 04)	4,676 25
RESIDENTIAL ACCREDIT LOANS, INC	8 000 DUE 10/25/28	CUSIP# 6110FYN7 10/01/98	6007965 06/30/01	450,597 49	445,692 88	4,923 15	4,904 61	(18 54)	1 007 74
TOTAL CORPORATE BONDS				85,549 25	86,013 37	464 12	27,878 30		
GOVERNMENT BONDS									

PAYDOWNS & PAYUPS

BNY
 WESTERN
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 COMPANY
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 THE BANK OF NEW YORK COMPANY

001763

DESCRIPTION	FACTOR	RECORD/	AMORTIZED DT	FACTOR	AMORTIZED BACK	PRIOR/CURRENT	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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FEDERAL NATL MTC ASSN LTD	18170983	06/30/01	181,709 83	169,364 08	169,364 08	12,420 96	12,345 75	(75 21)	1,059 97	
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7 000 DUE 03/18/26
 ORIG, 1,000,000 00 AMRT
 CUSIP# 313590CL6 07/01/97

TOTAL GOVERNMENT BONDS

12,420.96 12,345 75 (75 21) 1,059 97

OTHER BONDS

MERRILL LYNCH MTC INVS INC V/R RESTR	1 00000000	07/23/01	83,379 48	84979757	83,379 48	83,197 09	83,379 48	182 39		
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8 480 DUE 06/25/22
 CUSIP# 589929GZ5 04/01/94

MERRILL LYNCH MTC INVS INC V/R RESTR	85372019	06/30/01	486,620 51	84979756	484,384 61	2,231 01	2,235 90	4 89	3,439 13	
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8 480 DUE 06/25/22
 ORIG, 570,000 00 AMRT
 CUSIP# 589929GZ5 04/01/94

STRUCTURED ASSET SECS CORP V/R RESTR	1 00000000	06/30/01	1,000,000 00	84040997	840,409 97	161,734 52	159,590 03	(2,144 49)	7,173 61	
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DUE 06/25/30
 CUSIP# 86357ZMH3 11/01/96

TOTAL OTHER BONDS

247,162.62 245,205 41 (1,957 21) 10,612 74

TOTAL FIXED INCOME INVESTMENTS

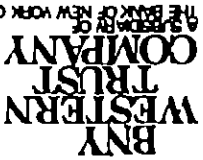
345,132 83 343,564 53 (1,568 30) 39,551 01

TOTAL PAYDOWNS

345,132 83 343,564 53 (1,568 30) 39,551 01

PAYDOWNS & PAYUPS

000374



DESCRIPTION	PRIOR/CURRENT RECORD/ PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS
 CORPORATE BONDS

FEDERAL HOME LN MTC CORP
 7 500 DUE 11/15/25
 CUSIP# 313377E6 07/01/96
 85973980 07/31/01 429,869 90 380,847 20
 72450960 07/31/01 362,254.80 348,136 87
 14949018 07/31/01 298,980 36 290,260 16

FIRSTPLUS HOME LN OWNER TR
 7 520 DUE 11/10/23
 CUSIP# 337925CB5 09/01/97
 14513008 08/27/01 14513008 08/27/01 290,260 16

FIRST ALLIANCE MTC TR
 7 825 DUE 10/25/25
 CUSIP# 31846LAL0 08/01/94
 56025129 07/31/01 696,952.61 692,787 23

RESOLUTION TR CORP MTC PASS
 8 000 DUE 06/25/26
 CUSIP# 76116NWH7 09/01/94
 59425717 07/31/01 445,692.88 440,858.56

RESIDENTIAL ACCREDIT LOANS, INC
 8 000 DUE 10/25/28
 CUSIP# 76110EYX7 10/01/98
 80,479 14 80,860 53

TOTAL CORPORATE BONDS
 159,611 85

FEDERAL NATL MTC ASSN CTD
 7 000 DUE 03/18/26
 ORIG: 1,000,000 00 AMRT:
 CUSIP# 313590CL6 07/01/97
 16936408 07/31/01 169,364 08 159,611.85

TOTAL GOVERNMENT BONDS
 9,811.64

OTHER BONDS

TOTAL GOVERNMENT BONDS
 9,811.64

COMPTON FOUNDATION
 COMPTON FOUNDATION - WITNESS
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 AUGUST 01, 2001 - AUGUST 31, 2001

PAYDOWNS & PAYUPS

000375

BNY
 WESTERN
 TRUST
 COMPANY
 A member of
 THE BANK OF NEW YORK COMPANY INC.

DESCRIPTION	PROR/CURRENT RECORD/ PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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MERRILL LYNCH WIG INVS INC V/R RESTR	84979756 07/31/01	484,384.61	95,252.31	95,461.13	208.82	3,423.20
ORIG, 570,000.00 AMRT, 388,923.48						
CUSIP# 589929GZ5 04/01/94						
STRUCTURED ASSET SECS CORP V/R RESTR	84040997 07/31/01	840,409.97	5,031.27	4,964.56	(66.71)	5,997.21
DUE 06/25/30						
CUSIP# 863572MH3 11/01/96						

TOTAL OTHER BONDS 100,283.58 100,425.69 142.11 9,420.41

TOTAL FIXED INCOME INVESTMENTS 190,574.36 191,038.45 464.09 24,931.58

TOTAL PAYDOWNS 190,574.36 191,038.45 464.09 24,931.58

PAYDOWNS & PAYUPS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

000790

DESCRIPTION	PRIO/CURRENT RECORD/ PRIOR/CURRENT	PAYABLE DT	AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FEDERAL HOME LN MTG CORP 7 500 DUE 11/15/25
 CUSIP# 31337EM6 07/01/96
 76169440 08/31/01 380,847 20 330,180 45

FIRSTPLUS HOME LN OWNER TR 7 520 DUE 11/10/23
 CUSIP# 337925CB5 09/01/97
 66834130 09/10/01 348,136 88 334,170 65

FIRST ALLIANCE MTG TR 7 825 DUE 10/25/25
 CUSIP# 31846LAL0 08/01/94
 14513009 08/31/01 290,260 18 285,059 82

RESOLUTION TR CORP MTG PASS 8 000 DUE 06/25/26
 CUSIP# 76116VM7 09/01/94
 55692922 08/31/01 692,787 23 688,778 59

RESIDENTIAL ACCREDIT LOANS, INC 8 000 DUE 10/25/28
 CUSIP# 76110EYN7 10/01/98
 58781141 08/31/01 440,858 56 436,295 96

TOTAL CORPORATE BONDS

77,956 10 78,404 58 448 48 14,011 11

GOVERNMENT BONDS

FEDERAL NATL MTG ASSN GTD REMIC

ORIG: 164,000 00 AMRT: 31,215 49
 DUE 10/25/21
 2 17583280 08/31/01 356,836 58 338,757 18 325,621 09 13,136 09)

FEDERAL NATL MTG ASSN GTD 7 000 DUE 03/18/26
 CUSIP# 31358RKH3 11/01/91
 15961185 08/31/01 159,611 85 9,366 00 9,309 29 (56 71)

CUSIP# 31359QCL6 07/01/97

TOTAL GOVERNMENT BONDS

348,123 18 334,930 38 (13,192 80) 3,309 97

PAYDOWNS & PAYUPS

DESCRIPTION	RECORD/ PRIOR/CURRENT	FACTOR	PAYABLE DT	AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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OTHER BONDS

MERRILL LYNCH MTC INVS INC V/R RESTR 68232191 08/31/01 388,923 49 37,978 75 38,062 01 83 26 2,744 11

DUE 06/25/22 CUSIP# 589929625 04/01/94

STRUCTURED ASSET SECS CORP V/R RESTR 83544541 08/31/01 19,438 45 19,180 71 (257 74) 5,905 54

DUE 06/25/30 CUSIP# 863572MH3 11/01/96

TOTAL OTHER BONDS 57,417 20 57,242 72 (174 48) 8,649 65

TOTAL FIXED INCOME INVESTMENTS 483,496 48 470,577 68 (12,918 80) 25,970 73

TOTAL PAYDOWNS 483,496 48 470,577 68 (12,918 80) 25,970 73



PAYDOWNS & PAYUPS

DESCRIPTION	RIOR/CURRENT RECORD/ PAYABLE DT	RIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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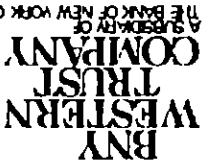
PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FEDERAL HOME LN MTG CORP 7 500 DUE 11/15/25 CUSIP# 313377EM6 07/01/96	66036090 09/30/01	330,180 45	41,333 93	41,230 85	(103 08)	2,063 63
FIRSTPLUS HOME LN OWNER TR 7 520 DUE 11/10/23 CUSIP# 337925C85 09/01/97	66834130 09/30/01	334,170 65	10,965 03	11,607 05	642 02	2,094 14
FIRST ALLIANCE MTG TR 7 825 DUE 10/25/25 CUSIP# 31846LALO 08/01/94	14252991 09/30/01	285,059 82	10,177 42	9,962 60	(214 82)	1,858 82
MID-STATE TR VI 7 790 DUE 07/01/35 ORIG, 1,100,000 00 AMRT CUSIP# 59549NAD5 04/01/97	66788574 09/15/01	734,674 31	17,954 34	17,962 76	8 42	14,307 78
RESOLUTION TR CORP MTG PASS 8 000 DUE 06/25/26 CUSIP# 76116NVW7 09/01/94	55367982 09/30/01	688,777 70	3,973 92	3,907 64	(66 28)	4,591 85
RESIDENTIAL ACCREDIT LOANS, INC 8 000 DUE 10/25/28 CUSIP# 76110EYNT 10/01/98	58172793 09/30/01	436,295 95	3,088 42	3,076 79	(11 63)	2,907 70
TOTAL CORPORATE BONDS		87,493 06	87,747 69	254 63		27,823 92
GOVERNMENT BONDS						
FEDERAL NATL MTG ASSN GTD 7 000 DUE 03/18/26 ORIG, 1,000,000 00 AMRT CUSIP# 31359QCL6 07/01/97	15030256 09/30/01	150,302 56	7,243 21	7,199 35	(43 86)	876 77
TOTAL GOVERNMENT BONDS						

PAYDOWNS & PAYUPS



001081

DESCRIPTION	PRIOR/CURRENT RECORD/ PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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OTHER BONDS

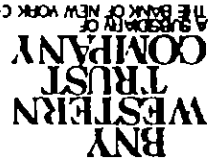
FIRSTICITY CAP HOME EQUITY LN 6 720 DUE 06/25/28 ORIG 650,000 00 AMRT 629,133 09 CUSIP# 33763NAG2 06/01/98	999999998 09/30/01	649,999 99	20,729 96	20,866 90	136 94	3,640 00
MERRILL LYNCH MTG INVS INC V/R RESTR 8 467 DUE 06/25/22 CUSIP# 589929GZ5 04/01/94	61554644 09/30/01	350,861 47	146,187 04	146,507 52	320 48	2,475 72
STRUCTURED ASSET SECS CORP V/R RESTR DUE 06/25/30 ORIG 1,000,000 00 AMRT 811,005 00 CUSIP# 86357ZMH3 11/01/96	81626470 11/14/01	816,264 70	5,330 37	5,259 70	(70 67)	5,761 30
TOTAL OTHER BONDS		172,247 37	172,634 12	386 75	11,877 02	
TOTAL FIXED INCOME INVESTMENTS		266,983 64	267,581 16	597 52	40,577 71	
TOTAL PAYDOWNS		266,983 64	267,581 16	597 52	40,577 71	

PAYDOWN-REVERSALS

FIXED INCOME INVESTMENTS		356,836 58	338,757 18	325,621 09	(13,136 09)	2,378 91
GOVERNMENT BONDS	19033837 FEDERAL NATL MTG ASSN GTD REMIC DUE 10/25/21 CUSIP# 31358RKH3 11/01/91	356,836 58	338,757 18	325,621 09	(13,136 09)	2,378 91
TOTAL FIXED INCOME INVESTMENTS		338,757 18	338,757 18	325,621 09	(13,136 09)	2,378 91
TOTAL GOVERNMENT BONDS		338,757 18	338,757 18	325,621 09	(13,136 09)	2,378 91
TOTAL PAYDOWN-REVERSALS		338,757 18	338,757 18	325,621 09	(13,136 09)	2,378 91

PAYDOWNS & PAYUPS

003255



DESCRIPTION	PRIOR/CURRENT RECORD/ PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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PAYDOWNS

FIXED INCOME INVESTMENTS

CORPORATE BONDS

FEDERAL HOME LN MTG CORP	5789920 10/31/01	288,949 60	221,726 75	67,390 91	67,222 85	1,805
7 500 DUE 11/15/25	44345350 11/15/01					
CUSIP# 3133TFM6 07/01/96						
FIRSTPLUS HOME LN OWNER TR	64512632 10/31/01	322,563 16	308,581 65	13,208 16	13,981 51	2,021 40
7 520 DUE 11/10/23	61716330 11/14/01					
CUSIP# 337925CB5 09/01/97						
FIRST ALLIANCE MTG TR	13754861 10/31/01	275,097 22	246,094 64	29,627 94	29,002 58	1,793 86
7 825 DUE 10/25/25	12304732 11/26/01					
CUSIP# 31846LAL0 08/01/94						
GREEN TREE FINL CORP	99958187 11/14/01	999,581 87	999,488 79	98 33	93 08	6,405 65
7 690 DUE 01/15/28	99948879 11/15/01					
ORIG 1,000,000 00 AMRT						
CUSIP# 393505QY1 11/07/96						
RESOLUTION TR CORP MTG PASS	55053863 10/31/01	684,870 06	681,027 33	3,907 91	3,842 73	4,565 80
8 000 DUE 06/25/26	54744962 11/29/01					
CUSIP# 76116NVW7 09/01/94						
RESIDENTIAL ACCREDIT LOANS, INC	57625556 10/31/01	433,219 17	423,442 99	9,813 13	9,776 18	2,882 87
8 000 DUE 10/25/28	56459065 11/26/01					
CUSIP# 76110EYXN7 10/01/98						
TOTAL CORPORATE BONDS		124,046 38			123,918 93	19,475 52
GOVERNMENT BONDS						
FEDERAL NATL MTG ASSN CTD	14310321 10/31/01	143,103 21	132,393 67	10,774 78	10,709 54	834 77
7 000 DUE 03/18/26	13239367 11/19/01					
ORIG 1,000,000 00 AMRT						
CUSIP# 31359QCL6 07/01/97						
TOTAL GOVERNMENT BONDS						

PAYDOWNS & PAYUPS

DESCRIPTION	PRIOR/CURRENT RECORD/ PAYABLE DT	PRIOR/CURRENT AMORTIZED FACE	COST	PROCEEDS	GAIN/(LOSS)	INTEREST RECEIVED
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OTHER BONDS

FIRSTCITY CAP HOME EQUITY LN 96789706 10/31/01 629,133 09 14,400 69 14,495 82 95 13 3,523 14

6 720 DUE 06/25/28

ORIG 650,000 00 AMRT

614,637 27

CUSIP# 33763NAG2 06/01/98

MERRILL LYNCH MTC INVS INC V/R RESTR

35851570 10/31/01

204,353 95

1,976 27

1,980 60

4 33

1,432 48

B 411 DUE 06/25/22

35504096 11/30/01

202,373 35

STRUCTURED ASSET SECS CORP V/R RESTR

81100501 10/31/01

811,005 01

5,388 37

5,316 93

(71 44)

5,719 51

CUSIP# 86357ZMH3 11/01/96

TOTAL OTHER BONDS

10,675 13

TOTAL FIXED INCOME INVESTMENTS

30,985 42

156,586 49

156,421 82

(164 67)

TOTAL PAYDOWNS

30,985 42

156,586 49

156,421 82

(164 67)

PAYDOWNS & PAYUPS

BNY
 WESTERN
 TRUST
 COMPANY
 A MEMBER OF
 THE BANK OF NEW YORK COMPANY

003184

DESCRIPTION	FACTOR	RECORD/	AMORTIZED DI	PRIOR/CURRENT	COST	PROCEEDS	GAIN/(LOSS)	INTEREST
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PAYDOWNS

FIXED INCOME INVESTMENTS
 CORPORATE BONDS

FEDERAL HOME LN MTG CORP	44345350	11/30/01	221,726	75	113,523	50	113,240	40	(283	10)	1	385	79
FIRSTPLUS HOME LN OWNER TR	61716330	11/30/01	308,581	65	12,323	61	13,045	15	721	54	1,933	78	
7 520 DUE 11/10/23	59107300	12/11/01	295,536	50									
CUSIP# 337925CB5 09/01/97													
FIRST ALLIANCE MTG TR	12304732	11/30/01	246,094	64	5,050	24	4,943	64	(106	60)	1,604	74	
7 825 DUE 10/25/25	12057550	12/26/01	241,151	00									
CUSIP# 31846LAL0 08/01/94													
RESOLUTION TR CORP MTG PASS	54744962	11/30/01	681,027	33	3,845	80	3,781	65	(64	15)	4,540	18	
8 000 DUE 06/25/26	54440971	12/28/01	677,245	68									
CUSIP# 76116NVM7 09/01/94													
RESIDENTIAL ACCREDIT LOANS, INC	56459065	11/30/01	423,442	99	38,493	94	38,348	99	(144	95)	2,821	55	
8 000 DUE 10/25/28	51345867	12/26/01	385,094	00									
CUSIP# 76110FYNT 10/01/98													
TOTAL CORPORATE BONDS			173,237	09			173,359	83	122	74	12,286	04	
GOVERNMENT BONDS													
FEDERAL NATL MTG ASSN CTD	13239367	11/30/01	132,393	67	10,234	37	10,172	40	(61	97)	772	30	
7 000 DUE 03/18/26	12222127	12/18/01	122,221	27									
ORIG, 1,000,000 00 AMRT,													
CUSIP# 31359QCL6 07/01/97													
TOTAL GOVERNMENT BONDS			10,234	37			10,172	40	(61	97)	772	30	
OTHER BONDS													

PAYDOWNS & PAYUPS

003185

BNY
WESTERN
TRUST
COMPANY
 A DIVISION OF
 THE BANK OF NEW YORK COMPANY

DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION	DESCRIPTION
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94559580 11/30/01	614,637 27	33,940 50	34,164 70	224 20	3,441 97	FIRSTCITY CAP HOME EQUITY LN ORIG: 650,000 00 AMRT: 580,472 57 CUSIP# 33763NAG2 06/01/98
35504098 11/30/01	202,373.36	1,990 70	1,995 06	4 36	1,418 52	MERRILL LYNCH MTG INVS INC V/R RESIR 8 411 DUE 06/25/22 CUSIP# 589929GZ5 04/01/94
80568808	805,688 08	12,756 50	12,587 36	(169 14)	5,678 40	STRUCTURED ASSET SECS CORP V/R RESIR DUE 06/25/30 ORIG: 1,000,000 00 AMRT: 793,100 72 CUSIP# 86357ZMH3 11/01/96

48,687 70	48,747 12	59 42	10,538 89	TOTAL OTHER BONDS
232,159 16	232,279 35	120 19	23,597 23	TOTAL FIXED INCOME INVESTMENTS
232,159 16	232,279 35	120 19	23,597 23	TOTAL PAYDOWNS

The Compton Foundation
#94-3142932/1518501
December 31, 2001

TAB 2
Investments

COMPTON FOUNDATION
94-3142932
Year ended December 31, 2001

DESCRIPTION	Key	Basis	Market
METWEST			
Corp bonds	D	14,271,602	14,664,347
Govt bonds	G	2,273,508	2,254,677
Other bonds	D	4,466,921	4,109,787
Commercial paper	E	<u>289,690</u>	<u>289,662</u>
		21,301,721	21,318,473
MELLON			
Equities	E	23,619,728	23,945,162
HARDING LOEVNER			
Equities	E	22,043,401	21,674,449
GRANT SECURITIES			
1500 sh Coronado Oil	E	52,093	-
SCHWAB			
Equities (Energizer)	E	254,906	753,447
DOMINI SOCIAL INVESTMENT			
	E	14,787,616	13,542,862
GLOBAL ENVIRONMENT FUND, LP			
	LP	<u>852,280</u>	<u>1,218,085</u>
TOTALS		<u>82,911,745</u>	<u>82,452,478</u>
Summary:			
Debt securities	23% D	18,738,523	18,774,144
Equity securities	73% E	61,047,434	60,205,582
Govt securities	3% G	2,273,508	2,254,677
Limited partnership	1% LP	<u>852,280</u>	<u>1,218,085</u>
	100%	<u>82,911,745</u>	<u>82,452,488</u>

INVESTMENT HOLDINGS SUMMARY

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	TOTAL BOOK VALUE	TOTAL MARKET VALUE	UNREALIZED GAIN/(LOSS)	PERCENT OF FUND	ESTIMATED ANNUAL INCOME	YIELD AT BOOK/MKT
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FIXED INCOME INVESTMENTS
 CORPORATE BONDS
 ASSET BACKED SECURITIES

COLLATERALIZED MORTGAGE OBLIGATIONS 108,757.56 108,695.61 (61.95) 0.50 8,136.50 7.48

MORTGAGE PASS-THROUGH CERTIFICATE 7,492,582.08 7,747,253.79 254,671.71 35.72 605,648.78 8.08

MISCELLANEOUS ASSET BACKED 505,635.00 494,674.35 (10,960.65) 2.28 37,850.00 7.49

TOTAL ASSET BACKED SECURITIES 8,106,974.64 8,350,623.75 243,649.11 38.50 651,635.28 8.04

FINANCE & INSTR CORPORATE BONDS 4,560,392.00 4,642,685.50 82,293.50 21.40 311,531.25 6.83

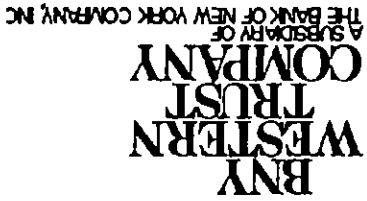
TELEPHONE CORPORATE BONDS 1,216,735.00 1,213,728.00 (3,007.00) 5.60 92,750.00 7.62

UTILITY (ELECTRIC) CORPORATE BONDS 387,500.00 457,310.00 69,810.00 2.11 42,500.00 10.97

TOTAL CORPORATE BONDS 14,271,601.64 14,664,347.25 392,745.61 67.61 1,098,416.53 7.70

GOVERNMENT BONDS
 U.S. TREASURIES 1,724,933.08 1,691,887.13 (33,045.95) 7.80 78,360.83 4.54

INVESTMENT HOLDINGS SUMMARY



DESCRIPTION	TOTAL BOOK VALUE	TOTAL MARKET VALUE	UNREALIZED GAIN/(LOSS)	PERCENT OF FUND	ESTIMATED ANNUAL INCOME	YIELD AT BOOK/MKT
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U S AGENCIES	548,575 18	562,790 30	14,215 12	2 59	37,664.56	6.87
TOTAL GOVERNMENT BONDS	2,273,508.26	2,254,677.43	(18,830.83)	10.39	116,025 39	5.10
OTHER BONDS	796,000.00	799,391 56	3,391 56	3.69	30,333 34	3.81
FOREIGN						3.79
PRIVATE PLACEMENTS	3,670,921 21	3,310,394.97	(360,526.24)	15.26	286,188 38	7.80
TOTAL OTHER BONDS	4,466,921 21	4,109,786 53	(357,134.68)	18.95	316,521 72	7.09
TOTAL FIXED INCOME INVESTMENTS	21,012,031.11	21,028,811.21	16,780 10	96.95	1,530,963.64	7.29
SHORT TERM INVESTMENTS						7.28
POOLED FUNDS & MUTUAL FUNDS	148,261.11	148,261 11	0 00	0 68	2,639.04	1.78
COMMERCIAL PAPER	289,689.86	289,661 57	(28 29)	1.34	5,074 92	1.75
TOTAL SHORT TERM INVESTMENTS	437,950.97	437,922.68	(28.29)	2 02	7,713 96	1.76
TOTAL INVESTMENTS	21,449,982 08	21,466,733 89	16,751 81	98.97	1,538,677 60	7.17
PAYABLES	0 00	0.00				7.17
RECEIVABLES	18,265 76	18,265 76				7.17

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 DECEMBER 01, 2001 - DECEMBER 31, 2001

INVESTMENT HOLDINGS SUMMARY

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

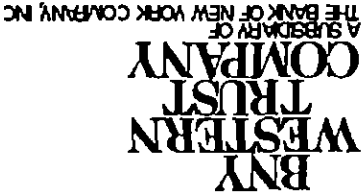
DESCRIPTION	TOTAL BOOK VALUE	TOTAL MARKET VALUE	UNREALIZED GAIN/(LOSS)	PERCENT OF FUND	ESTIMATED ANNUAL INCOME	YIELD AT BOOK/MKT
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CASH (20,990 73) (20,990 73) (0 10)

ACCRUED INCOME 226,573.45 226,573.45 1.04

TOTAL FUND 21,673,830 56 21,690,582 37 16,751.81 100.00 1,538,677 60

INVESTMENT HOLDINGS



UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	EST ANNUAL INC/	YLD AT	BK/MKT
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108,486 350	FIXED INCOME INVESTMENTS							
	CORPORATE BONDS							
	ASSET BACKED SECURITIES							
	COLLATERALIZED MORTGAGE OBLIGATIONS							
108,486 350	FEDERAL HOME LN MTG CORP	100 250	100 193	108,757 56	(61 95)	8,136 50	7 48	
	7 5000% DUE 11/15/25							
	ORIGINAL FACE							
	503,000 000							
	CUSIP # 313377FM6							
	ISSUED 07/01/96							
108,486 350	TOTAL COLLATERALIZED MORTGAGE OBLIGATIONS							
383,003 976	MORTGAGE PASS-THROUGH CERTIFICATE							
	BEAR STEARNS MTG SECS INC	104 546	101 896	400,414 95	(10,149 22)	27,576 00	6 89	
	7 2000% DUE 07/25/24							
	ORIGINAL FACE							
	1,200,000 000							
	CUSIP # 073914HM6							
	ISSUED 07/01/93							
800,000 000	CMBS INC PASS THRU CFS	101 953	103 046	815,625 00	8,743 00	62,000 00	7 60	
	7 7500% DUE 10/25/30							
	CUSIP # 12669BTS1							
	ISSUED 08/01/00							
1,000,000 000	CHASE MTG PIN TR	91 383	103 173	913,828 13	117,901 87	72,500 00	7 93	
	7 2500% DUE 02/25/30							
	CUSIP # 16162TSA5							
	ISSUED 01/01/00							
990,000 000	CONSECO PIN HOME EQUITY LN TR	100 000	103 625	990,000 00	35,884 93	79,398 00	8 02	
	8 0200% DUE 03/15/32							
	CUSIP # 20847TAH4							
	ISSUED 01/31/01							
295,536 500	FIRSTPLUS HOME LN OWNER TR	94 469	101 855	279,190 01	21,828 72	22,224 50	7 96	
	7 5200% DUE 11/10/23							
	CUSIP # 337925CB5							
	ISSUED 09/01/97							
241,151 000	FIRST ALLIANCE MTG TR	102 156	99 736	246,350 74	(5,837 54)	18,870 00	7 66	
	7 8250% DUE 10/25/25							
	ORIGINAL FACE							
	2,000,000 000							
	CUSIP # 31846LAL0							
	ISSUED 08/01/94							

INVESTMENT HOLDINGS

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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK/MARKET	UNREALIZED GAIN/(LOSS)	RST ANNUAL INC/ACCRUED INCOME	YLD AT BK/MKT
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999,488 790	GREEN TREE FINL CORP 7 6900% DUE 01/15/28 ORIGINAL FACE 1,000,000 000 CUSIP # 3935050Y1 ISSUED 11/07/96	105 637	104 868	1,055,827 17	1,048,143 70	(7,683 47)	76,861 00	7 28
1,000,000 000	GREEN TREE HOME IMPT & HOME 10 5400% DUE 07/15/26 CUSIP # 393511AD2 ISSUED 06/30/99	99 969	110 162	999,687 50	1,101,615 80	101,928 30	105,400 00	10 54
716,711 545	MID-STATE TR VI 7 7900% DUE 07/01/35 ORIGINAL FACE 1,100,000 000 CUSIP # 59549NAD5 ISSUED 04/01/97	99 953	99 957	716,375 59	716,401 78	26 19	55,831 60	7 79
677,245 679	RESOLUTION TR CORP MTG PASS 8 0000% DUE 06/25/26 ORIGINAL FACE 1,244,000 000 CUSIP # 76116NMV7 ISSUED 09/01/94	101 696	99 551	688,733 48	674,207 96	(14,525 52)	54,179 93	7 87
385,094 003	RESIDENTIAL ACCREDIT LOANS, INC 8 0000% DUE 10/25/28 ORIGINAL FACE 750,000 000 CUSIP # 76110FYN7 ISSUED 10/01/98	100 378	102 080	386,549 51	393,103 96	6,554 45	30,807 75	7 97
7,488,231 493	TOTAL MORTGAGE PASS-THROUGH CERTIFICATE	7,492,582 08	7,747,253 79	254,671 71	605,648 78	8 08	69,449.70	7 82
MISCELLANEOUS ASSET BACKED	DELTA AIR LINES INC DEL PASS 7 5700% DUE 11/18/10 CUSIP # 247367AP0 ISSUED 11/16/00	101 127	98 935	505,635 00	494,674 35	(10,960 65)	37,850 00	7 49
500,000 000	TOTAL MISCELLANEOUS ASSET BACKED	505,635 00	494,674 35	(10,960 65)	37,850 00	7 49	4,520.96	7 65
8,096,717 843	TOTAL ASSET BACKED SECURITIES	8,106,974.64	8,350,623 75	243,649.11	651,635.28	8 04	74,648.70	7.80

INVESTMENT HOLDINGS

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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	EST ANNUAL INC/	YLD AT	BK/MKT
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850,000 000	BEAR STEARNS COS INC	7 0000% DUE 03/01/07	CUSIP # 073902A21	ISSUED 02/27/97	104 375	887,187 50	19,833 33	6 71	6 82
500,000 000	CIT GROUP INC M/T/N SR NTS	2 9312% DUE 04/07/03	CUSIP # 1256PBZ3	ISSUED 04/06/01	100 387	500,000 00	14,656 25	2 93	2 92
1,400,000 000	FORD MTR CR CO	7 8750% DUE 06/15/10	CUSIP # 345397ST1	ISSUED 06/14/00	99 686	1,395,604 00	110,250 00	7 90	7 77
500,000 000	GENERAL MTRS ACCEP CORP	7 7500% DUE 01/19/10	CUSIP # 370425RP7	ISSUED 01/19/00	101 378	506,890 00	38,750 00	7 64	7 54
500,000 000	GENERAL MTRS ACCEP CORP	6 8750% DUE 09/15/11	CUSIP # 370425RX0	ISSUED 09/12/01	97 469	487,345 00	34,375 00	7 05	7 02
800,000 000	SIMON PPTY GROUP LP	6 7500% DUE 02/09/04	CUSIP # 828807AA5	ISSUED 02/09/99	99 728	797,824 00	54,000 00	6 77	6 51
4,550,000.000	TOTAL FINANCE & INSUR CORPORATE BONDS				4,560,392 00	82,293 50	311,531 25	6 83	6 71

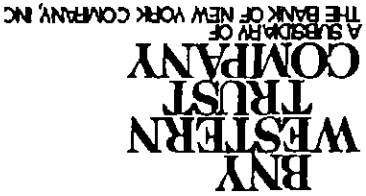
500,000 000	SPRINT CAP CORP	6 1250% DUE 11/15/08	CUSIP # 852060AC6	ISSUED 11/16/98	90 747	453,735 00	30,625 00	6 75	6 31
700,000 000	U S WEST COMMUNICATIONS DEB	8 8750% DUE 06/01/31	CUSIP # 912920AA3	ISSUED 06/01/91	109 000	763,000 00	62,125 00	8 14	8 53
1,200,000 000	TOTAL TELEPHONE CORPORATE BONDS				1,216,735.00	1,213,728 00	92,750.00	7.62	7.64

14,458 50					102 674	872,729 00	59,500 00	6 82	6 82
24,206 00					99 686	1,395,604 00	110,250 00	7 90	7 77
7,075 00					101 378	506,890 00	38,750 00	7 64	7 54
2,435 00					97 469	487,345 00	34,375 00	7 05	7 02
32,184 00					99 728	797,824 00	54,000 00	6 77	6 51
82,293 50					4,560,392 00	82,293 50	311,531 25	6 83	6 71

31,965 00					90 747	453,735 00	30,625 00	6 75	6 31
31,965 00					90 747	453,735 00	30,625 00	6 75	6 31

31,965 00					90 747	453,735 00	30,625 00	6 75	6 31
31,965 00					90 747	453,735 00	30,625 00	6 75	6 31

INVESTMENT HOLDINGS



UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	BEST ANNUAL INC/	YLD AT	BR/MKT
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500,000 000	UTILITY (ELECTRIC) CORPORATE BONDS	85000% DUE 05/01/08	85000	427,500 00	427,500 00	0.00	42,500 00	10.97	9 29
		CUSIP # 13134VAA1							
		ISSUED 04/25/01							
500,000 000	CALPINE CDA ENERGY FTR ULG	85000% DUE 05/01/08	85000	427,500 00	427,500 00	0.00	42,500 00	10.97	9 29

500,000 000	TOTAL UTILITY (ELECTRIC) CORPORATE BONDS			387,500 00	387,500 00	0.00	69,810 00	10.97	9 29
14,346,717 843	TOTAL CORPORATE BONDS			14,271,601 64	14,664,347 25	0.00	392,745.61	7.70	7 49

781,000 000	U S TREASURY NTS STRIP PRIN PMT	DUE 08/15/28	25 317	197,725 77	169,570 72	0.00	(28,155 05)	0 00	0 00
		CUSIP # 912803BP7							
		ISSUED 08/24/98							
342,433 400	U S TREASURY NOTES TRSY INFL INDX	3 8750% DUE 01/15/09	105 225	360,324 46	350,245 16	0.00	(10,079 30)	3 60	3 71
		ORIGINAL FACE							
		316,000 000							
		CUSIP # 9128274Y5							
		ISSUED 01/15/99							
140,000 000	UNITED STATES TREAS NTS	5 7500% DUE 08/15/10	106 506	149,108 48	146,956 25	0.00	(2,152 23)	5 40	5 48
		CUSIP # 9128276J6							
		ISSUED 08/15/00							
1,092,000 000	U S TREASURY BONDS	5 2500% DUE 02/15/29	93 203	1,017,774 37	1,025,115 00	0.00	7,340 63	5 63	5 59
		CUSIP # 912810FG8							
		ISSUED 02/15/99							

2,355,433 400	TOTAL U S TREASURIES			1,724,933 08	1,691,887 13	0.00	(33,045 95)	4.54	4.63
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45,000 000	FEDERAL HOME LN MTG CORP REMIC	6 5000% DUE 09/15/30	99 480	44,766 21	44,820 90	0.00	54 69	6 53	6 53
		CUSIP # 31337TD24							
		ISSUED 05/01/01							

INVESTMENT HOLDINGS

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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	RST ANNUAL INC/ YLD AT	ACCRUED INCOME	BR/MKT
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366,447.806	FEDERAL NATL MTG ASSN GTD REMIC DUE 10/25/21 ORIGINAL FACE 164,000,000 CUSIP # 31358KRH3 ISSUED 11/01/91	103.928	107.361	380,843.18	393,423.09	12,579.91	26,184.56	6.88	6.66
122,221.270	FEDERAL NATL MTG ASSN GTD 7.000% DUE 03/18/26 ORIGINAL FACE 1,000,000,000 CUSIP # 31359QCL6 ISSUED 07/01/97	100.609	101.902	122,965.79	124,546.31	1,580.52	8,555.00	6.96	6.87
533,669.076	TOTAL U S AGENCIES	548,575.18	562,790.30	2,273,508.26	2,254,677.43	14,215.12	37,664.56	6.87	6.69
2,889,102.476	TOTAL GOVERNMENT BONDS	2,273,508.26	2,254,677.43	(18,830.83)	116,025.39	31,781.70	5.10	5.15	
	OTHER BONDS								
	FOREIGN								
800,000.000	LEHMAN BROS HLDC DUR 03/17/07 CUSIP # G5689JAL2 ISSUED 03/17/97	99.500	99.924	796,000.00	799,391.56	3,391.56	30,333.34	3.81	3.79
800,000.000	TOTAL FOREIGN	796,000.00	799,391.56	3,391.56	30,333.34	1,179.63	3.79	3.81	
500,000.000	PRIVATE PLACEMENTS								
500,000.000	AT&T CORP **PP* 7.3000% DUE 11/15/11 CUSIP # 001957AZ22 ISSUED 11/21/01	99.653	102.442	498,265.00	512,210.00	13,945.00	36,500.00	7.33	7.13
580,472.575	FIRSTCITY CAP HOME EQUITY LN 6.7200% DUE 06/25/28 ORIGINAL FACE 650,000,000 CUSIP # 33763NAG2 ISSUED 06/01/98	99.344	102.986	576,663.23	597,805.37	21,142.14	39,007.80	6.76	6.53
1,500,000.000	LUMBERMEN MUT CAS CO RESTR 144A **PP* 8.4500% DUE 12/01/97 CUSIP # 550060AD9 ISSUED 11/21/97	106.153	80.676	1,592,295.00	1,210,140.00	(382,155.00)	126,750.00	7.96	10.47

INVESTMENT HOLDINGS

BNY WESTERN TRUST COMPANY
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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	BEST ANNUAL INC/	YLD AT	ACCRUED INCOME	BR/MKT
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200,378 302	MERRILL LYNCH MTG INVS INC V/R RESTR 8 4113# DUE 06/25/22 570,000 000 ORIGINAL FACE CUSIP # 589929GZ5 ISSUED 04/01/94	99 781	100 909	199,939 96	2,258 92	16,854 33	8 43	1,404 53	8 34
793,100 700	STRUCTURED ASSET SECS CORP V/R RESTR DUE 06/25/30 1,000,000 000 ORIGINAL FACE CUSIP # 863572MH3 ISSUED 11/01/96	101 344	99 362	803,758 02	(15,717 30)	67,076 25	8 35	5,589 69	8 51
3,573,951 577	TOTAL PRIVATE PLACEMENTS			3,670,921.21	(360,526 24)	286,188 38	7 80	24,862.90	8.65
4,373,951.577	TOTAL OTHER BONDS			4,466,921 21	(357,134.68)	316,521 72	7 09	26,042 53	7.70
21,609,771 896	TOTAL FIXED INCOME INVESTMENTS			21,012,031 11	16,780.10	1,530,963.64	7 29	225,945 14	7 28
148,261 110	SHORT TERM INVESTMENTS			148,261 11					
	NATIONS CASH RESERVE INVESTOR CL FD #241 CUSIP # S99995860	1 000		148,261 11	0 00	2,639 04	1 78	360 47	1 78
148,261 110	TOTAL POOLED FUNDS & MUTUAL FUNDS			148,261 11	0.00	2,639.04	1 78	360 47	1 78
290,000 000	COMMERCIAL PAPER GENERAL ELEC CAP CORP DISC C/P CPDS DUE 01/04/02 CUSIP # 36959J445 ISSUED 04/09/01	99 893	99 976	289,689 86	(28 29)	5,074 92	1 75	267 84	1 75
290,000 000	TOTAL COMMERCIAL PAPER			289,689.86	(28 29)	5,074.92	1 75	267.84	1 75
438,261 110	TOTAL SHORT TERM INVESTMENTS			437,950 97	(28 29)	7,713.96	1 76	628.31	1 76

COMPTON FOUNDATION
 COMPTON FOUNDATION - METWEST
 ACCOUNT NUMBER 000567428
 MONTHLY REPORT / TRADE DATE BASIS
 DECEMBER 01, 2001 - DECEMBER 31, 2001

INVESTMENT HOLDINGS

BNY
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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	EST ANNUAL INC/	YLD AT
		BOOK/MARKET		BOOK MARKET	GAIN/(LOSS)	ACCRUED INCOME	BK/MKT

21,048,033.006	TOTAL INVESTMENTS	21,449,982.08		21,466,733.89		1,538,677.60	7.17
	PAYABLES	0.00		0.00			
	RECEIVABLES	18,265.76		18,265.76			
	CASH	(20,990.73)		(20,990.73)			
	ACCRUED INCOME	226,573.45		226,573.45		226,573.45	7.17
	TOTAL FUND	21,673,830.56		21,690,582.37		1,538,677.60	7.17

16,751.81		16,751.81		16,751.81		226,573.45	
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INVESTMENT HOLDINGS

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 THE BANK OF NEW YORK COMPANY, INC

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	BEST ANNUAL INC/ YLD AT	ACCURED INCOME	BK/MKT
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EQUITIES
 COMMON STOCKS
 CONSUMER NON-DURABLES
 APPAREL & SHOES

2,300 000	NIKE INC CL B CUSIP # 654106103	48 396	56 240	111,311 03	18,040 97	1,104 00	276 00	0 99
2,200 000	RUSSELL CORP COM CUSIP # 782352108	15 618	33,022 00	34,359 28	(1 337 28)	352 00	0 00	1 07
4,500 000	TOTAL APPAREL & SHOES			145,670 31	16,703 69	1,456 00	276 00	1 00

BROADCASTING & PUBLISHING

3,600 000	AOL TIME WARNER INC CUSIP # 00184A105	41 053	32 100	147,789 60	(32,229 60)	0 00	0 00	0 00
6,000 000	FOX ENTMT GROUP INC CUSIP # 35138T107	22 386	26 530	134,315 71	24,864 29	0 00	0 00	0 00
2,000 000	GANNETT CO INC COM CUSIP # 364730101	54 478	67 230	108,955 28	25,504 72	1,840 00	460 00	1 69
2,100 000	TRIBUNE CO NEW COM CUSIP # 896047107	43 296	37 430	90,922 44	(12,319 44)	924 00	0 00	1 02
3,500 000	USA NETWORKS INC CUSIP # 902984103	20 692	27 310	72,422 04	23,162 96	0 00	0 00	0 00
1,800 000	UNIVISION COMMUNICATIONS INC CUSIP # 914906102	42 926	40 460	77,265 94	(4,437 94)	0 00	0 00	0 00
5,600 000	VIACOM INC CL B CUSIP # 925524308	35 556	44 150	199,114 80	48,125 20	0 00	0 00	0 00
24,600 000	TOTAL BROADCASTING & PUBLISHING			830,785.81	72,670 19	2,764 00	460 00	0 33

INVESTMENT HOLDINGS

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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK/MARKET	UNREALIZED	EST ANNUAL INC/	YLD AT	BK/MKT
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4,000 000	KIMBERLY-CLARK CORP COM	69 950	279,800 60	279,800 60	279,800 60	(40,600 60)	4,480 00	1 60	1 87
3,600 000	PROCTER & GAMBLE CO COM	72 414	260,689 27	260,689 27	260,689 27	24,178 73	5,472 00	2 10	1 92
7,600 000	TOTAL COSMETICS & RELATED PRODUCTS	540,489 87	524,068 00	540,489 87	524,068 00	(16,421 87)	9,952 00	1 84	1 90
2,600 000	ABBOTT LABORATORIES	50 593	131,540 82	131,540 82	131,540 82	13,409 18	2,184 00	1 66	1 51
3,600 000	BRISTOL MYERS SQUIBB CO COM	58 262	209,743 44	209,743 44	183,600 00	(26,143 44)	4,032 00	1 92	2 20
5,000 000	MERCK & CO INC	85 573	427,866 95	427,866 95	294,000 00	(133,866 95)	7,000 00	1 64	2 38
11,200 000	TOTAL DRUGS & HEALTH CARE PRODUCTS	769,151.21	622,550 00	769,151.21	622,550 00	(146,601 21)	13,216 00	1.72	2.12
5,700 000	CONAGRA FOODS INC	19 004	108,324 66	108,324 66	135,489 00	27,164 34	5,358 00	4 95	3 95
2,300 000	GENERAL MILLS INC COM	43 900	100,969 61	100,969 61	119,623 00	18,653 39	2,530 00	2 51	2 11
10,100 000	TYSON FOODS INC CL A	9 255	93,471 45	93,471 45	116,655 00	23,183 55	1,616 00	1 73	1 39
18,100 000	TOTAL FOODS	302,765 72	371,767 00	302,765 72	371,767 00	69,001 28	9,504 00	3 14	2 56

INVESTMENT HOLDINGS

THE BANK OF NEW YORK COMPANY INC



UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	EST ANNUAL INC/	YLD AT	BK/MKT
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3,800 000	BRINKER INTL INC CUSIP # 109641100	27 147		103,159 00	9,929 00	0 00	0 00	0 00
5,900 000	DARDEN RESTAURANTS INC COM CUSIP # 237194105	16 536		97,563 00	111,297 00	472 00	0 48	0 23
3,400 000	STARWOOD HOTELS & RESORTS WORLDWIDE INC CUSIP # 855590A203	23 325		79,305 93	22,184 07	2,720 00	3 43	2 68
13,100 000	TOTAL RESTAURANTS, FOOD SERVICE & LODGING	280,027 93		423,438,00	143,410 07	3,192 00	1.14	0 75
2,800 000	FEDERATED DEPT STORES INC COM CUSIP # 31410H101	40 758		114,122 12	397 88	0 00	0 00	0 00
3,600 000	PENNEY J C CO INC CUSIP # 708160106	27 768		99,964 08	(3,124 08)	1,800 00	1 80	1 86
2,700 000	SEARS ROEBUCK & COMPANY CUSIP # 812387108	34 060		91,961 12	36,666 88	2,484 00	2 70	1 93
4,400 000	TALBOTS INC CUSIP # 874161102	44 791		197,078 25	(37,578 25)	1,408 00	0 71	0 88
13,500 000	TOTAL RETAILING	503,125 57		499,488 00	(3,637 57)	5,692 00	1 13	1 14
2,300 000	SOAP & OTHER HOUSEHOLD PRODUCTS CLOROX COMPANY COMMON CUSIP # 189054109	39 744		91,411 48	(446 48)	1,932 00	2 11	2 12
2,300 000	TOTAL SOAP & OTHER HOUSEHOLD PRODUCTS	91,411 48		90,965 00	(446 48)	1,932 00	2 11	2 12
94,900 000	TOTAL CONSUMER NON-DURABLES	3,463,427 90		3,598,106 00	134,678 10	47,708 00	1 38	1 33

INVESTMENT HOLDINGS

BNY
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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	EST ANNUAL INC/	YLD AT	BK/MKT
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CONSUMER DURABLES									
	AUTOZONE INC	74 728	71 800	74,728 00	71,800 00	(2,928 00)	0 00	0 00	0 00
	FORD MOTOR CO DEL	26 078	15 720	203,408 63	122,616 00	(80,792 63)	4,680 00	2 30	3 82
	GENERAL MOTORS CORPORATION COM	47 332	104,129 30	104,129 30	106,920 00	2,790 70	4,400 00	4 23	4 23
	CUSIP # 370442105								
2,800 000	ITT INDS INC	49 408	138,343 52	138,343 52	141,400 00	3,056 48	1,680 00	1 21	1 19
	CUSIP # 450911102								
1,800 000	MAGNA INTL INC CL A	61 835	111,302 75	111,302 75	114,246 00	2,943 25	2,448 00	2 20	2 14
	CUSIP # 559222401								
600 000	SPX CORP COM	129 994	77,996 52	77,996 52	82,140 00	4,143 48	0 00	0 00	0 00
	CUSIP # 784635104								
16,200.000	TOTAL AUTOS, TIRES & RELATED PRODUCTS			709,908 72	639,122.00	(70,786 72)	13,208 00	1.86	2.07
16,200.000	TOTAL CONSUMER DURABLES			709,908 72	639,122.00	(70,786 72)	13,208.00	1.86	2.07
MATERIALS & SERVICES									
	BUILDING								
1,300 000	CENTEX CORP	55 109	71,641 31	71,641 31	74,217 00	2,575 69	208 00	0 29	0 28
	CUSIP # 152312104								
2,100 000	LENNAR CORP	36 733	77,139 28	77,139 28	98,322 00	21,182 72	105 00	0 14	0 11
	CUSIP # 526057104								
4,200 000	YORK INTL CORP COM NEW	26 316	110,528 28	110,528 28	160,146 00	49,617 72	2,520 00	2 28	1 57
	CUSIP # 986670107								
7,600.000	TOTAL BUILDING			259,308.87	332,685 00	73,376 13	2,833.00	1 09	0 85

INVESTMENT HOLDINGS

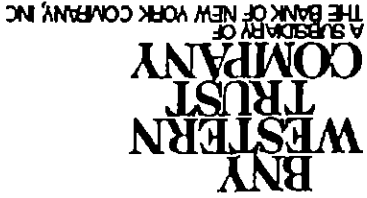
BNY
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COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	GAIN/(LOSS)	EST ANNUAL INC/	YLD AT	ACCURD INCOME	BK/MKT
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2,400 000	AUTOMATIC DATA PROCESSING INC COMMON	55 417	133,000 71	141,360 00	141,360 00	8,359 29	1,104 00	0 83	0 83	1,104 00	0 78
4,015 000	DEAN FOODS CO NEW	45 300	181,878 59	273,823 00	181,878 59	91,944 41	0 00	0 00	0 00	0 00	0 00
2,900 000	HONEYWELL INTL INC	31 690	91,901 58	98,078 00	91,901 58	6,176 42	2,175 00	2 37	2 37	2,175 00	2 22
1,900 000	ITT EDL SVCS INC COM	36 952	70,209 00	70,053 00	70,209 00	(156 00)	0 00	0 00	0 00	0 00	0 00
15,100 000	LIBERTY MEDIA CORP NEW	15 803	238,627 98	211,400 00	238,627 98	(27,227 98)	0 00	0 00	0 00	0 00	0 00
4,000 000	MIRANT CORP	34 427	137,709 84	64,080 00	137,709 84	(73,629 84)	0 00	0 00	0 00	0 00	0 00
2,400 000	OMNICOM GROUP INC COM	29 506	70,814 25	214,440 00	70,814 25	143,625 75	1,920 00	2 71	2 71	1,920 00	0 90
4,800 000	REPUBLIC SVCS COM	19 484	93,521 76	95,856 00	93,521 76	2,334 24	0 00	0 00	0 00	0 00	0 00
37,515 000	TOTAL BUSINESS PRODUCTS & SERVICES		1,017,663.71	1,169,090 00	1,017,663.71	151,426 29	5,199 00	0 51	0 51	756.00	0 44
3,500 000	AIR PRODUCTS AND CHEMICALS INC COMMON	38 060	133,209 26	164,185 00	133,209 26	30,975 74	2,800 00	2 10	2 10	2,800 00	1 71
3,900 000	ENGELHARD CORPORATION COM	22 270	86,851 77	107,952 00	86,851 77	21,100 23	1,560 00	1 80	1 80	1,560 00	1 45
3,800 000	LUBRIZOL CORP NEW	29 289	111,296 94	133,342 00	111,296 94	22,045 06	3,952 00	3 55	3 55	3,952 00	2 96
3,300 000	PPG INDUSTRIES INC	54 904	181,183 53	170,676 00	181,183 53	(10,507 53)	5,544 00	3 06	3 06	5,544 00	3 25

CHEMICALS

INVESTMENT HOLDINGS



UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	EST ANNUAL INC/	YLD AT	BR/MKT
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2,400 000	SIGMA ALDRICH CORP CUSIP # 826552101	45 169	39 410	108,405 51	94,584 00	(13,821 51)	816 00	0 75	204 00
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16,900 000	TOTAL CHEMICALS	620,947 01	670,739 00	49,791 99	14,672 00	2 36	904 00	2 19	
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2,600 000	COOPER INDUSTRIES INCORPORATED COM CUSIP # 216669101	35 540	34 920	92,403 44	90,792 00	(1,611 44)	3,640 00	3 94	4 01
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1,400 000	F M C CORP COM NEW CUSIP # 302491303	72 068	59 500	100,895 48	83,300 00	(17,595 48)	0 00	0 00	0 00
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3,100 000	TYCO INTL LTD COM CUSIP # 902124106	57 706	58 900	178,888 00	182,590 00	3,702 00	155 00	0 09	38 75
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7,100 000	TOTAL DIVERSIFIED COMPANIES	372,186 92	356,682 00	(15,504 92)	3,795 00	1 02	38 75	1 06	
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850 000	HOSPITAL SUPPLIES & MEDICAL SVCS CARDINAL HEALTH INC COM CUSIP # 14149Y108	48 377	64 660	41,120 53	54,961 00	13,840 47	85 00	0 21	21 25
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1,800 000	GENZYME CORP GENERAL DIVISION COM STK CUSIP # 372917104	32 178	59 860	57,119 92	107,748 00	49,828 08	0 00	0 00	0 00
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2,300 000	IMS HEALTH INC CUSIP # 449934108	27 336	19 510	62,873 81	44,873 00	(18,000 81)	184 00	0 29	0 41
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5,500 000	JOHNSON & JOHNSON COM CUSIP # 478160104	47 704	59 100	262,371 42	325,050 00	62,678 58	3,960 00	1 51	1 22
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3,900 000	TENET HEALTHCARE CORP COM CUSIP # 88033G100	43 233	58 720	168,609 80	229,008 00	60,398 20	0 00	0 00	0 00
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700 000	WELLPOINT HEALTH NETWORKS INC CUSIP # 94973H108	99 974	116 850	69,981 65	81,795 00	11,813 35	0 00	0 00	0 00
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INVESTMENT HOLDINGS

BNY WESTERN TRUST COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC.

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	EST ANNUAL INC/	YLD AT	BR/MKT
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15,050,000	TOTAL HOSPITAL SUPPLIES & MEDICAL SVCS	662,877.13	843,435 00	180,557 87	4,229.00	21 25	0.64	0.50	
6,500,000	METALS & MINING	ALCOA INC	CUSIP # 013817101	40 771	265,012 50	(33,937 50)	3,900 00	1 47	0 00
6,500,000	TOTAL METALS & MINING			231,075 00	265,012 50	(33,937.50)	3,900 00	1.47	0 00
4,800,000	PULP & PAPER	INTERNATIONAL PAPER COMPANY COMMON	CUSIP # 460146103	40 355	193,704 96	(24 96)	4,800 00	2.48	0 00
4,800,000	TOTAL PULP & PAPER			193,704 96	193,704 96	(24 96)	4,800 00	2.48	0 00
95,465,000	TOTAL MATERIALS & SERVICES			3,391,701 10	3,391,701 10	405,684 90	39,428 00	1 16	1,720.00
3,300,000	MACHINERY	CATERPILLAR INC	CUSIP # 149123101	49 760	164,207 67	8,217 33	4,620 00	2 81	0 00
1,200,000	DANAHER CORP COMMON	DANAHER CORP COMMON	CUSIP # 235851102	62 325	74,790 00	(2,418 00)	96 00	0 13	24 00
3,400,000	DOVER CORPORATION	DOVER CORPORATION	CUSIP # 260003108	38 625	131,324 75	(5,286 75)	1,836 00	1 40	0 00
3,500,000	STANLEY WORKS COMMON	STANLEY WORKS COMMON	CUSIP # 854616109	33 607	117,624 15	45,370 85	3,360 00	2 86	0 00
11,400,000	TOTAL MACHINERY			487,946.57	487,946.57	45,883 43	9,912 00	2 03	24 00



INVESTMENT HOLDINGS

A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC.

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	RST ANNUAL INC/ ACCRUED INCOME	YLD AT BK/MKT
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1,100,000	MISCELLANEOUS CAPITAL GOODS	80 138	90 000	88,152 00	99,000 00	10,848 00	10,848 00	0 00
	L-3 COMMUNICATIONS HLDS INC		CUSIP # 502424104					

1,100,000	TOTAL MISCELLANEOUS CAPITAL GOODS	88,152 00	99,000 00	88,152 00	99,000 00	10,848 00	0 00	0 00
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9,600 000	OFFICE EQUIPMENT	24 996	20 540	239,958 88	197,184 00	(42,774 88)	3,072 00	1 28
	HEWLETT PACKARD COMPANY		CUSIP # 428236103					

3,000 000	INTERNATIONAL BUSINESS MACHINES CORP	94 398	120 960	283,194 82	362,880 00	79,685 18	1,680 00	0 59
			CUSIP # 459200101					

12,600 000	TOTAL OFFICE EQUIPMENT	523,153 70	560,064 00	523,153 70	560,064 00	36,910 30	4,752 00	0 91
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25,100 000	TOTAL CAPITAL GOODS & SERVICES	1,099,252 27	1,192,894 00	1,099,252 27	1,192,894 00	93,641 73	14,664 00	1 33
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	TECHNOLOGY	35 650	38 780	213,898 43	232,680 00	18,781 57	4,080 00	1 91
6,000 000	BOEING COMPANY		CUSIP # 097023105					

1,800 000	GENERAL DYNAMICS CORPORATION COM	82 519	79 640	148,534 20	143,352 00	(5,182 20)	2,016 00	1 36
			CUSIP # 369550108					

2,600 000	UNITED TECHNOLOGIES CORP	58 933	64 630	153,224 76	168,038 00	14,813 24	2,340 00	1 53
			CUSIP # 913017109					

10,400 000	TOTAL AEROSPACE & DEFENSE	515,657 39	544,070 00	515,657 39	544,070 00	28,412 61	8,436 00	1 64
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	COMPUTER EQUIPMENT & SOFTWARE	21 609	21 900	136,134 25	137,970 00	1,835 75	0 00	0 00
6,300 000	APPLE COMPUTER INC COM							

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INVESTMENT HOLDINGS

BNY
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 THE BANK OF NEW YORK COMPANY INC

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	EST ANNUAL INC/ YLD AT	ACCRUED INCOME	BR/MKT
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8,800 000	COMPUWARE CORP CUSIP # 205638109	10 330	11 790	90,900 59	103,752 00	12,851 41	0 00	0 00	0 00
2,200 000	ELECTRONIC DATA SYS CORP CUSIP # 285661104	69 377	68 550	152,630 00	150,810 00	(1,820 00)	1,320 00	0 86	0 88
2,400 000	NCR CORP CUSIP # 628862108	45 336	36 860	108,806 25	88,464 00	(20,342 25)	0 00	0 00	0 00
1,900 000	NOVELLUS SYS INC CUSIP # 670008101	44 962	39 450	85,428 08	74,955 00	(10,473 08)	0 00	0 00	0 00
21,600 000	TOTAL COMPUTER EQUIPMENT & SOFTWARE	573,899 17	555,951 00	(17,948.17)	1,320 00	0 23	0 00	0 24	0 00
1,600 000	INTERFIL CORPORATION CUSIP # 460695109	35 933	32 250	57,492 39	51,600 00	(5,892 39)	0 00	0 00	0 00
3,200 000	KEMET CORP CUSIP # 488360108	21 513	17 750	68,840 00	56,800 00	(12,040 00)	0 00	0 00	0 00
7,600 000	MOTOROLA INC COM CUSIP # 620076109	17 956	15 020	136,468 64	114,152 00	(22,316 64)	1,216 00	0 89	1 07
6,600 000	ROCKWELL INTL CORP NEW CUSIP # 773903109	16 891	17 860	111,478 75	117,876 00	6,397 25	4,356 00	3 91	0 00
2,700 000	VISHAY INTERTECHNOLOGY INC COM CUSIP # 928298108	20 347	19 500	54,938 00	52,650 00	(2,288 00)	0 00	0 00	0 00
21,700 000	TOTAL ELECTRICAL EQUIPMENT & ELECTRONICS	429,217 78	393,078.00	(36,139.78)	5,572 00	1.30	304 00	1.42	1.03
53,700 000	TOTAL TECHNOLOGY	1,518,774 34	1,493,099 00	(25,675.34)	15,328 00	1 01	304 00	1 01	1 03

INVESTMENT HOLDINGS

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 THE BANK OF NEW YORK COMPANY, INC

UNITS	DESCRIPTION	UNIT VALUE	TOTAL VALUE	UNREALIZED	EST ANNUAL INC/ ACCRUED INCOME	YLD AT BK/MKT
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1,600 000	ANADARKO PETE CORP CUSIP # 032511107	40 857	65,371 44	25,588 56	480 00	0 73
7,080 000	CHEVRONTXACO CORP CUSIP # 166764100	87 862	622,061 40	634,438 80	19,824 00	3 19
3,100 000	CONSOL ENERGY INC CUSIP # 20854P109	25 958	80,469 03	(3,465 03)	3,472 00	4 31
4,800 000	DYNEGY INC NEW CL A CUSIP # 26816Q101	36 959	177,401 04	(55,001 04)	1,440 00	0 81
0 000	EL PASO CORPORATION CUSIP # 28336L109	0 000	0 00	0 00	0 00	0 00
27,000 000	EXXON MOBIL CORP CUSIP # 30231G102	44 678	1,206,318 28	(145,218 28)	24,840 00	2 06
2,300 000	MITCHELL ENERGY & DEV CORP CL A CUSIP # 606592202	53 761	123,649 97	(1,059 97)	1,219 00	0 99
3,500 000	NEWFIELD EXPL CO CUSIP # 651290108	36 489	127,710 25	(3,425 25)	0 00	0 00
1,500 000	NOBLE DRILLING CORP COM CUSIP # 655042109	44 252	66,377 88	(15,317 88)	0 00	0 00
3,300 000	PHILIPS PETROLEUM COMPANY COMMON CUSIP # 718507106	55 029	181,595 90	17,262 10	4,752 00	2 62
2,200 000	VALERO ENERGY CORP NEW CUSIP # 91913Y100	35 653	78,436 96	5,427 04	880 00	1 12
56,380 000	TOTAL OIL & COAL	2,729,392 15	2,566,559 80	(162,832 35)	56,907 00	2 08
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INVESTMENT HOLDINGS

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 THE BANK OF NEW YORK COMPANY, INC.

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	RST ANNUAL INC/	YLD AT	BR/MKT
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5,906,000	WILLIAMS CO INC	30 391		179,490 40		4,724 80	2 63	
	CUSIP # 969457100	25 520		150,721 12			3 13	
5,906,000	TOTAL OIL SERVICE			179,490 40		(28,769 28)	2 63	
62,286,000	TOTAL ENERGY			2,908,882 55		(191,601.63)	2 12	61,631 80
				2,717,280 92			2 27	687 25
3,300,000	BURLINGTON NORTHERN SANTA FE CORP	25 534		84,263 19		9,885 81	1 88	1,584 00
	CUSIP # 121897104	28 530		94,149 00			1 68	396 00
4,600,000	SOUTHWEST AIRLINES CO	18 499		85,095 80		(87 80)	0 10	82 80
	CUSIP # 844741108	18 480		85,008 00			0 10	20 70
7,900,000	TOTAL TRANSPORTATION PRODUCTS & SERVICES			169,358 99		9,798.01	0 98	1,666 80
7,900,000	TOTAL TRANSPORTATION			169,358 99		9,798.01	0 98	1,666 80
3,100,000	ALLEGHENY ENERGY INC	40 035		124,109 59		(11,827 59)	4 30	5,332 00
	CUSIP # 017361106	36 220		112,282 00			4 75	0 00
3,800,000	CINERGY CORP COM	32 458		123,340 00		3,694 00	5 55	6,840 00
	CUSIP # 172474108	33 430		127,034 00			5 38	0 00
3,100,000	IDACORP INC	38 232		118,519 03		7,340 97	4 87	5,766 00
	CUSIP # 451107106	40 600		125,860 00			4 58	0 00
900,000	JOHNSON CONTROLS INC	79 260		71,333 55		1,341 45	1 67	1,188 00
	CUSIP # 478366107	80 750		72,675 00			1 63	0 00
4,600,000	POTOMAC ELECTRIC POWER COMPANY COM	21 690		99,771 94		4,050 06	4 61	4,600 00
	CUSIP # 737679100	22 570		103,822 00			4 43	0 00

INVESTMENT HOLDINGS

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UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	EST ANNUAL INC/	YLD AT	BK/MKT
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5,700 000	RELIANT ENERGY INC	27 018	154,004 88	154,004 88	151,164 00	(2,840 88)	8,550 00	5 55	0 00
	CUSIP # 75952J108							5 66	
3,200 000	UTILICORP UNITED INC COM	30 589	97,886 00	97,886 00	97,886 00	(17,342 00)	3,840 00	3 92	0 00
	CUSIP # 918005109							4 77	

24,400 000	TOTAL UTILITIES - ELECTRIC	788,964 99	773,381 00			(15,583.99)	36,116 00	4 58	0 00
	UTILITIES - GAS							4 67	
2,500 000	KEYSPAN CORP	33 529	83,823 50	83,823 50	86,625 00	2,801 50	4,450 00	5 31	0 00
	CUSIP # 49337M100							5 14	

2,500.000	TOTAL UTILITIES - GAS	83,823 50	86,625 00			2,801 50	4,450.00	5 31	0 00
	UTILITIES - TELECOMMUNICATIONS							5 14	
15,100 000	A T & T CORP COM	18 514	279,554 36	279,554 36	273,914 00	(5,640 38)	2,265 00	0 81	0 00
	CUSIP # 001957109							0 83	

5,400 000	AT&T WIRELESS SVCS INC	15 200	82,079 86	82,079 86	77,598 00	(4,481 86)	0 00	0 00	0 00
	CUSIP # 00209A106							0 00	
5,600 000	BELLSOUTH CORPORATION	36 278	203,159 22	203,159 22	213,640 00	10,480 78	4,256 00	2 09	0 00
	CUSIP # 079860102							1 99	

13,900 000	SBC COMMUNICATIONS INC	43 872	609,827 21	609,827 21	544,463 00	(65,364 21)	14,247 50	2 34	0 00
	CUSIP # 76387G103							2 62	
11,100 000	VERIZON COMMUNICATIONS INC	53 391	592,636 32	592,636 32	526,806 00	(65,830 32)	17,094 00	2 88	0 00
	CUSIP # 92343V104							3 24	

70,700 000	TOTAL UTILITIES - TELECOMMUNICATIONS	2,083,608.42	1,912,389 00			(171,219 42)	37,862 50	1 82	0 00
	WORLDCOM INC	16 140	316,351 43	316,351 43	275,968 00	(40,383 43)	0 00	0 00	0 00
	CUSIP # 98157D106							1 98	

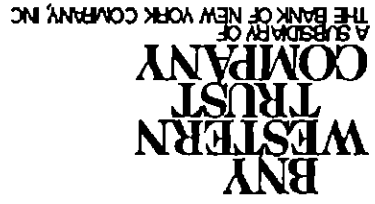
INVESTMENT HOLDINGS

BNY
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 THE BANK OF NEW YORK COMPANY INC

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	UNREALIZED	NET ANNUAL INC/ YLD AT	ACCRUED INCOME	BK/MKT
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7,600 000	UTILITIES - MISCELLANEOUS	31 029		235,823 00	127,604 00	(108,219 00)	0 00	0 00
	CALPINE CORP							
	CUSIP # 131347106	16 790		127,604 00			0 00	0 00
7,600 000	TOTAL UTILITIES - MISCELLANEOUS			235,823 00	127,604 00	(108,219 00)	0 00	0 00
105,200 000	TOTAL UTILITIES			3,192,219.91	2,899,999 00	(292,220 91)	78,428.50	2 46
							566 25	2 70
2,700 000	ALISTATE CORP COM	29 132		78,656 75	90,990 00	12,333 25	2,052 00	2 61
	CUSIP # 020002101	33 700		90,990 00			513 00	2 26
2,400 000	AMBAC FINANCIAL GROUP INC	57 663		138,391 54	138,864 00	472 46	864 00	0 62
	AMERICAN INTERNATIONAL GROUP INC COM	67 679		272,270 90	319,426 20	47,155 30	675 86	0 25
	CUSIP # 026874107	79 400		319,426 20			0 00	0 21
6,600 000	AM SOUTH BAN CORPORATION COM	18 073		119,281 82	124,740 00	5,458 18	5,808 00	4 87
	CUSIP # 021265102	18 900		124,740 00			1,452 00	4 66
9,800 000	BANK AMER CORP	53 771		526,957 26	616,910 00	89,952 74	23,520 00	4 46
	BANK OF NEW YORK COMPANY INC COM	36 093		140,763 58	159,120 00	18,356 42	2,808 00	1 99
	CUSIP # 064057102	40 800		159,120 00			0 00	1 76
5,938 000	CHARTER ONE FINL INC	25 745		152,873 43	161,216 70	8,343 27	4,750 40	3 11
	CUSIP # 160903100	27 150		161,216 70			0 00	2 95
23,800 000	CITIGROUP INC	48 601		1,156,713 00	1,201,424 00	44,711 00	15,232 00	1 32
	CUSIP # 172967101	50 480		1,201,424 00			0 00	1 27
1,900 000	COUNTRYWIDE CR INDS INC COM	42 195		80,170 69	77,843 00	(2,327 69)	760 00	0 95
	CUSIP # 222372104	40 970		77,843 00			0 00	0 98
2,200 000	EQUITY RESIDENTIAL PRYS TR SBI	28 564		62,839 70	63,162 00	322 30	3,806 00	6 06
	CUSIP # 29476L107	28 710		63,162 00			951 50	6 03

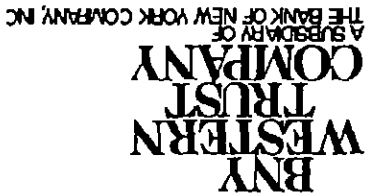
INVESTMENT HOLDINGS



UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK MARKET	UNREALIZED	GAIN/(LOSS)	EST ANNUAL INC/	ACCRUED INCOME	YLD AT	BK/MKT
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2,700 000	EQUITY OFFICE PRYS TR	31 481	84,997 89	84,997 89	81,216 00	(3,781 89)	5,400 00	0 00	6 65	6 35	
1,400 000	FEDERAL HOME LN MTGE CORP COM	67 049	93,868 88	93,868 88	91,560 00	(2,308 88)	1,120 00	1 19	0 00	1 22	
5,400 000	FEDERAL NATL MTG ASSN (FANNIE MAE)	66 599	359,636 84	359,636 84	429,300 00	69,663 16	6,480 00	1 80	0 00	1 51	
3,000 000	FIRST TENNESSEE NATL CORP	34 574	103,722 36	103,722 36	108,780 00	5,057 64	3,000 00	2 89	0 00	2 76	
3,000 000	GREENPOINT FINL CORP COM	31 574	94,722 01	94,722 01	107,250 00	12,527 99	3,000 00	3 17	0 00	2 80	
4,000 000	HOUSEHOLD INTL INC	58 381	233,523 31	233,523 31	231,760 00	(1,763 31)	3,520 00	1 51	880 00	1 52	
6,425 000	J P MORGAN CHASE & CO	38 230	245,625 72	245,625 72	233,548 75	(12,076 97)	8,738 00	3 56	0 00	3 74	
2,500 000	LEHMAN BROTHERS HDGS INC	79 247	198,117 98	198,117 98	167,000 00	(31,117 98)	700 00	0 35	0 00	0 42	
2,300 000	MBNA CORP	32 943	75,768 10	75,768 10	80,960 00	5,191 90	828 00	1 09	207 00	1 02	
5,000 000	MERRILL LYNNCH & CO INC	60 108	300,541 54	300,541 54	260,600 00	(39,941 54)	3,200 00	1 06	0 00	1 23	
3,400 000	MORGAN STANLEY DEAN WITTER & CO	61 635	209,558 32	209,558 32	190,196 00	(19,362 32)	3,128 00	1 49	0 00	1 64	
6,640 000	NATIONAL CITY CORP	24 832	164,881 95	164,881 95	194,153 60	29,271 65	7,335 20	4 75	0 00	4 04	
6,100 000	NORTH FORK BANCFORATION INC	27 077	165,169 47	165,169 47	195,139 00	29,969 53	5,856 00	3 55	0 00	3 00	
3,300 000	RADIANT GROUP INC	28 887	95,328 24	95,328 24	141,735 00	46,406 76	264 00	0 28	0 00	0 19	

INVESTMENT HOLDINGS



UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK/MARKET	UNREALIZED GAIN/(LOSS)	EST ANNUAL INC/ BK/MKT	YLD AT BK/MKT
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7,300 000	SOUTHRUST CORP CUSIP # 844730101	21 670	158,188 95	21,902 05	4,088 00	2 58	1,022 00	2 27
2,900 000	STATE ST CORP COM CUSIP # 857477103	49 335	143,071 47	8,453 53	1,276 00	0 89	19 00	0 84
2,700 000	TEEKAY SHIPPING CORP CUSIP # X8564W103	42 986	116,061 36	(21,966 36)	2,222 00	2 00	0 00	2 47
3,100 000	UNION PLANTERS CORP CUSIP # 908068109	36 002	111,606 30	28,296 70	6,200 00	5 56	0 00	4 43
8,900 000	MACHOVIA CORP 2ND NEW CUSIP # 929903102	32 993	293,635 44	(14,531 44)	8,544 00	2 91	0 00	3 06
5,700 000	WASHINGTON MUT INC COM CUSIP # 939322103	34 553	196,953 00	(10,563 00)	5,472 00	2 78	0 00	2 94
8,900 000	WELLS FARGO & CO NEW CUSIP # 949746101	47 377	421,658 56	(34,775 56)	9,256 00	2 20	0 00	2 39
157,926,000	TOTAL BANKS & OTHER FINANCIAL SERVICES		6,595,556.36	289,328.89	150,503.46	2 28	6,094.50	2 19
2,100 000	CIGNA CORP COM CUSIP # 125509109	118 864	249,613 40	(55,048 40)	2,688 00	1 08	672 00	1 38
3,000 000	JOHN HANCOCK FINL SVCS INC CUSIP # 41014S106	39 199	117,596 04	6,303 96	930 00	0 79	0 00	0 75
1,300 000	PMI GROUP INC CUSIP # 69344M101	52 405	68,127 05	18,985 95	208 00	0 31	52 00	0 24
3,500 000	TORCHMARK CORP COM CUSIP # 891027104	38 660	135,308 95	2,346 05	1,260 00	0 93	0 00	0 92
9,900 000	TOTAL INSURANCE		570,645 44	(27,412 44)	5,086.00	0 89	724 00	0 94

COMPTON FOUNDATION
 COMPTON FOUNDATION - MILLION EQUITIES
 ACCOUNT NUMBER 000567427
 MONTHLY REPORT / TRADE DATE BASIS
 DECEMBER 01, 2001 - DECEMBER 31, 2001

INVESTMENT HOLDINGS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC.

UNITS	DESCRIPTION	UNIT VALUE	BOOK/MARKET	TOTAL VALUE	BOOK/MARKET	UNREALIZED	EST ANNUAL INC/ GAIN/(LOSS)	ACCRUED INCOME	YTD AT BK/MKT
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167,826.000	TOTAL FINANCIAL	7,166,201.80		261,916.45		155,589.46	6,818.50	2.09	2.17
628,577.000	TOTAL COMMON STOCKS	23,619,727.58		325,434.59		427,652.56	16,439.70	1.81	1.79
628,577.000	TOTAL EQUITIES	23,619,727.58		325,434.59		427,652.56	16,439.70	1.81	1.79

321,611.180	SHORT TERM INVESTMENTS	321,611.18		0.00		5,724.67	287.76	1.78	1.78
321,611.180	POOLED FUNDS & MUTUAL FUNDS	321,611.18		0.00		5,724.67	287.76	1.78	1.78
321,611.180	NATIONS CASH RESERVE INVESTOR CL FD #241	321,611.18	1.000	0.00		5,724.67	287.76	1.78	1.78
321,611.180	CUSIP # S999995860	321,611.18	1.000	0.00		5,724.67	287.76	1.78	1.78

321,611.180	TOTAL POOLED FUNDS & MUTUAL FUNDS	321,611.18		0.00		5,724.67	287.76	1.78	1.78
321,611.180	TOTAL SHORT TERM INVESTMENTS	321,611.18		0.00		5,724.67	287.76	1.78	1.78
950,188.180	TOTAL INVESTMENTS	23,941,338.76		325,434.59		433,377.23	16,727.46	1.81	1.79

	PAYABLES	0.00		0.00					
	RECEIVABLES	0.00		0.00					
	CASH	0.00		0.00					
	ACCRUED INCOME	16,727.46		16,727.46					
	TOTAL FUND	23,958,066.22		325,434.59		433,377.23	16,727.46		

COMPARATIVE INVESTMENT SUMMARY

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE PRIOR	BOOK VALUE CURRENT	MARKET VALUE PRIOR	MARKET VALUE CURRENT
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REPORTING CURRENCY US DOLLAR				
EQUITY INVESTMENTS	21,867,497 02	21,378,847 65	20,654,348 45	20,860,801 35
COMMON STOCK				
PREFERRED STOCK	837,915 58	664,553 74	836,286 92	813,647 63
OTHER EQUITIES	0 00	0 00	6,097 08	0 00
TOTAL EQUITY INVESTMENTS	22,705,412 60	<u>22,043,401 39</u>	21,496,732 45	<u>21,674,448 98</u>
TOTAL INVESTMENTS	22,705,412 60	22,043,401 39	21,496,732 45	21,674,448 98
PAYABLES	(44,343 85)	0 00	(44,343 85)	0 00
RECEIVABLES	116,889 56	0 00	116,889 56	0 00
CASH	13,572 03	626,021 29	13,555 51	626,031.17
ACCUMULATED INCOME	18,779.81	(865 88)	18,779 81	(865 88)
TAX RECLAIM RECEIVABLE	33,086 94	32,863 81	33,086 94	32,863 81
TOTAL FUND	22,843,397 09	22,701,420 61	21,634,700 42	22,332,478 08

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCRUED INCOME LOCAL/BASE
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CANADA/CANADIAN DOLLAR FX RATE 1 5960

EQUITY INVESTMENTS

COMMON STOCKS

ENERGY

OIL & COAL

ALBERTA ENERGY CO

SEDOL # 2012456

10,700 000

60 170

659,141 48

643,819 00

(9,600 55)

0 00

IMPERIAL OIL LTD C

SEDOL # 2454241

32,200 000

44 310

842,995 01

1,426,782 00

365,781 32

6,759 84

TOTAL OIL & COAL

42,900 000

1,502,136.49

2,070,601.00

356,180.77

6,759 84

TOTAL ENERGY

42,900 000

1,502,136.49

2,070,601.00

356,180.77

6,759.84

TOTAL COMMON STOCKS

42,900 000

1,502,136.49

2,070,601.00

356,180.77

6,759.84

TOTAL EQUITY INVESTMENTS

42,900 000

1,502,136.49

2,070,601.00

356,180.77

6,759 84

TOTAL CANADA/CANADIAN DOLLAR

42,900 000

1,502,136.49

2,070,601.00

356,180.77

6,759.84

1,297,369.04

(63,850.96)

4,235.49

1,297,369.04

(63,850.96)

4,235.49

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DENMARK/DANISH KRONER FX RATE 8 3480

EQUITY INVESTMENTS

COMMON STOCKS

DRUGS & HEALTH CARE PRODUCTS

NOVO-NORDISK AS -

SEDOL # 707524

10,300 000

341 500

3,926,763 87

3,517,450 00

421,352 42

462,532 07

(49,031 37)

7,851 72

(41,179 65)

0 00

0 00

0 00

0 00

0 00

0 00

TOTAL DRUGS & HEALTH CARE PRODUCTS

10,300 000

3,926,763 87

3,517,450 00

421,352 42

462,532 07

(49,031 37)

7,851 72

(41,179 65)

0 00

0 00

0 00

TOTAL CONSUMER NON-DURABLES

10,300 000

3,926,763 87

3,517,450 00

421,352 42

462,532 07

(49,031 37)

7,851 72

(41,179 65)

0 00

0 00

0 00

FINANCIAL

BANKS & OTHER FINANCIAL SERVICES

ISS INTERNATIONAL

SEDOL # 5952816

11,950 000

411 000

6,475,992 33

4,911,450 00

588,338 52

825,079 88

(187,415 23)

(49,326 13)

(236,741 36)

0 00

0 00

0 00

TOTAL BANKS & OTHER FINANCIAL SERVICES

11,950 000

6,475,992 33

4,911,450 00

588,338 52

825,079 88

(187,415 23)

(49,326 13)

(236,741 36)

0 00

0 00

0 00

TOTAL FINANCIAL

11,950 000

6,475,992 33

4,911,450 00

588,338 52

825,079 88

(187,415 23)

(49,326 13)

(236,741 36)

0 00

0 00

0 00

TOTAL COMMON STOCKS

22,250 000

10,402,756 20

8,428,900 00

1,009,690 94

1,287,611 95

(236,446 60)

(41,474 41)

(277,921 01)

0 00

0 00

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING LOWMYER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCURED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO MARKET/CURRENCY/NET	LOCAL/BASE

DENMARK/DANISH KRONER (CONTINUED)

TOTAL EQUITY INVESTMENTS	10,402,756 20	8,428,900.00	(236,446 60)	0 00
22,250.000	1,287,611 95	1,009,690.94	(41,474.41)	0.00
TOTAL DENMARK/DANISH KRONER	10,402,756 20	8,428,900 00	(236,446 60)	0 00
22,250 000	1,287,611 95	1,009,690.94	(41,474 41)	0 00
TOTAL DENMARK/DANISH KRONER	10,402,756 20	8,428,900 00	(236,446 60)	0 00
22,250 000	1,287,611 95	1,009,690.94	(41,474 41)	0 00

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING LOWMYER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NRT	ACCRUED INCOME LOCAL/BASE
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EURODOLLAR MARKET/EURO CURRENCY FX RATE 0.8906

CASH

EURO

	(1,022.280)	1.000	(1,022.28)	(920.40)	9.93	0.00
TOTAL CASH	(1,022.280)		(1,022.28)	(910.47)	9.93	0.00
TOTAL EURODOLLAR MARKET/EURO CURRENCY	(1,022.280)		(1,022.28)	(920.40)	9.93	0.00
TOTAL EURODOLLAR MARKET/EURO CURRENCY	(1,022.280)		(1,022.28)	(910.47)	9.93	0.00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

ACCURD	INCOME	LOCAL/BASE	UNREALIZED GAIN/(LOSS)	IN BASE DUE TO	MARKET VALUE	LOCAL/BASE	BOOK VALUE	LOCAL/BASE	DESCRIPTION	UNITS / MARKET PRICE LOCAL
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FRANCE/EURO CURRENCY FX RATE 0 8906

EQUITY INVESTMENTS
 COMMON STOCKS
 MATERIALS & SERVICES
 CHEMICALS

AIR LIQUIDE EUR 11
 SEDOL # 4011406
 4,882 000
 157 753

657,383 06	770,152 10	100,435 55	(34,501 17)	0 00	0 00
720,422 17	685,921 00	100,435 55	(134,936 72)	0 00	0 00
720,422 17	685,921 00	100,435 55	(34,501 17)	0 00	0 00

657,383 06	770,152 10	100,435 55	(34,501 17)	0 00	0 00
720,422 17	685,921 00	100,435 55	(134,936 72)	0 00	0 00
720,422 17	685,921 00	100,435 55	(34,501 17)	0 00	0 00

FINANCIAL
 BANKS & OTHER FINANCIAL SERVICES

827,227 56	654,906 78	153,474 15	(87,264 43)	0 00	0 00
824,018 58	583,280 00	153,474 15	(240,738 58)	0 00	0 00

CIE GENERALE D IMP
 SEDOL # 5549092
 18,400 000

34 000

683,957 41	657,900 00	23,207 53	(37,452 72)	0 00	0 00
646,606 10	585,945 85	23,207 53	(60,660 25)	0 00	0 00

TOTAL BANKS & OTHER FINANCIAL SERVICES

1,511,184 97	1,312,806 78	176,681 68	(124,717 15)	0 00	0 00
1,470,624 68	1,169,225 85	176,681 68	(301,398 83)	0 00	0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

FRANCE/EURO CURRENCY (CONTINUED)

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCRUED INCOME LOCAL/BASE
TOTAL FINANCIAL	37,750 000	1,511,184 97	1,312,806 78	(176,681 68)	0.00
TOTAL COMMON STOCKS	42,632 000	2,168,568 03	2,082,958 88	(76,246 13)	0.00
TOTAL EQUITY INVESTMENTS	42,632.000	2,168,568.03	2,082,958 88	(76,246 13)	0.00
TOTAL FRANCE/EURO CURRENCY	42,632 000	2,191,046 85	1,855,146 85	(259,653 87)	0.00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCRUED
UNITS / MARKET PRICE LOCAL	LOCAL/BASR	LOCAL/BASR	IN BASE DUE TO MARKET/CURRENCY/NET	LOCAL/BASE INCOME

GERMANY/EURO CURRENCY FX RATE 0 8906

EQUITY INVESTMENTS

COMMON STOCKS

UTILITIES

UTILITIES - TELECOMMUNICATIONS

DEUTSCHE TELEKOM N

SEDOL # 5842359

27,300 000

19 400

433,759 39

529,620 00

85,376 39

0 00

(13,569 44)

0 00

71,806 95

TOTAL UTILITIES - TELECOMMUNICATIONS

433,759.39

529,620 00

85,376 39

0 00

(13,569.44)

0 00

71,806.95

27,300 000

399,888 81

471,695.76

(13,569.44)

0 00

71,806.95

TOTAL UTILITIES

433,759 39

529,620.00

85,376.39

0 00

(13,569.44)

0 00

71,806.95

FINANCIAL
 BANKS & OTHER FINANCIAL SERVICES

ALLIANZ AG NPV

SEDOL # 5231485

1,740 000

265 500

505,355 97

461,970 00

(38,640 87)

0 00

(95,150 54)

0 00

(133,791 41)

1,500 000

305 000

419,247 04

457,500 00

34,069 26

0 00

(10,680 65)

0 00

23,388 61

9,850 000

79 300

905,797 84

781,105 00

(111,055 25)

0 00

(41,699 59)

0 00

(152,754 84)

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCUMD
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO	INCOME
			MARKET/CURRENCY/NET	LOCAL/BASE

GERMANY/EURO CURRENCY (CONTINUED)

TOTAL BANKS & OTHER FINANCIAL SERVICES	1,830,400 85	1,700,575 00	1,514,584 07	(115,626 86)	0.00
	1,777,741 71	1,514,584 07	(147,530 78)	(263,157.64)	0.00
TOTAL FINANCIAL	13,090 000	1,830,400 85	1,700,575 00	(115,626 86)	0.00
	1,777,741 71	1,514,584 07	(147,530 78)	(263,157.64)	0.00
TOTAL COMMON STOCKS	40,390,000	2,264,160 24	2,230,195.00	(30,250.47)	0.00
	2,177,630.52	1,986,279.83	(191,350.69)	(191,350.69)	0.00
TOTAL EQUITY INVESTMENTS	40,390 000	2,264,160 24	2,230,195.00	(30,250.47)	0.00
	2,177,630.52	1,986,279.83	(191,350.69)	(191,350.69)	0.00
TOTAL GERMANY/EURO CURRENCY	40,390 000	2,264,160 24	2,230,195 00	(30,250 47)	0.00
	2,177,630 52	1,986,279.83	(191,350.69)	(191,350.69)	0.00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

ACCRUED INCOME	UNREALIZED GAIN/(LOSS)	MARKET VALUE	BOOK VALUE	DESCRIPTION	UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	MARKET VALUE	LOCAL/BASE	MARKET/CURRENCY/NET	LOCAL/BASE
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HONG KONG/HONG KONG DOLLAR, FX RATE 7 7977

CASH

HONG KONG DOLLAR	4 200	1 000	4 20	0 54	0 00	0 00	4 20	0 54	0 00	0 00	0 00
TOTAL CASH	4 200		4.20	0 54	0 00	0 00	4 20	0 54	0 00	0 00	0 00

EQUITY INVESTMENTS

COMMON STOCKS											
FINANCIAL											
BANKS & OTHER FINANCIAL SERVICES											
HSBC HLDGS USD0 50	SEDOL # 6158163	91 250	4,395,063 93	3,285,000 00	421,278 07	115 63	(142,357 87)	115 63	(142,242 24)		0 00
LI + FUNG LTD HKD	SEDOL # 6286257	8 750	1,145,291 74	2,852,500 00	365,813 00	218,937 41	(937 40)	218,937 41	(937 40)		0 00
HUTCHISON WHAMPOA	SEDOL # 6448068	75 250	3,122,306 66	3,905,475 00	500,849 61	100,435 81	(2,516 74)	97,919 07	(2,516 74)		0 00
TOTAL BANKS & OTHER FINANCIAL SERVICES			8,662,662 33	10,042,975.00	1,287,940 68	177,015 35	(3,338 51)	177,015 35	(3,338 51)		0 00
			1,114,263 84								0.00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC.

HONG KONG/HONG KONG DOLLAR (CONTINUED)

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NRT	ACCRUED INCOME LOCAL/BASE
TOTAL FINANCIAL	413,900 000	8,662,662.33	10,042,975 00	177,015 35 (3,338 51) 173,676 84	0 00
TOTAL COMMON STOCKS	413,900 000	8,662,662.33	10,042,975 00	177,015 35 (3,338 51) 173,676 84	0 00
TOTAL EQUITY INVESTMENTS	413,900 000	8,662,662.33	10,042,975.00	177,015 35 (3,338 51) 173,676 84	0 00
TOTAL HONG KONG/HONG KONG DOLLAR	413,904,200	8,662,666 53	10,042,979 20	177,015 35 (3,338.51) 173,676 84	0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NBT	ACCRUED INCOME LOCAL/BASE
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IRELAND/EURO CURRENCY, FX RATE 0 8906

EQUITY INVESTMENTS

COMMON STOCKS

MATERIALS & SERVICES

BUILDING

CRH PLC EUR 0 32

SEDOL # 0182704

14,000 000

19 750

247,669 79

276,500 00

25,677 07
 (1,667 06)
 24,010 01

0 00
 0 00

TOTAL BUILDING

14,000 000

247,669 79

276,500 00

25,677 07
 (1,667 06)
 24,010.01

0 00
 0 00

TOTAL MATERIALS & SERVICES

14,000.000

247,669.79

276,500.00

25,677 07
 (1,667 06)
 24,010.01

0 00
 0 00

TOTAL COMMON STOCKS

14,000 000

247,669.79

276,500.00

25,677 07
 (1,667 06)
 24,010 01

0 00
 0 00

TOTAL EQUITY INVESTMENTS

14,000 000

247,669 79

276,500 00

25,677 07
 (1,667 06)
 24,010 01

0 00
 0 00

TOTAL IRELAND/EURO CURRENCY

14,000 000

247,669 79

276,500 00

25,677 07
 (1,667 06)
 24,010 01

0 00
 0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS/ MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCRUED LOCAL/BASE INCOME
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JAPAN/JAPANESE YEN FX RATE	131 0350				
CASH					
JAPANESE YEN	(3,665 000)	1 000	(3,665 00)	(27 97)	0 00
TOTAL CASH	(3,665 000)		(3,665 00)	(27 97)	0 00
EQUITY INVESTMENTS					
COMMON STOCKS					
CONSUMER NON-DURABLES					
DRUGS & HEALTH CARE PRODUCTS					
DAIICHI PHARM CO J	SEDOL # 6250218	25,000 000	73,369,176 00	63,750,000 00	(73,409 21)
TAKEDA CHEM INDS J	SEDOL # 6870445	10,000 000	57,322,149 00	59,300,000 00	15,094 07
TOTAL DRUGS & HEALTH CARE PRODUCTS					
CONSUMER NON-DURABLES					
TOTAL DRUGS & HEALTH CARE PRODUCTS					
TOTAL CASH					
JAPANESE YEN	(3,665 000)	1 000	(3,665 00)	(27 97)	0 00
TOTAL CASH	(3,665 000)		(3,665 00)	(27 97)	0 00

DAIICHI PHARM CO J	SEDOL # 6250218	25,000 000	73,369,176 00	63,750,000 00	(73,409 21)
TAKEDA CHEM INDS J	SEDOL # 6870445	10,000 000	57,322,149 00	59,300,000 00	15,094 07
TOTAL DRUGS & HEALTH CARE PRODUCTS					
CONSUMER NON-DURABLES					
TOTAL DRUGS & HEALTH CARE PRODUCTS					
TOTAL CASH					
JAPANESE YEN	(3,665 000)	1 000	(3,665 00)	(27 97)	0 00
TOTAL CASH	(3,665 000)		(3,665 00)	(27 97)	0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCURED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO MARKET/CURRENCY/RET	LOCAL/BASE

JAPAN/JAPANESE YEN (CONTINUED)

TECHNOLOGY
 ELECTRICAL EQUIPMENT & ELECTRONICS

HIROSE ELECTRIC Y5

SEDOL # 6428725

5,600,000 8,930,000

53,915,965 00

50,008,000 00

(29,823 83)

0 00

TOTAL ELECTRICAL EQUIPMENT & ELECTRONICS

5,600,000

53,915,965 00

50,008,000 00

(29,823 83)

0 00

TOTAL TECHNOLOGY

5,600,000

53,915,965 00

50,008,000 00

(29,823 83)

0 00

FINANCIAL
 BANKS & OTHER FINANCIAL SERVICES

ASATSU-DK INC JPY

SEDOL # 6056052

18,000,000 2,560,000

58,148,712 00

46,080,000 00

(92,107 96)

137,700 00

TOTAL BANKS & OTHER FINANCIAL SERVICES

18,000,000

58,148,712 00

46,080,000 00

(92,107 96)

137,700 00

TOTAL FINANCIAL

18,000,000

58,148,712 00

46,080,000 00

(92,107 96)

137,700 00

TOTAL COMMON STOCKS

58,600,000

242,756,002 00

219,138,000 00

(180,241 93)

137,700 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
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 THE BANK OF NEW YORK COMPANY INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCURD
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	MARKET/CURRENCY/NET	LOCAL/BASE
			IN BASE DUE TO	INCOME

JAPAN/JAPANESE YEN (CONTINUED)

TOTAL EQUITY INVESTMENTS	242,756,002.00	219,138,000 00	(180,241 93)	137,700 00
58,600 000	2,082,121.40	1,672,362.35	(229,517 12)	1,050 86
TOTAL JAPAN/JAPANESE YEN	242,752,337.00	219,134,335 00	(180,241.93)	137,700 00
54,935 000	2,082,093.43	1,672,334.38	(229,517 12)	1,050 86
			(409,759 05)	

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCURED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUR TO	INCOME
			MARKET/CURRENCY/NET	LOCAL/BASE

NETHERLANDS/EURO CURRENCY (CONTINUED)

TOTAL NETHERLANDS/EURO CURRENCY	1,730,218.38	1,893,634.50	145,543.39	0.00
57,775.000	1,762,316.98	1,686,528.76	(221,331.61)	0.00
			(75,788.22)	

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING LOWMYER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING LOEWNER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCRUED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO MARKET/CURRENCY/NET	LOCAL/BASE
				INCOME

SINGAPORE/SINGAPORE DOLLAR FX RATE 1 8460

EQUITY INVESTMENTS

COMMON STOCKS

FINANCIAL

BANKS & OTHER FINANCIAL SERVICES

DBS GROUP HLDGS SG

SEDOL # 6175203

68,000 000 13 800

TOTAL BANKS & OTHER FINANCIAL SERVICES 68,000 000

TOTAL FINANCIAL

68,000 000

TOTAL EQUITY INVESTMENTS 68,000 000

68,000 000

TOTAL COMMON STOCKS 68,000 000

68,000 000

TOTAL SINGAPORE/SINGAPORE DOLLAR 68,000.000

1,381,677.58	795,834.08	938,400.00	508,342.36	(240,128.70)	0.00
				(47,363.02)	0.00
				(287,491.72)	0.00
1,381,677.58	795,834.08	938,400.00	508,342.36	(240,128.70)	0.00
				(47,363.02)	0.00
				(287,491.72)	0.00
1,381,677.58	795,834.08	938,400.00	508,342.36	(240,128.70)	0.00
				(47,363.02)	0.00
				(287,491.72)	0.00
1,381,677.58	795,834.08	938,400.00	508,342.36	(240,128.70)	0.00
				(47,363.02)	0.00
				(287,491.72)	0.00
1,381,677.58	795,834.08	938,400.00	508,342.36	(240,128.70)	0.00
				(47,363.02)	0.00
				(287,491.72)	0.00

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING LOWMYER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCURD
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO MARKET/CURRENCY/NRT	LOCAL/BASE
				INCOME

SWITZERLAND/SWISS FRANC FX RATE 1.6592

CASH

SWISS FRANCS

1 640 1 000

0 00 0 00 0 01

TOTAL CASH

1 640

0 00 0 00 0 01

EQUITY INVESTMENTS
 COMMON STOCKS
 FINANCIAL

BANKS & OTHER FINANCIAL SERVICES

UBS AG REG D CHF 2

SEDOL # 7126114

83 800 7,890 000

TOTAL BANKS & OTHER FINANCIAL SERVICES

7,890 000

0 00 0 00 0 00

TOTAL FINANCIAL

7,890 000

0 00 0 00 0 00

TOTAL COMMON STOCKS

7,890 000

0 00 0 00 0 00

TOTAL EQUITY INVESTMENTS

7,890 000

0 00 0 00 0 00

635,845 50 661,182 00 15,270 31 (46,937 39) (31,667 08)
 430,161 54 398,494 46 15,270 31 (46,937 39) (31,667 08)
 635,845 50 661,182 00 15,270 31 (46,937 39) (31,667 08)
 430,161 54 398,494 46 15,270 31 (46,937 39) (31,667 08)

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING LOWNER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCURED INCOME LOCAL/BASE
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SWITZERLAND/SWISS FRANC (CONTINUED)
 TOTAL SWITZERLAND/SWISS FRANC 7,891 640

635,847.14 430,152 52 398,495 45 661,183.64 15,270 31
 (46,917.38) (31,667.07)
 0 00 0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
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 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCRUED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO MARKET/CURRENCY/NET	LOCAL/BASE
				INCOME

UNITED KINGDOM/BRITISH PND STERLING, FX RATE 1 4556

CASH

POUNDS STERLING

(82 900)

1 000

(82 90)

(82 90)

0 00

0 00

(82 900)

(82 90)

(82.90)

0 00

0 00

EQUITY INVESTMENTS

COMMON STOCKS

CONSUMER NON-DURABLES

BROADCASTING & PUBLISHING

MFP GROUP 10P

SEDOL # 0974042

66,600 000

7 600

421,434 03

506,160 00

123,327 47

0 00

TOTAL BROADCASTING & PUBLISHING

421,434 03

506,160 00

123,327 47

0 00

FOODS

UNILEVER PLC ORD G

SEDOL # 0574873

97,000 000

5 640

583,791 83

547,080 00

(53,437 89)

0 00

TOTAL FOODS

583,791 83

547,080 00

(53,437 89)

0 00

(124,223 81)

(70,785 92)

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NRT	ACCRUED INCOME LOCAL/BASE
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UNITED KINGDOM/BRITISH PND STERLING (CONTINUED)

TOTAL CONSUMER NON-DURABLES	163,600 000	1,005,225 86	1,053,240 00	69,889 58	0 00
		1,555,579 10	1,533,100 44	(92,368 24)	0.00
				(22,478 66)	

MATERIALS & SERVICES					
MINING					
RIO TINTO PLC 10P					
SEDOL # 0718875					
40,700 000	13 160	389,708 66	535,612 00	212,377 50	0 00
		649,930 39	779,639 01	(82,668 88)	0 00
				129,708 62	

TOTAL METALS & MINING	40,700.000	389,708 66	535,612 00	212,377 50	0.00
		649,930 39	779,639 01	(82,668 88)	0.00
				129,708 62	

TOTAL MATERIALS & SERVICES	40,700 000	389,708 66	535,612 00	212,377 50	0 00
		649,930 39	779,639 01	(82,668 88)	0 00
				129,708 62	

FINANCIAL					
BANKS & OTHER FINANCIAL SERVICES					
PEARSON PLC GBP 0					
SEDOL # 0677608					
50,553 000	7 910	595,046 64	399,874 23	(284,091 76)	0 00
		902,114 47	582,058 56	(35,967 15)	0 00
				(320,055 91)	

CLOSE BROS GROUP 0					
SEDOL # 0766807					
28,100 000	8 050	247,944 30	226,205 00	(31,641 81)	0 00
		372,398 11	329,264 92	(11,489 38)	0 00
				(43,131 19)	

TOTAL BANKS & OTHER FINANCIAL SERVICES	78,653.000	842,990 94	626,079 23	(315,737 57)	0.00
		1,274,512 58	911,323 48	(47,451 53)	0 00
				(363,189 10)	

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCRUED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO MARKET/CURRENCY/RET	LOCAL/BASE
				INCOME

UNITED KINGDOM/BRITISH PND STERLING (CONTINUED)

TOTAL FINANCIAL	842,990 94	626,079 23	(315,737 57)	0.00
78,653.000	1,274,512.58	911,323 48	(47,451.53)	0.00
TOTAL COMMON STOCKS	2,237,925.46	2,214,931 23	(33,470 49)	0.00
282,953.000	3,480,022 07	3,224,062 93	(255,959.14)	0.00
TOTAL EQUITY INVESTMENTS	2,237,925 46	2,214,931 23	(33,470 49)	0 00
282,953 000	3,480,022.07	3,224,062 93	(255,959.14)	0 00
TOTAL UNITED KINGDOM/BRITISH PND STERLIN	2,237,842 56	2,214,848 33	(33,470 49)	0.00
282,870 100	3,479,901.46	3,223,942 26	(222,488.71)	0 00
			(255,959.20)	

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	LOCAL/BASE	UNREALIZED GAIN/(LOSS)	ACCURD
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	MARKET VALUE	LOCAL/BASE	MARKET/CURRENCY/NRT	LOCAL/BASE
		IN BASE DUR TO			INCOME

UNITED STATES/US DOLLAR FX RATE 1 0000

CASH

U S DOLLARS

627,088 750	627,088 75	627,088 75	627,088 75	0 00	0 00	0 00	TOTAL CASH
627,088 750	627,088 75	627,088 75	627,088 75	0 00	0 00	0 00	
627,088 750	627,088 75	627,088 75	627,088 75	0 00	0 00	0 00	
43 180	245,461 95	250,444 00	245,461 95	4,982 05	0 00	0 00	SEDOL # 2399450 GPO TELEVISA SA GD BROADCASTING & PUBLISHING
5,800 000	245,461 95	250,444 00	245,461 95	4,982 05	0 00	0 00	SEDOL # 2307237 ELAN CORP ADR-EACH DRUGS & HEALTH CARE PRODUCTS
45 060	443,119 07	419,058 00	443,119 07	(24,061 07)	0 00	0 00	SEDOL # 2307237 ELAN CORP ADR-EACH DRUGS & HEALTH CARE PRODUCTS
9,300 000	443,119 07	419,058 00	443,119 07	(24,061 07)	0 00	0 00	SEDOL # 2307237 ELAN CORP ADR-EACH DRUGS & HEALTH CARE PRODUCTS
9,300 000	443,119 07	419,058 00	443,119 07	(24,061 07)	0 00	0 00	SEDOL # 2307237 ELAN CORP ADR-EACH DRUGS & HEALTH CARE PRODUCTS

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCRUED INCOME LOCAL/BASE
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UNITED STATES/US DOLLAR (CONTINUED)

TOTAL CONSUMER NON-DURABLES	15,100 000	688,581.02	669,502.00	(19,079.02)	0.00
MATERIALS & SERVICES					
TEVA PHARMA IND AD					
SEDOL # 2883878	9,300 000	510,826.22	573,159.00	62,332.78	0.00
TOTAL CHEMICALS	9,300 000	510,826.22	573,159.00	62,332.78	0.00

MATERIALS & SERVICES					
VALE RIO DOCE(CIA)					
SEDOL # 2933900	11,000 000	254,574.32	259,710.00	5,135.68	0.00
TOTAL METALS & MINING	11,000 000	254,574.32	259,710.00	5,135.68	0.00

MATERIALS & SERVICES					
OFFICER EQUIPMENT					
VODAFONE GROUP ADR					
SEDOL # 2726445	20,700 000	421,611.39	531,576.00	109,964.61	0.00
TOTAL MATERIALS & SERVICES	20,700 000	421,611.39	531,576.00	109,964.61	0.00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
 WESTERN
 TRUST
 COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCUMULATED INCOME LOCAL/BASE
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UNITED STATES/US DOLLAR (CONTINUED)

TOTAL OFFICE EQUIPMENT	20,700 000	421,611.39	531,576 00	109,964.61	0 00
TOTAL CAPITAL GOODS & SERVICES	20,700 000	421,611.39	531,576 00	109,964.61	0.00
TECHNOLOGY					
ELECTRICAL EQUIPMENT & ELECTRONICS					
LUXOTTICA GROUP AD	33,400 000	250,423 86	550,432 00	300,008 14	0 00
SEDOL # 2528800					
33,400 000	16 480	250,423 86	550,432 00	300,008 14	0 00
SAMSUNG ELECTRONIC					
SEDOL # 2763152					
7,050 000	115 000	602,736 55	810,750 00	208,013 45	0 00
208,013 45		602,736 55	810,750 00	208,013 45	0 00
TOTAL ELECTRICAL EQUIPMENT & ELECTRONICS	40,450.000	853,160 41	1,361,182 00	508,021.59	0 00
40,450.000		853,160 41	1,361,182 00	508,021.59	0 00
TOTAL TECHNOLOGY	40,450 000	853,160 41	1,361,182 00	508,021 59	0 00
40,450 000		853,160 41	1,361,182 00	508,021 59	0 00
BP PLC MDR					
SEDOL # 2142621					
22,200 000	46 510	985,382 32	1,032,522 00	47,139 68	0 00
47,139 68		985,382 32	1,032,522 00	47,139 68	0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	LOCAL/BASE	UNREALIZED GAIN/(LOSS)	ACCRUED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	MARKET/CURRENCY/NET	IN BASE DUE TO	INCOME
				LOCAL/BASE	

UNITED STATES/US DOLLAR (CONTINUED)

TOTAL OIL & COAL 22,200 000 985,382 32 1,032,522.00 47,139 68 0 00

TOTAL ENERGY 22,200 000 985,382 32 1,032,522.00 47,139 68 0 00

UTILITIES 22,200 000 985,382 32 1,032,522.00 47,139 68 0 00

UTILITIES - TELECOMMUNICATIONS 22,200 000 985,382 32 1,032,522.00 47,139 68 0 00

AMDOCS LTD COM STK SEDOL # 2256908 11,000 000 354,126 34 373,670 00 19,543 66 0 00

TOTAL UTILITIES - TELECOMMUNICATIONS 11,000.000 354,126 34 373,670 00 19,543.66 0 00

TOTAL UTILITIES 11,000 000 354,126 34 373,670 00 19,543 66 0 00

FINANCIAL BANKS & OTHER FINANCIAL SERVICES 11,000 000 354,126 34 373,670 00 19,543 66 0 00

ATLANTIS JAPAN GRO SEDOL # 0063230 8 300 294,258 16 311,250 00 16,991 84 0 00

SMARTFORCE PLC ADR SEDOL # 2254463 8,500 000 24 750 163,444 99 210,375 00 46,930 01 0 00

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
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 A SUBSIDIARY OF
 THE BANK OF NEW YORK COMPANY INC

DESCRIPTION	BOOK VALUE	MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCRUED
UNITS / MARKET PRICE LOCAL	LOCAL/BASE	LOCAL/BASE	IN BASE DUE TO	INCOME
		MARKET/	CURRENCY/NET	LOCAL/BASE

UNITED STATES/US DOLLAR (CONTINUED)

SEDOL # 2136088	13,400 000	304,584 68	365,377 80	60,793 12	0 00	0 00
MAT-MART DE MEXICO		304,584 68	365,377 80	60,793 12	0 00	0 00
ROBERT FLEMING EQU	64,400 000	664,553 74	813,647 63	149,093 89	0 00	149,093 89
SEDOL # 2546881	12 634	664,553 74	813,647 63	149,093 89	0 00	149,093 89
PREFERRED STOCK		664,553 74	813,647 63	149,093 89	0 00	149,093 89
TOTAL COMMON STOCKS	189,150 000	4,830,549 85	5,688,323 80	857,773 95	0 00	857,773 95
TOTAL FINANCIAL	59,400 000	762,287 83	887,002 80	124,714 97	0 00	124,714 97
TOTAL BANKS & OTHER FINANCIAL SERVICES	59,400.000	762,287.83	887,002 80	124,714 97	0 00	124,714 97
TOTAL FINANCIAL	59,400 000	762,287 83	887,002 80	124,714 97	0 00	124,714 97
TOTAL COMMON STOCKS	189,150 000	4,830,549 85	5,688,323 80	857,773 95	0 00	857,773 95
PREFERRED STOCK						
ROBERT FLEMING EQU	64,400 000	664,553 74	813,647 63	149,093 89	0 00	149,093 89
SEDOL # 2546881	12 634	664,553 74	813,647 63	149,093 89	0 00	149,093 89
TOTAL PREFERRED STOCK	64,400.000	664,553 74	813,647 63	149,093 89	0 00	149,093 89
TOTAL EQUITY INVESTMENTS	253,550 000	5,495,103 59	6,501,971 43	1,006,867 84	0 00	1,006,867 84
TOTAL UNITED STATES/US DOLLAR	880,638 750	6,122,192 34	7,129,060 18	1,006,867 84	0 00	1,006,867 84

COMPTON FOUNDATION
 COMPTON FOUNDATION - HARDING FORNER
 ACCOUNT NUMBER 003215688
 MONTHLY REPORT / TRADE DATE BASIS
 AS OF DECEMBER 31, 2001

INVESTMENTS BY COUNTRY/ASSET CLASS

BNY
WESTERN
TRUST
COMPANY
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 THE BANK OF NEW YORK COMPANY, INC

DESCRIPTION	UNITS / MARKET PRICE LOCAL	BOOK VALUE LOCAL/BASE	MARKET VALUE LOCAL/BASE	UNREALIZED GAIN/(LOSS) IN BASE DUE TO MARKET/CURRENCY/NET	ACCRUED INCOME LOCAL/BASE
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TOTAL FOR PORTFOLIO:		22,669,422.68	22,300,480.15	(1,298,712.94)	(865.88)
TOTAL INVESTMENTS	1,927,164.410			(368,942.53)	
ACCRUED INCOME		(865.88)			(865.88)
TAX RECLAIM RECEIVABLE		32,863.81	32,863.81		
TOTAL FUND	1,927,164.410	22,701,420.61	22,332,478.08	(1,298,712.94)	(865.88)
				(368,942.53)	

The Compton Foundation
#94-3142932/1518501
December 31, 2001

TAB 3
Schedule of Grants Paid and Payable

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
<u>Peace and World Order</u>				
20/20 Vision Education Fund 1828 Jefferson Place, NW Washington, DC 20036		13,000	13,000	
American Forum, Inc. 120 Wall Street, #2600 New York, NY 10005		15,000	15,000	
American Intercultural Student Exchange 7720 Herschel Avenue La Jolla, CA 92037		10,000	10,000	
American Leadership Forum 12345 El Monte Road Los Altos Hills, CA 94022		1,000	1,000	
American Leadership Forum 12345 El Monte Road Los Altos Hills, CA 94022		1,000	1,000	
Amnesty International USA 322 Eighth Avenue New York, NY 10001		1,200	1,200	
Arms Control Association 1726 M Street, NW, Ste 201 Washington, DC 20036		1,300	1,300	
Arts of Peace, Inc. Mainstream Media Project 854 9th Street, Suite B Arcata, CA 95521		20,000	20,000	
British American Security Information Council 1012 14th Street, NW Suite 900 Washington, DC 20005		25,000	25,000	
Buddha Sasana Foundation 46 Estates Court San Rafael, CA 94901		1,000	1,000	
Business Leaders for Sensible Priorities Information Fund 1350 Broadway, Ste 2210 New York, NY 10018-7802		25,000	25,000	
Center for Constitutional Rights 666 Broadway, 7th Floor New York, NY 10012 USA		35,000	35,000	
Center for Defense Information 1779 Massachusetts Avenue, NW, Suite 615 Washington, DC 20036-2109		35,000	35,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Center for Economic Conversion 222-C View Street Mountain View, CA 94041-1344		1,000	1,000	
Center for International Policy 1755 Massachusetts Avenue, NW, Ste 550 Washington, DC 20036		30,000	30,000	
Center for Visionary Law, Business and Public Policy P O Box 57100 Washington, DC 20037		3,000	3,000	
CISPES Education Fund P O Box 1801 New York, NY 10160-1581		100	100	
Colorado Friends of Tibet 315 Skylark Way Boulder, CO 80303		5,000	5,000	
Colorado School Mediation Project 2885 Aurora Avenue, Ste 13 Boulder, CO 80303		70,500	35,250	35,250
Commonwealth Club of California 595 Market Street San Francisco, CA 94105		1,500	1,500	
Commonwealth Club of California 595 Market Street San Francisco, CA 94105	15,000		15,000	
Coro Foundation 690 Market Street, 11th Floor San Francisco, CA 94104		400	400	
Council for a Livable World Education Fund Coalition to Reduce Nuclear Dangers 110 Maryland Avenue, NE, Suite 505 Washington, DC 20002		35,000	35,000	
Catalytic Diplomacy 5615 Warwick Place Chevy Chase, MD 20815		15,000	15,000	
Creative Response to Conflict, Inc. P O Box 271 521 North Broadway Nyack, NY 10960		25,000	25,000	
Earth Island Institute Center for Safe Energy 2828 Cherry Street Berkeley, CA 94705		25,000	25,000	
FCNL Education Fund 245 Second Street, NE Washington, DC 20002-5795		15,000	15,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Federation of American Scientists Fund Arms Sales Monitoring Project 1717 K Street, NW, Ste 209 Washington, DC 20036		25,000	25,000	
Foundation for Global Community 222 High Street Palo Alto, CA 94301		3,000	3,000	
Foundation for National Progress 731 Market Street, Suite 600 San Francisco, CA 94103		3,000	3,000	
Fund for Constitutional Government Latin America Working Group 122 Maryland Avenue, NE Washington, DC 20002		20,000	20,000	
Fund for Peace 1701 K Street, NW, 11th Floor Washington, DC 20006		240,000	240,000	
Fund for Peace 1701 K Street, NW, 11th Floor Washington, DC 20006		100,000	100,000	
Fund for Popular Education 1830 Connecticut Avenue, NW Washington, DC 20009		10,000	10,000	
Future Wave PMB #153, P O Box 439060 San Diego, CA 92143-9060		10,000	10,000	
Government Accountability Project 1612 K Street, NW, Fourth Floor Washington, DC 20006		12,000	12,000	
Harvard University Women and Public Policy Program 79 John F Kennedy Street Cambridge, MA 02138		10,000	10,000	
Harvard University Women and Public Policy Program 79 John F Kennedy Street Cambridge, MA 02138		5,000	5,000	
Harvard University Project on Justice in Times of Transition 79 John F Kennedy Street Cambridge, MA 02138		7,500	7,500	
Human Rights Watch, Inc. 485 Fifth Avenue New York, NY 10018-3299		500	500	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Indiana University African Studies Program Woodburn Hall 221 Bloomington, IN 47405-6001		75,000	45,000	
INOCHI c/o Angkor Wat 4217 Geary Boulevard San Francisco, CA 94118		500	500	
Institute for Agriculture and Trade Policy 2105 First Avenue South Minneapolis, MN 55404		2,000	2,000	
Institute for Policy Studies 733 15th Street, NW, Suite 1020 Washington, DC 20005		10,000	10,000	
Institute of International Education 41 Sutter Street, Ste 510 San Francisco, CA 94104		5,000	5,000	
International Campaign for Tibet 1825 K Street, NW, Ste 520 Washington, DC 20006		500	500	
International Campaign for Tibet 1825 K Street, NW, Ste 520 Washington, DC 20006		500	500	
International Diplomacy Council 312 Sutter Street, Suite 402 San Francisco, CA 94108-4317		10,000	10,000	
International Forum on Globalization Thoreau Center for Sustainability 1009 General Kennedy Avenue, #2 San Francisco, CA 94129		1,000	1,000	
International Human Rights Law Group 1200 18th Street, NW, Ste 602 Washington, DC 20036		10,000	10,000	
International Physicians for Prevention of Nuclear War 727 Massachusetts Avenue, 2nd Floor Cambridge, MA 02139		30,000	30,000	
International Rescue Committee P O Box 98152 Washington, DC 20090-8152		2,000	2,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Japan Society of Northern California 312 Sutter Street, Ste 410 San Francisco, CA 94108		7,000	7,000	
Kentucky Environmental Foundation Chemical Weapons Working Group P O Box 467 Berea, KY 40403		30,000	30,000	
KQED, Inc. 2601 Mariposa Street San Francisco, CA 94117		40,000	40,000	
Landmine Survivors Network 1420 K Street, NW, Suite 650 Washington, DC 20005	20,000		20,000	
Lawyers Alliance for World Security 1901 Pennsylvania Avenue, NW, Suite 201 Washington, DC 20006		30,000	30,000	
Lawyers Committee for Human Rights 333 Seventh Avenue, 13th Floor New York, NY 10001		1,000	1,000	
Masterpeace 2001 601 Chimalus Drive Palo Alto, CA 94306		5,000	5,000	
Michigan State University African Studies Center 100 Center for International Programs East Lansing, MI 48824	63,000			63,000
MidEast Citizen Diplomacy P O Box 17 Indianola, WA 98342		1,000	1,000	
Miller Center Foundation 2201 Old Ivy Road Charlottesville, VA 22904-4406		15,000	15,000	
Monterey Institute of International Studies Center for Nonproliferation Studies 425 Van Buren Street Monterey, CA 93940		40,000	40,000	
Monterey Institute of International Studies Center for Non-Proliferation Studies 425 Van Buren Street Monterey, CA 93940		1,000	1,000	
National Conference on Peacemaking & Conflict Resolution 1718 East Speedway, Suite 305 Tucson, AZ 85719		10,000	10,000	

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
National Council for International Visitors 1420 K Street, NW, Ste. 800 Washington, DC 20005-2401		400	400
National Security Archive Fund, Inc. Gelman Library, George Washington U 2130 H Street, NW, Suite 701 Washington, DC 20037		75,000	75,000
New School University World Policy Institute 66 Fifth Ave, 9th Floor New York, NY 10011		25,000	25,000
Nonviolence International P O Box 39127, Friendship Station, NW Washington, DC 20016		10,000	10,000
Oxford Research Group 51 Plantation Road Oxford OX2 6JE, England		20,000	20,000
Partners for Democratic Change 815 Hyde Street San Francisco, CA 94109		41,855	41,855
Peace Brigades International 1904 Franklin Street, Ste 505 Oakland, CA 94612		10,000	10,000
Peace Links 666 Eleventh Street, NW, Ste 202 Washington, DC 20001		1,000	1,000
Peaceworkers 801 Front Avenue St. Paul, MN 55103		10,000	10,000
People & Planet 51 Union Street Oxford, OX4 IJP United Kingdom		25,941	25,941
People for the American Way Foundation 2000 M Street, NW, Ste 400 Washington, DC 20077-6464		1,000	1,000
Philadelphia Yearly Meeting Religious Society of Friends P O Box 224 Newtown, PA 18940		1,000	1,000
Physicians For Human Rights 100 Boylston Street, Suite 702 Boston, MA 02116		5,000	5,000

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Physicians for Social Responsibility 1875 Connecticut Avenue, NW, Ste 1012 Washington, DC 20009		10,000	10,000	
Ploughshares Fund Fort Mason San Francisco, CA 94123		1,000	1,000	
Ploughshares Fund Fort Mason Center San Francisco, CA 94123		50,000	50,000	
Project on Government Oversight 666 Eleventh Street, NW, Ste 500 Washington, DC 20001-4542		35,000	35,000	
Public Media Center Green Action 466 Green Street San Francisco, CA 94133-4067		25,000	25,000	
Public Radio International, Inc. 100 North Sixth Street, Suite 900A Minneapolis, MN 55403		15,000	15,000	
ReclaimDemocracy.org P O Box 532 Boulder, CO 80306		1,500	1,500	
Search for Common Ground 1601 Connecticut Avenue, NW, Suite 200 Washington, DC 20009		41,201	41,201	
Snake River Alliance Education Fund, Inc. Back from the Brink Campaign 6856 Eastern Avenue, NW, Ste 322 Washington, DC 20012		25,000	25,000	
Stanford University Center for International Security and Cooperation Encina Hall, 2nd Floor 616 Serra Street Stanford, CA 94305-6165		60,000	60,000	
Stanford University Encina Hall Stanford, CA 94305-6165		1,000	1,000	
Student Pugwash USA Inc. 815 15th Street, NW Suite 814 Washington, DC 20005		20,000	20,000	
Technology Project 2100 L Street, NW, Ste 210 Washington, DC 20037		10,000	10,000	

Organization Name	2001			RETURNED	RIRS990
	Unpaid 12/31/00	Awarded	Paid		Unpaid 12/31/01
Tenth Mountain Division Foundation, Inc. 710 10th Street, Ste. 120 Golden, CO 80401		5,000	5,000		
Tides Center Institute for Organizational Evolution 27080 Fremont Road West Los Altos Hills, CA 94022		5,000	5,000		
Tides Foundation Urgent Action Fund 1038 Kalmia Avenue Boulder, CO 80302-1744		10,000	10,000		
Union of Concerned Scientists Two Brattle Square Cambridge, MA 02238-9105		25,000	25,000		
University of California - Santa Barbara Center for Study of Sexual Minorities in Military Study of Sexual Minorities in Military Santa Barbara, CA 94306-9420				93	
University of Colorado - Boulder INVST Campus Box 401 Boulder, CO 80309-0401		8,000	8,000		
University of Colorado at Boulder INVST Campus Box 471 Boulder, CO 80309-0471		5,000	5,000		
University of Denver Center for Teaching International Relations 2201 South Gaylord Street Denver, CO 80208		50,000	50,000		
University of Michigan 1214 S University, 2nd Floor Ann Arbor, MI 48104-2458		140,080	140,080		
University of Minnesota Interdisciplinary Center for the Study of Global Change 214 Social Sciences Building 267-19th Avenue South Minneapolis, MN 55455	82,280				82,280
University of Wisconsin - Madison African Studies Program 205 Ingraham Hall 1155 Observatory Drive Madison, WI 53706		16,500	16,500		

Organization Name	2001			RETURNED	RIRS990
	Unpaid 12/31/00	Awarded	Paid		Unpaid 12/31/01
University of Wisconsin - Madison African Studies Program 205 Ingraham Hall 1155 Observatory Drive Madison, WI 53706	49,500				49,500
USAction Education Fund 1341 G Street, NW, Ste 1000 Washington, DC 20005		10,000	10,000		
Visionaries Inc. 141 Wood Road Braintree, MA 02184				40,000	
Washington Office on Latin America 1630 Connecticut Avenue, NW, 2nd Floor Washington, DC 20009		35,000	35,000		
Western Justice Center Foundation 85 South Grand Avenue Pasadena, CA 91105		50,000	50,000		
Women's Action for New Directions Education Fund 691 Massachusetts Avenue Arlington, MA 02476		15,000	15,000		
World Citizen Foundation 211E 43rd Street, Ste 908 New York, NY 10017		5,000	5,000		
World Federalist Association 55 New Montgomery Street, Ste 225 San Francisco, CA 94105-3421		1,000	1,000		
World Federalist Association 418 7th Street, S E Washington, DC 20003-2796		5,000	5,000		
World Learning, Inc. School for International Training Kipling Road Brattleboro, VT 05302-0676		15,000	15,000		
	<u>329,780</u>	<u>2,073,977</u>	<u>2,059,727</u>	<u>40,093</u>	<u>250,230</u>
Population					
Abortion Access Project 552 Massachusetts Avenue, Suite 215 Cambridge, MA 02139		15,000	15,000		
Advocates for Youth 1025 Vermont Avenue, NW, Suite 200 Washington, DC 20005		50,000	50,000		

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
American Youth Foundation 2331 Hampton Avenue St Louis, MO 63139		25,000	25,000	
Boulder Valley Clinic, Inc. 2855 Valmont Road Boulder, CO 80301		3,000	3,000	
Brown University Population Studies and Training Center Box 1916 Providence, RI 02912		<i>32,500</i>	32,500	
Californians for Population Stabilization 1129 State St , Suite 3-D Santa Barbara, CA 93101		10,000	10,000	
CARAL Pro-Choice Education Fund 32 Monterey Boulevard San Francisco, CA 94131		35,000	35,000	
Catholics for a Free Choice 1436 U Street, NW, Suite 301 Washington, DC 20009-3997		60,000	60,000	
Center for Health and Social Policy, Inc. 847 25th Avenue San Francisco, CA 94121		50,000	50,000	
Center for Immigration Studies 1522 K Street, NW, Suite 820 Washington, DC 20005-1202		20,000	20,000	
Center for Immigration Studies 1522 K Street, NW, Suite 820 Washington, DC 20005-1202		10,000	10,000	
Choice U.S A. 1010 Wisconsin Ave , NW, STE 410 Washington, DC 20007		50,000	50,000	
Christian Community, Inc. 6404 South Calhoun Street Fort Wayne, IN 46807		30,000	30,000	
Columbia University Center for Population & Family Health 60 Haven Avenue, B-2 New York, NY 10032		<i>54,200</i>	54,200	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Concern America 2015 N Broadway P O Box 1790 Santa Ana, CA 92702		13,000	13,000	
DC Campaign to Prevent Teen Pregnancy 1112 11th Street, NW, Suite 100 Washington, DC 20001		25,000	25,000	
Family Service Agency of Marin 1005 A Street, Ste 307 San Rafael, CA 94901		1,000	1,000	
Fronteras Unidas Pro Salud A.C. 1075 Camino Del Rio South, Ste 200 San Diego, CA 92108		1,500	1,500	
Family Care International 588 Broadway, Suite 503 New York, NY 10012		25,000	25,000	
Global Fund for Women 1375 Sutter Street, Suite 400 San Francisco, CA 94109		50,000	50,000	
Girls Incorporated of Alameda County 13666 East 14th Street San Leandro, CA 94578		25,000	25,000	
International Planned Parenthood, Western Hemisphere Region, Inc. 120 Wall Street New York, NY 10005-3902		15,000	15,000	
International Rescue Committee 122 East 42nd Street New York, NY 10168-1289		25,000	25,000	
International Rescue Committee 122 East 42nd Street New York, NY 10168-1289	43,510		43,510	
IPAS 300 Market Street, Ste 200 Chapel Hill, NC 27516		35,000	35,000	
Migration Dialogue 1004 Eagle Place Davis, CA 95616		25,000	25,000	
Migration Dialogue 1004 Eagle Place Davis, CA 95616		25,000	25,000	
NARAL Foundation 1156 15th Street NW Washington, DC 20005		2,500	2,500	

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
National Abortion Federation 1755 Massachusetts Ave , NW, Ste 600 Washington, DC 20036		40,000	40,000
National Audubon Society, Inc. 3109 28th Street Boulder, CO 80301	50,000		50,000
National Wildlife Federation 1400 16th Street, N W , #501 Washington, DC 20036		50,000	50,000
Negative Population Growth 1717 Massachusetts Avenue, Ste 101 Washington, DC 20036		2,000	2,000
New York State NARAL Foundation 462 Broadway, Suite 540 New York, NY 10013		50,000	50,000
Pacific Institute for Women's Health 3450 Wilshire Boulevard, Ste 1000 Los Angeles, CA 90010		50,000	50,000
Pathfinder International 9 Galen Street, #217 Watertown, MA 02472		500,127	500,127
Physicians for Reproductive Choice and Health 55 West 39th Street, 10th Floor New York, NY 10018		25,000	25,000
Planned Parenthood - Mar Monte 1691 The Alameda San Jose, CA 95126		50,000	50,000
Planned Parenthood - Mountain Maternal Health League 315 Chestnut Street Berea, KY 40403		10,000	10,000
Planned Parenthood - New York City, Inc. 26 Bleecker Street New York, NY 10012-2413		50,000	50,000
Planned Parenthood - New York City 26 Bleecker Street New York, NY 10012-2413		100	100
Planned Parenthood - Shasta-Diablo 2185 Pacheco Street Concord, CA 94520		10,000	10,000
Planned Parenthood - Western Washington 2001 E Madison Street Seattle, WA 98122-2959		100,000	50,000 50,000

Organization Name	2001			RETURNED	RIRS990 Unpaid 12/31/01
	Unpaid 12/31/00	Awarded	Paid		
Planned Parenthood Federation of America, Inc. 810 Seventh Avenue New York, NY 10019				4,122	
Planned Parenthood Federation of America, Inc. 810 Seventh Avenue New York, NY 10019	501,624		501,624		
Population Action International 1300 - 19th Street, NW, Second Floor Washington, DC 20036		75,000	75,000		
Population Coalition 634 Golden West Drive Redlands, CA 92373		15,000	15,000		
Population Connection 1400 Sixteenth Street, NW, Suite 320 Washington, DC 20036-2290		25,000	25,000		
Population Institute 107 Second Street, NE Washington, DC 20002		15,000	15,000		
Population Reference Bureau 1875 Connecticut Ave, NW, #520 Washington, DC 20009-5728		75,000	75,000		
ProChoice Resource Center 16 Willett Avenue Port Chester, NY 10573-4326		25,000	25,000		
Pro-Choice Resource Center Pro-Choice Public Education Project 16 Willett Avenue Port Chester, NY 10573		10,000	10,000		
Planned Parenthood - Stark County 2663 Cleveland Avenue, NW Canton, OH 44709		2,500	2,500		
Project HOPE the People to People Health Foundation Carter Hall Lane Millwood, VA 22646		20,000	20,000		
RAND Corporation 1700 Main Street PO Box 2138 Santa Monica, CA 90407-2138		55,145	55,145		
Religious Coalition for Reproductive Choice Educational Fund 1025 Vermont Avenue, NW, Ste 1130 Washington, DC 20005		2,500	2,500		

Organization Name	2001		RIRS990	
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01	
Rutgers University Foundation Network for Family Life Education 100 Joyce Kilmer Avenue Piscataway, NJ 08854-8054		15,000	15,000	
ScenariosUSA, Inc. 82 Wall Street, STE 805 New York, NY 10005		25,000	25,000	
Self Reliance Foundation Acceso Hispano 529 14th Street, NW, Suite 740 Washington, DC 20045		40,000	40,000	
Sexuality Information and Education Council of the U. S. 130 West 42nd Street, Suite 350 New York, NY 10036-7802		10,000	10,000	
Shavano Institute P O Box 17904 Boulder, CO 80308		2,000	2,000	
Tides Center Center for Environment and Population 100 Market Street, Suite 204 Portsmouth, NH 03801		30,000	30,000	
Tulane University Medical Center Public Health & Tropical Medicine Dept of International Health & Dev 1440 Canal Street, Suite 2200 New Orleans, LA 70112-2737		40,774	40,774	
University of California - San Francisco Center for Reproductive Health Research & Policy UCSF, Box 0744 3333 California Street, STE 335 San Francisco, CA 94143-0744		100,000	75,000	25,000

Organization Name	2001			RETURNEE	RIRS990
	Unpaid 12/31/00	Awarded	Paid		Unpaid 12/31/01
	<u>595,134</u>	<u>2,232,846</u>	<u>2,732,980</u>	<u>422</u>	<u>75,000</u>
<u>Environment</u>					
African Wildlife Foundation 1400 16th Street, NW, Ste 120 Washington, DC 20036		1,000	1,000		
Alabama Rivers Alliance 2027 2nd Avenue, N, Ste A Birmingham, AL 35203		5,000	5,000		
Alaska Wilderness League Alaska Coalition 122 C Street, NW, Suite 240 Washington, DC 20001		40,000	40,000		
American Farmland Trust 1200 18th Street, NW, Ste 800 Washington, DC 20036		20,000	20,000		
American Rivers, Inc. 1025 Vermont Ave, NW, Suite 720 Washington, DC 20005		75,000	75,000		
American Whitewater Affiliation, Inc. Conservation & Access Program 1430 Fenwick Lane Silver Spring, MD 20910		1,000	1,000		
American Youth Foundation 1315 Ann Avenue St Louis, MO 63104	115,066		115,066		

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
ANAI, Inc. 199 Uplands Berkeley, CA 94705		40,000	40,000	
Ancient Forest International 1400 16th Street, NW Washington, DC 20036		15,000	15,000	
Archaeological Conservancy 5301 Central Avenue, NE, Ste 402 Albuquerque, NM 87108		200	200	
Ashoka 1700 North Moore Street, Ste 1920 Arlington, VA 22209		5,000	5,000	
Aspen Institute One Dupont Circle, NW, Ste 700 Washington, DC 20036		30,000	30,000	
Association for the Preservation of Civil War Sites, Inc. P.O. Box 1477 Hagerstown, MD 21741-9810		200	200	
Audubon Canyon Ranch P O Box 577 Stenson Beach, CA 94970		1,000	1,000	
Bay Area Ridge Trail Council 311 California Street, Suite 510 San Francisco, CA 94104		3,000	3,000	
Bay Area Video Coalition Habitat Productions 883 Fourth Street San Rafael, CA 94901		10,000	10,000	
Bay Institute of San Francisco Rivers and Delta Program 500 Palm Drive, #200 Novato, CA 94949		40,000	40,000	
Bay Institute of San Francisco 55 Shaver, Suite 330 San Rafael, CA 94901		750	750	
Berea College Berea, KY 40404		1,000,000	500,984	499,016
Big Sur Land Trust P O Box 221864 Carmel, CA 93922		300	300	
California Academy of Sciences Golden Gate Park San Francisco, CA 94118-4599		15,000	15,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
California State Parks Foundation P O Box 548 Kentfield, CA 94914-9924		230	230	
California Trout 870 Market Street, Suite 1185 San Francisco, CA 94102		200	200	
California Trout 870 Market Street, Suite 859 San Francisco, CA 94102		200	200	
California Trout, Inc. 870 Market Street, Suite 1185 San Francisco, CA 94102		15,000	15,000	
California Wilderness Coalition 2655 Portage Bay East Davis, CA 95616		1,000	1,000	
California Wilderness Coalition 2655 Portage Bay East Davis, CA 95616		10,000	10,000	
Center for a New American Dream 6930 Carroll Avenue, Suite 900 Takoma Park, MD 20912		60,000	30,000	30,000
Center for a New American Dream 6930 Carroll Avenue, Suite 900 Takoma Park, MD 20912		2,000	2,000	
Center for Marine Conservation 116 New Montgomery Street, Ste 810 San Francisco, CA 94105		300	300	
Center for Watershed and Community Health 5729 Main Street, PMB #248 Springfield, OR 97478		10,000	10,000	
Clapperstick Institute PO Box 9145 Berkely, CA 94709		5,000	5,000	
Clark University Program for Int'l Development & Social Change 950 Main Street Worcester, MA 01610	73,000		36,500	36,500
Clean Water Fund 814 Mission Street, Ste 602 San Francisco, CA 94103		3,000	3,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Collective Heritage Institute 901 W San Mateo Road, Suite L Santa Fe, NM 87505		3,000	3,000	
Conservation Fund 1800 North Kent Street, Ste 1120 Arlington, VA 22209-2156		5,000	5,000	
Conservation International Foundation 1919 M Street, N W , Suite 600 Washington, DC 20036		40,250	40,250	
Conservation International 1919 M Street, N W , Suite 600 Washington, DC 20036		5,000	5,000	
Conservation International 1919 M Street, N W , Suite 600 Washington, DC 20036		1,000	1,000	
Council on Economic Priorities 30 Irving Place New York, NY 10003-2386		10,000	10,000	
Cultural Conservancy/Sacred Land Foundation P O Box 29044 San Francisco, CA 94129		2,000	2,000	
Council of Canadians 502-151 Slater St Ottawa, Ontario, K1P5H3 Canada		45,000	45,000	
Development Center for Appropriate Technology P O Box 27513 Tucson, AZ 85726-7513		50,000	50,000	
Discovery Creek Children's Museum of Washington 5125 MacArthur Boulevard, NW, Suite 10 Washington, DC 20016		5,000	5,000	
Earth Action Network E/The Environmental Magazine 28 Knight Street, P O Box 5098 Westport, CT 06881		5,000	5,000	
Earth Action Network P O Box 5098 Westport, CT 06881		300	300	
Earth Action Network 28 Knight Street Norwalk, CT 06851-0000		1,000	1,000	
Earth Island Institute 300 Broadway Suite 28 San Francisco, CA 94133		10,000	10,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Earth Island Institute Sacred Land Film Project P O Box C-151 La Honda, CA 94020		5,000	5,000	
Earth Island Institute Wildlife Network 353 Wallace Way, NE Suite 12 Bainbridge Island, WA 98110		5,000	5,000	
Earth Island Institute Climate Solutions 610 - 4th Avenue E Olympia, WA 98501		40,000	40,000	
EarthAction Alerts Network 30 Cottage Street Amherst, MA 01002		2,000	2,000	
Earthjustice Legal Defense Fund, Inc. 203 Hoge Building, 705 Second Ave Seattle, WA 98104		100,000	50,000	50,000
Earthjustice Legal Defense Fund, Inc. 180 Montgomery Street, Suite 1400 San Francisco, CA 94104-4209		5,000	5,000	
Earthlight Magazine 111 Fairmount Avenue Oakland, CA 94611		500	500	
Earthwatch Expeditions, Inc. 3 Clock Tower Place, Ste 100 Box 75 Maynard, MA 01754		3,052	3,052	
Earthwatch Expeditions, Inc. 3 Clock Tower Place, Ste 100 Box 75 Maynard, MA 01754		3,412	3,412	
Ecological Design Innovation Center 122 Elm Street Oberlin, OH 44074		10,000	10,000	
Ecotrust Bioregional Salmon Restoration Strategy 721 NW 9th Avenue, Ste 200 Portland, OR 97209		40,000	40,000	
Ecumenical Project for International Cooperation, Inc 322 Lab Road, P O Box 43 Allenspark, CO 80510		10,000	10,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Environmental Defense 2334 North Broadway Boulder, CO 80304		50,000	50,000	
Environmental Law Alliance Worldwide 1877 Garden Avenue Eugene, OR 97403		750	750	
Environmental Law Institute 1616 P Street, N W , Suite 200 Washington, DC 20036		30,000	30,000	
Foothill-De Anza Foundation De Anza College 21250 Stevens Creek Blvd Cupertno, CA 95014		250,000	125,000	125,000
Foundation for Seacological Conservation 2009 Hopkins Street Berkeley, CA 94707-2406		2,000	2,000	
Friends of the Earth 1025 Vermont Avenue, NW, #300 Washington, DC 20005		2,000	2,000	
Friends of the Earth 6512 - 23rd Avenue, NW, Suite 320 Seattle, WA 98117		10,000	10,000	
Friends of the Earth 1025 Vermont Avenue, NW, #300 Washington, DC 20005		1,000	1,000	
Friends of the River Foundation 915 20th Street Sacramento, CA 95814		40,000	40,000	
Friends of the River Foundation 915 20th Street Sacramento, CA 95814		60,000	60,000	
Glen Canyon Institute P O Box 1925 Flagstaff, AZ 86002		5,000	5,000	
Grand Canyon Trust 2601 North Fort Valley Road Flagstaff, AZ 86001		30,000	30,000	
Great Valley Center, Inc. 911 - 13th Street P O Box 4402 Modesto, CA 95354		200	200	
Green Foothills Foundation 2448 Watson Court Palo Alto, CA 94303		10,000	10,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Greenbelt Alliance 530 Bush Street, Ste 303 San Francisco, CA 94108		10,000	10,000	
Guadalupe River Park and Gardens Corporation 50 W San Fernando Street, Ste 1500 San Jose, CA 95113		1,000	1,000	
Guadalupe River Park and Gardens Corporation 50 W San Fernando Street, Ste 1500 San Jose, CA 95113		885	885	
Green Corps, Inc. ecopledge.com 3435 Wilshire Boulevard, Suite 385 Los Angeles, CA 90010		17,500	17,500	
Hidden Villa, Inc. 26870 Moody Road Los Altos Hills, CA 94022		2,500	2,500	
Indian Law Resource Center 601 E Street, SE Washington, DC 20003		15,000	15,000	
INFORM, Inc. 120 Wall Street, 16th Floor New York, NY 10005-4001		30,000	30,000	
Institutes for Journalism & Natural Resources P O Box 1996 Missoula, MT 59806		90,000	45,000	45,000
International Rivers Network 1847 Berkeley Way Berkeley, CA 94703		1,000	1,000	
International Rivers Network 1847 Berkeley Way Berkeley, CA 94703		30,000	30,000	
ISAR 1601 Connecticut Avenue, NW, Ste 301 Washington, DC 20008		5,000	5,000	
Izaak Walton League of America 707 Conservation Lane Gaithersburg, MD 20878		25,000	25,000	
Land and Water Fund of the Rockies Western Water Program 2260 Baseline Road, Suite 200 Boulder, CO 80302		40,000	40,000	
Land Trust Alliance 115 North 5th Street, Suite 500 Grand Junction, CO 81501-2679		40,000	40,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
League to Save Lake Tahoe 955 Emerald Bay Road South Lake Tahoe, CA 96150		10,000	10,000	
Living Dharma P O Box 10431 Portland, OR 97210		3,000	3,000	
Low Impact Hydropower Institute 1025 Vermont Avenue, NW, Ste 720 Washington, DC 20005		50,000	50,000	
Makerere University Inst of Environment and Natural Resources Science Quadrangle, Main Campus Kampala, Uganda	73,000			73,000
Marin Agricultural Land Trust P O. Box 809 Point Reyes Station, CA 94956		2,000	2,000	
Marin Community Foundation 222 Crest Road Novato, CA 94945		5,000	5,000	
Marin Conservation League 55 Mitchell Boulevard, Ste 21 San Rafael, CA 94903		2,000	2,000	
Marine Mammal Center 1065 Fort Cronkhute Sausalito, CA 94965-2609		1,000	1,000	
Mendocino Land Trust P O Box 1094 Mendocino, CA 95460		5,000	5,000	
National Audubon Society, Inc 555 Audubon Place Sacramento, CA 95825		5,000	5,000	
National Environmental Education and Training Foundation 1707 H Street, NW, Ste 900 Washington, DC 20006-3915		4,000	4,000	
National Environmental Trust 1200 18th Street, NW, Fifth Floor Washington, DC 20036		15,000	15,000	
National Fish and Wildlife Foundation 28 Second Street, 6th Floor San Francisco, CA 94105		500	500	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
National Outdoor Leadership School 288 Main Street Lander, WY 82520-3140		1,000	1,000	
National Park Trust 415 2nd Street, NE, Ste 210 Washington, DC 20002		300	300	
National Park Trust 415 - 2nd Street, NE, Ste 210 P O Box 97070 Washington, DC 20077-7229		5,000	5,000	
National Parks & Conservation Association 1300 19th Street, NW, Ste 300 Washington, DC 20036		45,000	45,000	
National Wildlife Federation 1400 - 16th Street, NW Washington, DC 20036-2266		1,000	1,000	
National Wildlife Refuge Association Washington, DC		10,000	10,000	
Native Seeds/SEARCH 526 North 4th Avenue Tucson, AZ 85705		1,000	1,000	
Natural Resources Defense Council 71 Stevenson Street, Suite 1825 San Francisco, CA 94105		50,000	50,000	
Nature Conservancy Center for Compatible Economic Development P O Box 17047 Baltimore, MD 21297		1,000	1,000	
Nature Conservancy - California 201 Mission Street, Fourth Floor San Francisco, CA 94105		10,000	10,000	
Nature Conservancy - California 201 Mission Street Fourth Floor San Francisco, CA 94105		500	500	
Nature Conservancy - California 4245 N Fairfax Drive Arlington, VA 22203		500	500	
Nature Conservancy - Colorado 1881 9th Street, Ste 200 Boulder, CO 80302-5148		2,000	2,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Nature Conservancy - Montana 32 South Ewing Street Helena, MT 59601		5,000	5,000	
New York Rivers United P O. Box 1460 Rome, NY 13442-1460		5,000	5,000	
North American Water Trails Conference P O Box 53329 Washington, DC 20009-9329		200	200	
North American Wilderness Recovery 1955 West Grant Road, Ste 145 Tucson, AZ 85745-1147		1,000	1,000	
Northwest Earth Institute 506 SW Sixth Avenue, Suite 1100 Portland, OR 97204		25,000	25,000	
Ocean Arks International, Inc. 176 Battery Street, 3rd Floor Burlington, VT 05401		66,000	66,000	
Open Space Institute, Inc. Sustainable Careers Institute P O. Box 1003 Kingston, NY 12402		30,000	30,000	
Oregon Water Trust 111 S W Naito Parkway, Suite 404 Portland, OR 97204		10,000	10,000	
Organic Consumers Association 6114 Highway 61 Little Marais, MN 55614		1,000	1,000	
Organization for Tropical Studies Box 90630 Durham, NC 27708-0630		30,000		30,000
Organization for Tropical Studies Box 90630 Durham, NC 27708-0630		5,000	5,000	
Pacific Crest Biodiversity Project 4649 Sunnyside Avenue N, #321 Seattle, WA 98103		5,000	5,000	
Pacific Forest Trust 416 Aviation Boulevard, Suite A Santa Rosa, CA 95403		70,000	70,000	
Pacific Forest Trust 416 Aviation Boulevard, Ste #A Santa Rosa, CA 95403		10,000	10,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Pacific Institute for Studies in Development, Environment and Security 654 13th Street, Preservation Park Oakland, CA 94612		1,000	1,000	
Pacific Institute for Studies in Development, Environment and Security 654 13th Street, Preservation Park Oakland, CA 94612		1,000	1,000	
PCL Foundation 926 J Street, #612 Sacramento, CA 95814-9607		2,000	2,000	
Peninsula Conservation Center Foundation 3921 E Bayshore Drive Palo Alto, CA 94303		10,000	10,000	
Peninsula Open Space Trust 3000 Sand Hill Road, 4-135 Menlo Park, CA 94025		8,000	8,000	
Point Reyes Bird Observatory 4990 Shoreline Highway Stinson Beach, CA 94970-9701		10,000	10,000	
Project Avary, Inc. 1016 Lincoln Avenue San Rafael, CA 94911		10,000	10,000	
Pinchot Institute for Conservation 1616 P Street, NW, Ste 100 Washington, DC 20036		1,000	1,000	
Rails to Trails Conservancy 1100 17th Street, NW, 10th Floor Washington, DC 20036		15,000	15,000	
Rainforest Action Network 221 Pine Street, Suite 500 San Francisco, CA 94104		25,000	25,000	
Rainforest Action Network 221 Pine Street, Suite 500 San Francisco, CA 94104		200	200	
Rare Center for Tropical Bird Conservation 1840 Wilson Boulevard, Ste 402 Arlington, VA 22201-3000		30,000	30,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Redefining Progress 1904 Franklin Street, 6th Floor Oakland, CA 94612		10,000	10,000	
Redwood Coast Watershed Alliance P O Box 90 Elk, CA 95432		5,000	5,000	
River Network 44 N Last Chance Gulch #4 Helena, MT 59601		5,000	5,000	
River Network Clean Water Program 520 SW Sixth Avenue, # 1130 Portland, OR 97204-1535		40,000	40,000	
River Network 520 SW Sixth Avenue, Ste 1130 Portland, OR 97204-1535		8,000	8,000	
River Network River Conservancy Program 520 SW 6th Avenue, Suite 1130 Portland, OR 97204-1535	501,624		501,624	
Riverkeeper, Inc. 25 Wing & Wing Garrison, NY 10524-0130		20,000	20,000	
Rose Foundation for Communities and the Environment 6008 College Avenue, Suite 10 Oakland, CA 94618		15,000	15,000	
Rural Advancement Foundation International-USA P O Box 640 Pittsboro, NC 27312		5,000	5,000	
Rural Advancement Foundation International USA P O Box 640 Pittsboro, NC 27312		2,000	2,000	
Restore America's Estuaries 3801 North Fairfax Drive, Ste 53 Arlington, VA 22203		5,000	5,000	
San Bruno Mountain Watch P O Box AO Brisbane, CA 94005		10,000	10,000	
San Francisco Beautiful 41 Sutter Street, #709 San Francisco, CA 94104		2,500	2,500	
San Francisco Foundation John Krautkraemer Memorial Fund 225 Bush Street, Suite 500 San Francisco, CA 94104-4224		140,000	70,000	70,000

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
San Francisco State University Foundation Romberg Tiburon Center for Environmental Studies 3152 Paradise Drive Tiburon, CA 94920		110,000	55,000	55,000
San Jose Conservation Corps 2650 - A Senter Road San Jose, CA 95111		1,500	1,500	
San Jose Conservation Corps 2650 - A Senter Road San Jose, CA 95111		10,000	10,000	
San Jose State University Foundation Environmental Business Cluster 2 North First Street San Jose, CA 95113		10,000	10,000	
Santa Clara Valley Audubon Society 22221 McClellan Road Cupertino, CA 95014		5,000	5,000	
Save Our Wild Salmon Coalition 1511 N Eleventh Street Boise, ID 83702		35,000	35,000	
Scenic America 801 Pennsylvania Avenue, SE Washington, DC 20003		10,000	10,000	
Scenic California 2215 Fifth Street Berkeley, CA 94710		2,500	2,500	
Scenic California 2215 Fifth Street Berkeley, CA 94710		400	400	
Scenic Hudson 9 Vassar Street Poughkeepsie, NY 12601-3091		10,000	10,000	
Second Nature 99 Chauncy Street, Sixth Floor Boston, MA 02111-1703		100,000	100,000	
Seed Savers Exchange 3076 N Winn Road Decorah, IA 52101		1,000	1,000	
Sierra Business Council P O Box 2428 Truckee, CA 96160		2,000	2,000	
Sierra Business Council P O Box 2428 Truckee, CA 96160		1,000	1,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Sierra Business Council P O Box 2428 Truckee, CA 96160		2,000	2,000	
Sierra Business Council P O Box 2428 Truckee, CA 96160		60,000	60,000	
Silicon Valley Environmental Partnership 19025 Brookview Drive Saratoga, CA 95070		10,000	10,000	
Silicon Valley Toxics Coalition 760 North First Street San Jose, CA 95112		5,000	5,000	
Smith River Alliance 2604 Argolis Way Sacramento, CA 95826		5,000	5,000	
Social Investment Forum Foundation Shareholder Action Network 1612 K Street, NW, Suite 650 Washington, DC 20006		17,500	17,500	
Solar Cookers International 1919 21st Street, #101 Sacramento, CA 95814		5,000	5,000	
Sonoran Institute 7650 E Broadway Boulevard, Ste 203 Tucson, AZ 85710		30,000	30,000	
Sonoran Institute 7650 E Broadway Boulevard, Ste 203 Tucson, AZ 85710		30,000	30,000	
Standing for Truth About Radiation 66 Newtown Lane, Ste 3 P O Box 4206 East Hampton, NY 11937		2,000	2,000	
Student Conservation Association P O Box 550 Charlestown, NH 3603		5,400	5,400	
Sustainability Institute, Inc PO Box 174 Hartland Four Corners, VT 05049		25,000	25,000	
Sustainable Conservation 121 Second Street, 6th Floor San Francisco, CA 94105		2,000	2,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Sustainable Conservation 121 Second Street, 6th Floor San Francisco, CA 94105		1,000	1,000	
Sustainable Conservation 121 Second Street, 6h Floor San Francisco, CA 94105		1,000	1,000	
San Francisco Botanical Gardens Golden Gate Park Ninth Avenue San Francisco, CA 94122		5,000	5,000	
Tahoe - Baikal Institute P O Box 13587 South Lake Tahoe, CA 96151-3587		400	400	
Taxpayers for Common Sense 651 Pennsylvania Avenue, SE Washington, DC 20003		25,000	25,000	
Tech Museum of Innovation 145 West San Carlos Street San Jose, CA 95113		10,000	10,000	
Tides Center Regeneration Project Episcopal Power & Light, The Presidio P O Box 29336 San Francisco, CA 94129		10,000	10,000	
Tides Center Presidio Building 1014 P O Box 29907 San Francisco, CA 94129-0907		2,000	2,000	
Tides Center Center for Public Environmental Oversight 1101 Connecticut Ave , NW, # 1000 Washington, DC 20036		20,000	20,000	
Tides Center Environmental Media Services Presidio Building 1007, 2nd Floor General Kennedy Ave , P O Box 29322 San Francisco, CA 94129		25,000	25,000	
Tides Center Global Greengrants Fund 3546 Pearl Street Boulder, CO 80301		10,000	10,000	
TransFair USA 1611 Telegraph Avenue, Ste 900 Oakland, CA 94612		2,500	2,500	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Trees Foundation P O Box 702 Yosemite, CA 95389		5,300	5,300	
Trees, Water and People 633 South College Avenue Fort Collins, CO 80524-3070		200	200	
Trust for Public Land 116 New Montgomery, Third Floor San Francisco, CA 94105		10,000	10,000	
Trust for Public Land 116 New Montgomery Street, 3rd Floor San Francisco, CA		1,000	1,000	
Trust for Public Land 116 New Montgomery Street, Ste 300 San Francisco, CA 94105		1,500	1,500	
Trust for Public Land 116 New Montgomery Street, 3rd Floor San Francisco, CA 94105		1,000	1,000	
Tuolumne River Preservation Trust Fort Mason Center, Building C San Francisco, CA 94123		10,000	10,000	
Turtle Island Restoration Network P O Box 400 Forest Knolls, CA 94933		3,500	3,500	
U.S. Public Interest Research Group Education Fund 218 D Street, SE Washington, DC 20003		40,000	40,000	
University of California - San Diego Center for U S -Mexican Studies 9500 Gilman Drive, Dept 0510 La Jolla, CA 92093-0510		40,000		40,000
University of Florida Prog for Studies in Tropical Conservation P O Box 110440 Gainesville, FL 32611-0440	90,000		45,000	45,000
University of Missouri - St. Louis International Center for Tropical Ecology 224 Research Building 8001 Natural Bridges Road St Louis, MO 63121	90,000		45,000	45,000
Urban Ecology 414 13th Street, Suite 500 Oakland, CA 94612		10,000	10,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
WaterWatch of Oregon 213 SW Ash, Suite 208 Portland, OR 97204		20,000	20,000	
Whirling Disease Foundation P O. Box 327 Bozeman, MT 59771-0327		5,000	5,000	
Wild Salmon Center Natural Capital Center 721 NW Ninth Avenue, Ste 290 Portland, OR 97209		60,000	60,000	
Wildcoast 757 Emory Street, PMB 161 Imperial Beach, CA 91932		10,000	10,000	
Wilderness Society 1615 M Street, NW Washington, DC 20036		40,000	40,000	
Wilderness Society Natural Trails and Waters Coalition 1615 M Street NW Washington, DC 20036		25,000	25,000	
World Wildlife Fund, Inc. 1250 Twenty-Fourth Street, NW Washington, DC 20037-1175		2,000	2,000	
Yale University School of Forestry & Environmental Studies Sage Hall 205 Prospect Street New Haven, CT 06511	90,000		45,000	45,000
Yosemite Restoration Trust 1212 Broadway, Suite 810 Oakland, CA 94612		500	500	
Youth for Environmental Sanity 420 Bronco Road Soquel, CA 95073-9510		3,000	3,000	
	<u>1,032,690</u>	<u>4,385,629</u>	<u>4,229,803</u>	<u>1,188,516</u>
Equal Educational Opportunity Academy for the Love of Learning 430 Last Wagon Drive Sedona, AZ 86336		10,000	10,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Dominican University of California 50 Acacia Avenue San Rafael, CA 94091		35,000	35,000	
Friends British Primary School, Inc. 5465 Pennsylvania Avenue Boulder, CO 80303		8,000	8,000	
Friends British Primary School, Inc. 5465 Pennsylvania Avenue Boulder, CO 80303		2,000	2,000	
Friends' School, Inc. 5465 Pennsylvania Avenue Boulder, CO 80303		5,000	5,000	
Harvard University Harvard Asia Center 124 Mt Auburn Street Cambridge, MA 02138		1,000	1,000	
Meharry Medical College 1005 Dr D.B Todd Jr Blvd Nashville, TN 37208-3599		50,000	50,000	
Rudolf Steiner Foundation, Inc. Building 1002B, Thoreau Center P O Box 29915 San Francisco, CA 94129-0915		15,000	15,000	
Teach for America 344 20th Street, Ste 201M Oakland, CA 94612		12,000	12,000	
United Negro College Fund 220 Montgomery Street, Ste 460 Mills Building San Francisco, CA 94104		50,000	50,000	
Vassar College Box 725 Poughkeepsie, NY 12601		15,000	15,000	
		203,000	203,000	
General Education Support				
Advocates for Youth Education, Inc. 3670 Dogwood Lane Cincinnati, OH 45213		1,000	1,000	
American Forum, Inc. 120 Wall Street, #2600 New York, NY 10005	600,000		300,000	300,000

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
American Indian College Fund 8333 Greenwood Blvd Denver, CO 80221		10,000	10,000	
American Youth Foundation 2331 Hampton Avenue St Louis, MO 63139-2908		5,000	5,000	
American Youth Foundation 2331 Hampton Avenue St. Louis, MO 63139-2908		10,000	10,000	
Bellarmine College Preparatory 850 Elm Street San Jose, CA 95126		100	100	
College Careers Fund of Westchester-Fairfield P O Box 1530 White Plains, NY 10602		5,000	5,000	
College of Marin Foundation P O Box 446 Kentfield, CA 94914-9901		1,000	1,000	
Dixie Children's Fund P O Box 6182 San Rafael, CA 94903		200	200	
Education for a Global Society 1404 Chelsea Way Redwood City, CA 94061-5624		10,000	10,000	
Foothill-De Anza Community Colleges Foundation 21250 Stevens Creek Boulevard Cupertino, CA 95014		200	200	
Foothill-De Anza Community Colleges Foundation Center for Innovation 12345 El Monte Road Los Altos Hills, CA 94022		1,000	1,000	
Full Circle Elementary School, Inc. 21 Parmenter Road Bernardston, MA 01357		1,500	1,500	
George Washington University 2033 K Street, NW, #310 Washington, DC 20006		1,000	1,000	
Georgetown University School of Foreign Service ICC Building, Room 301 Washington, DC 20007		1,000	1,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Institute for Conservation & Health Compton Environmental Fellowship Program P O Box 770 Redwood Valley, CA 95470		23,200	23,200	
Institute for Conservation & Health 11401 Akers Creek Road Redwood Valley, CA 95470		23,000	23,000	
Mexican American Community Services Agency 130 North Jackson Avenue San Jose, CA 95116		10,000	10,000	
Monterey Institute of International Studies Center for Nonproliferation Studies 425 Van Buren Street Monterey, CA 93940		40,000	40,000	
Monterey Institute of International Studies Center for Nonproliferation Studies 425 Van Buren Street Monterey, CA 93940	200,000	100,000	100,000	200,000
Pitzer College 1050 North Mills Avenue Claremont, CA 91711-6110		10,000	10,000	
Population Reference Bureau 1875 Connecticut Ave , NW, #520 Washington, DC 20009-5728		68,305	32,225	36,080
Princeton University P O Box 5357 Princeton, NJ 08543-5357		3,500	3,500	
Princeton University c/o Box 46 Princeton, NJ 08544-0046		250	250	
Resource Area for Teachers 1355 Ridder Park Drive San Jose, CA 95131		7,500	7,500	
San Francisco Education Fund 47 Kearney Street Suite 200 San Francisco, CA 94108		15,000	15,000	
San Jose State University Foundation One Washington Square San Jose, CA 95192-0171		1,600	1,600	
University of Minnesota International Center for Global Change 214 Social Science Building 267 - 19th Avenue South Minneapolis, MN 55455		63,777	21,137	42,640

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Woodrow Wilson National Fellowship Foundation CN 5281 Princeton, NJ 08543-5281		1,000	1,000	.
World Learning, Inc. Kipling Road, P O Box 676 Brattleboro, VT 05302-0676	248,600	366,300	126,500	488,400
	<u>1,048,600</u>	<u>780,432</u>	<u>761,912</u>	<u>1,067,120</u>
<u>Civil Rights/Equal Opportunity</u>				
NAACP Legal Defense & Education Fund P O Box 9410 Uniondale, NY 11553-9753		300	300	
National Executive Service Corps 120 Wall Street, 16th Floor New York, NY 10005		15,000	15,000	
		<u>15,300</u>	<u>15,300</u>	
<u>Health & Mental Health</u>				
American Cancer Society P O Box 60000 San Francisco, CA 04160-3331		400	400	
American Heart Association One Almaden Blvd , #500 San Jose, CA 95113-2214		800	800	
Aris Project 380 North First Street, Ste 200 San Jose, CA 95112-4050		300	300	
Avon Products Foundation, Inc. 135 S La Salle, Dept 7201 Chicago, IL 60674-7201		700	700	
Avon Products Foundation, Inc. 785 Market Street, #550 San Francisco, CA 94103		200	200	
Enterpriseworks Worldwide, Inc. 1828 L Street, NW, Ste 1000 Washington, DC 20036		1,000	1,000	
Friendship Bridge 3560 Highway 74, Ste B2 Evergreen, CO 80439		20,000	20,000	
Leukemia & Lymphoma Society Inc. 405 Riverview Drive Auburn, CA 95603		100	100	

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
Memorial Sloan - Kettering Cancer Center Sort 8400 1275 York Avenue New York, NY 10021-6094		400	400
Peninsula Center for the Blind and Visually Impaired 2470 El Camino Real, Ste 107 Palo Alto, CA 94306		200	200
San Francisco AIDS Foundation 25 Vann Ness Avenue, #660 San Francisco, CA 94102		200	200
San Jose Medical Center Foundation 675 E Santa Clara Street San Jose, CA 95112		200	200
University of California - San Francisco Friends of Langley Porter Clinic San Francisco, CA		500	500
		25,000	25,000
<u>Youth & Children's Services</u>			
Asian Relief, Inc. P O Box 7000 Riverdale, MD 20738-0700		100	100
Boys and Girls Club - San Francisco 235 Montgomery Street, Ste 480 San Francisco, CA 94104		1,000	1,000
Boys & Girls Clubs - Silicon Valley P O Box 811 San Jose, CA 95106		300	300
Center for Contemplative Mind in Society, Inc. 38 Village Hill Road Williamsburg, MA 01096		7,500	7,500
Children's Aid Society 105 East 22nd Street, Rm 504 New York, NY 10010		7,000	7,000
Easter Seal Society P O Box 61140 San Jose, CA 95961		200	200
Edible Schoolyard at King Middle School 1781 Rose Street Berkeley, CA 94703		500	500
Energy Medicine, Inc. 777 E Main Street Ashland, OR 97520		4,000	4,000

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
Junior Achievement of the Bay Area Inc. 400 Oyster Point Blvd , Suite 419 South San Francisco, CA 94080		10,000	10,000
Kids in Common 1046 W Taylor Street, Ste 100 San Jose, CA 95126		10,000	10,000
Northern California Grantmakers 116 New Montgomery Street #742 San Francisco, CA 94105		5,000	5,000
San Jose Children's Discovery Museum 180 Woz Way San Jose, CA 95110		5,000	5,000
San Jose Rotary Club Endowment 1690 Senter Road San Jose, CA 95112		1,500	1,500
Santa Clara County Bar Association Law Foundation 111 W St. John Street, Ste 315 San Jose, CA 95113		1,000	1,000
Special Olympics P.O. Box 883724 San Francisco, CA 94188-3724		200	200
Summer Search 2701 Sutter Street San Francisco, CA 94115		8,000	8,000
YMCA of Santa Clara 1190 Emory Street San Jose, CA 95126		275	275
		61,575	61,575
<u>Community Welfare</u>			
Achieve 3860 Middlefield Road Palo Alto, CA 94303-4716		200	200
American Red Cross Santa Clara Valley Chapter 2731 North First Street San Jose, CA 95134		500	500
American Red Cross Santa Clara Valley Chapter 2731 North First Street San Jose, CA 95134		200	200
America's Second Harvest 35 East Wacker Drive, Ste 2000 Chicago, IL 60601		200	200

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Association on American Indian Affairs P O Box 268 Sisseton, SD 57262		300	300	
Avenidas 450 Bryant Street Palo Alto, CA 94301-1799		200	200	
Bay Area Community Resources 375 Doherty Drive Larkspur, CA 94939-1536		2,000	2,000	
Berkeley Neighborhood Computers P O Box 2435 Berkeley, CA 94702		200	200	
Brattleboro Area Jewish Community Congregation Shur Heharim P O Box 2353 Brattleboro, VT 05303		1,000	1,000	
Brazelton Foundation, Inc. 4031 University Drive, Ste 200 Fairfax, VA 22030		5,000	5,000	
Bread for the World Institute on Hunger and Development 50 F Street, NW, Ste. 500 Washington, DC 20001		200	200	
Canelo Project HC1 Box 324 Elgin, AZ 85611		8,500		8,500
Center for Auto Safety P O Box 96810 Washington, DC 20077-7176		300	300	
Christmas in April - South Bay P O Box 21996 San Jose, CA 95151-1996		200	200	
Church of the Holy Cross 3918 Dabney Avenue Montgomery, AL 36111		500	500	
City Cares of America, Inc. 1605 Peachtree Street, Ste 100 Atlanta, GA 30309		1,000	1,000	
City Year, Inc. 116 Paseo de San Antonio San Jose, CA 95112		200	200	
Community Foundation Silicon Valley 60 S Market Street, Ste 1000 San Jose, CA 95113		500	500	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
CompassPoint Nonprofit Services 1922 The Alameda, Ste. 212 San Jose, CA 95126		5,000	5,000	
Concord Coaliton P.O Box 96480 Washington, DC 20090-6480		300	300	
Compassion in Dying Federation of America PMB 415, 6312 S W Capitol Highway Portland, OR 97201		200	200	
Equest P O Bo 935 Kennebunk, ME 04043		500	500	
First Presbyterian Church 1140 Cowper Street Palo Alto, CA 94301		5,000	5,000	
Foothill-De Anza Community Colleges Foundation 21250 Stevens Creek Boulevard Cupertino, CA 95014		500	500	
Foundation of Human Understanding P O. Box 1000 Grants Pass, OR 97528		4,000	4,000	
Foundation of Human Understanding P O Box 1000 Grants Pass, OR 97528		1,000	1,000	
Full Circle Programs 70 Skyview Terrace San Rafael, CA 94903		2,000	2,000	
Fund for International Nonprofit Development 703 Market Street, #300 San Francisco, CA 94103		5,000	5,000	
Gangaji Foundation 505A San Marin Drive, Ste 120 Novato, CA 94945		2,000	2,000	
Garden Project Pier 28 San Francisco, CA 94105		5,000	5,000	
Garden Project Pier 28 San Francisco, CA 94105		10,000	10,000	
Habitat for Humanity International 121 Habitat Street Americus, GA 31709		400	400	
Hispanic Foundation of Silicon Valley P O Box 720591 San Jose, CA 95172		15,000	15,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Housing Trust of Santa Clara County P O Box 1537 San Jose, CA 95109-1537		500	500	
Humane Society of Boulder Valley 2323 55th Street Boulder, CO 80301		3,000	3,000	
Humane Society of Santa Clara Valley P O Box 58024 Santa Clara, CA 95052-8024		200	200	
Institute of Noetic Sciences 101 San Antonio Road Petaluma, CA 94952-9524		2,000	2,000	
Lionheart Foundation P O Box 194, Back Bay Boston, MA 02117		2,000	2,000	
Marin Charitable Association P O Box 759 Ross, CA 94957		5,000	5,000	
Morningside House P O Box 367 Brattleboro, VT 05302		1,000	1,000	
Mothers Against Drunk Driving P O Box 96087 Washington, DC 20090-6087		500	500	
National Conference for Community and Justice 777 North First Street, Mezzanine San Jose, CA 95112		10,000	10,000	
S.G.R.Y. of Colorado P O Box 410 Rollinsville, CO 80474		1,000	1,000	
San Jose State University Foundation One Washington Square San Jose, CA 95192-0171		5,000	5,000	
Society of Mary, Province of St. Louis P O Box 23130 St Louis, MO 63156		1,000	1,000	
Teachers College Columbia University Partnership for Sustainable Families & Communities 525 West 120th Street, Box 132 New York, NY 10027-6696		5,000	5,000	
United Way of the Bay Area 4340 Redwood Highway San Rafael, CA 94903		1,000	1,000	

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
United Way of Santa Clara P O Box 2 Santa Clara, CA 95052-0002		13,000	13,000
United Way of Santa Clara 1922 The Alameda San Jose, CA 95126-1430		200	200
United Way of Santa Clara 1932 The Alameda San Jose, CA 95126-1430		500	500
U.S. Ski Educational Foundation, Inc. P O Box 97254 Washington, DC 20077-7684		150	150
Volunteer Exchange of Santa Clara County 1922 The Alameda, Suite 211 San Jose, CA 95126		300	300
Western States Center P O Box 40305 Portland, OR 97204		4,000	4,000
Working Partnerships USA 2102 Almaden Road, Ste 100 San Jose, CA 95125		1,000	1,000
		133,450	124,950
			8,500

Arts and Culture

American Beethoven Society c/o San Jose State University One Washington Square San Jose, CA 95192-0171		700	700
American Federation of Arts 41 East 65th Street New York, NY 10021		2,500	2,500
American Symphony Orchestra League 33 West 60th Street New York, NY 10023-7905		10,000	10,000
Arts Council Silicon Valley 4 North 2nd Street, Ste 210 San Jose, CA 95113		6,000	6,000
Asian Art Museum of San Francisco Golden Gate Park San Francisco, CA 94118		10,000	10,000
Bay Area Discovery Museum 557 McReynolds Road Sausalito, CA 94965		5,000	5,000

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Boulder Museum of Contemporary Art 1750 13th Street Boulder, CO 80302		5,000	5,000	
Boulder Museum of Contemporary Art 1750 13th Street Boulder, CO 80302		5,000	5,000	
CEC International Partners, Inc. 12 West 31st Street, Ste 400 New York, NY 10001-4415		500	500	
Colorado Dance Festival P O Box 356 Boulder, CO 80306		1,000	1,000	
Community School of Music and Arts 220 View Street Mountain View, CA 94040		200	200	
Corporation of the Fine Arts Museums 233 Post Street San Francisco, CA 94108		15,000	15,000	
Cultural Initiatives/Silicon Valley 1153 Lincoln Avenue, Ste 1 San Jose, CA 95125-3009		15,000	15,000	
Dance Palace Community Center P O. Box 217 Point Reyes Station, CA 94956		5,000	5,000	
Flagstaff Symphony Association P O. Box 122 Flagstaff, AZ 86002-0122		500	500	
Folk Art International 140 Maiden Lane San Francisco, CA 94108		10,000	10,000	
Foothill-De Anza Community Colleges Foundation 21250 Stevens Creek Boulevard Cupertino, CA 95014		5,000	5,000	
Grand Canyon Chamber Music Festival P O Box 1332 Grand Canyon, AZ 86023		10,000	10,000	
Ground Zero The Art and Technology Network 1510 Page Mill Road Palo Alto, CA 94304		2,000	2,000	

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
Ground Zero The Art and Technology Network 1510 Page Mill Road Palo Alto, CA 94304		250	250
Headlands Center for the Arts 944 Fort Barry Sausalito, CA 94965		15,000	15,000
History San Jose 1650 Senter Road San Jose, CA 95112-2599		5,000	5,000
KQED, Inc. 2601 Mariposa Street San Francisco, CA 94110		700	700
Marin Arts Council 650 Las Gallinas Avenue, Ste C San Rafael, CA 94903		5,000	5,000
Marin Civic Ballet Association 100 Elm Street San Rafael, CA 94901		500	500
Marin Symphony Association 4340 Redwood Highway San Rafael, CA 94903		10,000	10,000
Merola Opera Program War Memorial Opera House 301 Van Ness Ave San Francisco, CA 94108		5,000	5,000
Montalvo Association P O. Box 158 Saratoga, CA 95071		1,000	1,000
Museum of Contemporary Art/Denver 1275 19th Street Denver, CO 80202		2,000	2,000
Near & Arnold's School of Performing Arts and Cultural Education 508 West Perkins Street Ukiah, CA 95482		250	250
Opera San Jose 2149 Paragon Drive San Jose, CA 95131-1312		1,500	1,500
Palo Alto Cultural Center Guild 1313 Newell Road Palo Alto, CA 94303-2909		200	200
Performing Arts Workshop Inc. Fort Mason Center Landmark Building C, Room 265 San Francisco, CA 94123		5,000	5,000

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
San Domenico School 1500 Butterfield Road San Anselmo, CA 94960		10,000	10,000	
San Francisco Arts Education Project c/o Norse Auditorium 135 Van Ness Avenue, Room 110 San Francisco, CA 94102		10,000	10,000	
San Francisco Ballet Association 455 Franklin Street San Francisco, CA 94102		10,000	10,000	
San Francisco Community Music Center 544 Capp Street San Francisco, CA 94110		10,000	10,000	
San Francisco Conservatory of Music 1201 Ortega Street San Francisco, CA 94122-4498		15,000	15,000	
San Francisco Craft & Folk Art Museum Fort Mason San Francisco, CA 94123-1382		15,000	15,000	
San Francisco Mime Troupe 855 Treat Avenue San Francisco, CA 94110		2,500	2,500	
San Francisco Museum of Modern Art 151 Third Street San Francisco, CA 94103-3159		10,000	10,000	
San Francisco Opera 301 Van Ness Avenue San Francisco, CA 94102-4509		10,000	10,000	
San Francisco Performing Arts Library & Museum 401 Van Ness Avenue Veterans Building, 4th Floor San Francisco, CA 94102		10,000	10,000	
San Francisco Symphony Association Davies Symphony Hall San Francisco, CA 94102-4585		15,000	15,000	
San Jose Institute of Contemporary Art 451 S First Street San Jose, CA 95113		2,000	2,000	
San Jose Museum of Art Association 110 South Market Street San Jose, CA 95113		15,000	15,000	
San Jose Repertory Theatre P O Box 2399 San Jose, CA 95109-2399		12,000	12,000	

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
San Jose State University Foundation One Washington Square San Jose, CA 95192-0171		3,000	3,000	
San Jose State University Foundation One Washington Square San Jose, CA 95192-0171		1,500	1,500	
San Mateo County Community College District 1700 West Hillsdale Boulevard San Mateo, CA 94402-3784		200	200	
Santa Cruz Ethnic Arts Network P O. Box 734 Mount Herman, CA 95041		3,000	3,000	
Smithsonian Institution 1100 Jefferson Drive, SW Washington, DC 20560		2,000	2,000	
Smuin Ballets SF 1314 34th Avenue San Francisco, CA 94122		1,000	1,000	
Sunny Hills Children's Services 300 Sunny Hills Drive San Anselmo, CA 94960-1995		5,000	5,000	
University of California - Berkeley 19 Morrison Hall Berkeley, CA 94720		5,000	5,000	
Women of the West Museum 1536 Wynkoop Street, Ste 400B Denver, CO 80202		500	500	
Young Audiences of the Bay Area 125 Stillman Street San Francisco, CA 94107		7,500	7,500	
Youth in Arts 1115 3rd Street, Ste 3 San Rafael, CA 94901		2,000	2,000	
		337,000	337,000	
3G- Arts				
River of Words 2530-C San Pablo Avenue Berkeley, CA 94702		20,000	20,000	
Village of Arts and Humanities 2544 Germantown Avenue Philadelphia, PA 19133		20,000	20,000	

Organization Name	2001		RIRS990
	Unpaid 12/31/00	Awarded	Unpaid 12/31/01
Whidbey Institute Power of Hope Program P O. Box 57 Clinton, WA 98236		15,000	15,000
		55,000	55,000
<u>3G- Children & Youth</u>			
Adopt-A-Watershed 731 Market Street, #600A San Francisco, CA 94103		20,000	20,000
Concord Consortium, Inc. Center for a Sustainable Future 1611 Harbor Road Shelburne, VT 05482		10,000	10,000
Mediators Foundation, Inc. Institute for Social & Emotional Learning 3833 North 57th Street Boulder, CO 80301		16,000	16,000
Occidental Arts and Ecology Center 15290 Coleman Valley Road Occidental, CA 95465		12,000	12,000
Positive Futures Network P O Box 10818 Bainbridge Island, WA 98110		20,000	20,000
Tides Center Institute for Children's Environmental Health P O Box 757 463 First Street Langley, WA 98260		10,000	10,000
		88,000	88,000
<u>3G- Sustainable Living</u>			
Collective Heritage Institute Bioneers 901 W San Mateo Road, Suite L Santa Fe, NM 87505		16,000	16,000
Community Food Security Coalition P O Box 209 Venice, CA 90294		15,000	15,000
Friends of the Earth Community, Health and Environment Program 1025 Vermont Avenue, Suite 300 Washington, DC 20005		16,000	16,000

Organization Name	2001			RIRS990
	Unpaid 12/31/00	Awarded	Paid	Unpaid 12/31/01
Natural Resources Defense Council Forest Initiatives Program 71 Stevenson Street, Suite 1825 San Francisco, CA 94105		10,000	10,000	
Organic Consumers Association 6101 Cliff Estate Road Little Marais, MN 55614		20,000	20,000	
Tides Center Wild Farm Alliance 406 Main Street, Suite 213 Watsonville, CA 95076		20,000	20,000	
		97,000	97,000	
<u>3G- Spiritual Awareness</u>				
Energy Medicine, Inc. 5700 NE Island Cove Way #4307 Stuart, FL 34996		10,000	10,000	
Mountain Institute P O Box 2414 Purcellville, VA 20134		10,000	10,000	
Trust for Public Land Center for Land and People 116 New Montgomery Street, #400 San Francisco, CA 94105		20,000	20,000	
Wilderness Society Land Ethic Program 1615 M Street, NW Washington, DC 20036		20,000	20,000	
		60,000	60,000	
<u>Miscellaneous Grants</u>				
Council on Foundations 1828 L Street, NW Washington, DC 20036-5168		13,210	13,210	
Foundation Center 79 Fifth Avenue New York, NY 10003-3076		5,000	5,000	
Independent Sector 1200 Eighteenth Street, NW, Ste 200 Washington, DC 20036		10,255	10,255	
Northern California Grantmakers 116 New Montgomery Street, Suite 742 San Francisco, CA 94105		6,500	6,500	

Organization Name	2001			RETURNS	RIRS990
	Unpaid 12/31/00	Awarded	Paid		Unpaid 12/31/01
Rockefeller Family Fund Environmental Grantmakers Association 437 Madison Avenue, 37th Floor New York, NY 10022-7001		1,852	1,852		
		<u>36,817</u>	<u>36,817</u>		
Total grants listed: 621	<u>2,906,204</u>	<u>10,585,026</u>	<u>10,902,064</u>	<u>44,215</u>	<u>2,589,166</u>

- If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II and check this box
- Note: Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (not automatic) 3-Month Extension of Time - Must file Original and One Copy

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization Compton Foundation, Inc.	Employer identification number 94-3142932
	Number, street, and room or suite no. If a P O box, see instructions 535 Middlefield Road, No. 160	For IRS use only
	City, town or post office state, and ZIP code For a foreign address, see instructions Menlo Park, CA 94025	

Check type of return to be filed (File a separate application for each return)

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990 EZ	<input type="checkbox"/> Form 990 T (sec 401(a) or 408(a) trust)	<input type="checkbox"/> Form 1041 A	<input type="checkbox"/> Form 5227	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990 BL	<input checked="" type="checkbox"/> Form 990 PF	<input type="checkbox"/> Form 990 T (trust other than above)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 6069	

STOP Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3 month extension of time until November 15, 2002

6 For calendar year 2001, or other tax year beginning _____ and ending _____

6 If this tax year is for less than 12 months check reason Initial return Final return Change in accounting period

7 State in detail why you need the extension
Information required to complete the return is not yet available.

8a If this application is for Form 990 BL, 990 PF, 990 T, 4720, or 6069 enter the tentative tax, less any non-refundable credits See instructions \$ _____

1048 b If this application is for Form 990 PF, 990 T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ _____

1048 c Balance Due Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD or EFTPS (Electronic Federal Tax Payment System) See instructions \$ _____

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Nini Mc Cone Title CPA Date 8/2/02

Notice to Applicant - To Be Completed by the IRS

- We have approved this application. Please attach this form to the organization's return
- We have not approved this application. However, we have granted a 10 day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return
- We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting the 10-day grace period
- We cannot consider this application because it was filed after the due date of the return for which an extension was requested
- Other _____

Director _____ By _____ Date AUG 29 2002

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3 month extension returned to an address different than the one entered above

Type or print	Name Nini Charles McCone
	Number and street (include suite, room, or apt no) Or a P O box number 61 Fifth Avenue
	City or town, province or state, and country (including postal or ZIP code) San Francisco, CA 94118

EXTENSION APPROVED
AUG 29 2002
SUE BLOOM
FIELD DIRECTOR
SUE BLOOM
SUE BLOOM