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

2008

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

For calendar year 2008, or tax year beginning

, and ending

<input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		A Employer identification number 26-1548355			
Name of foundation THE JONES FAMILY FOUNDATION		Number and street (or P.O. box number if mail is not delivered to street address) 301 N. MAIN ST.		Room/suite 	B Telephone number (313)-596-9312
City or town, state, and ZIP code ANN ARBOR, MI 48104		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 ►			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year <i>(from Part II, col. (c), line 16)</i> ► \$ 2,199,811.		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual Other (specify)		E	
Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</i>		(a) Revenue and expenses per books 2,638,091.	(b) Net investment income 2,764.	(c) Adjusted net income 2,677.	(d) Disbursements for charitable purposes (cash basis only) STATEMENT 2
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	2,123,017.			
	7 Capital gain net income (from Part IV, line 2)			0.	
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	2,125,781.	2,677.	0.	
	13 Compensation of officers, directors, trustees, etc		0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
20 Occupancy RECEIVED					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating-and-administrative expenses. Add lines 13 through 23		0.	0.	0.	
25 Contributions, gifts, grants paid					
26 Total expenses and disbursements. Add lines 24 and 25		0.	0.	0.	
27 Subtract line 26 from line 12	2,125,781.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		2,677.			
c Adjusted net income (if negative, enter -0-)			0.		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,774.	1,774.
	2	Savings and temporary cash investments		50,415.	50,415.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations	STMT 3		
	b	Investments - corporate stock		0.	2,072,816.
	c	Investments - corporate bonds			2,146,846.
	11	Investments - land, buildings, and equipment basis ►			
		Less: accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less: accumulated depreciation ►			
	15	Other assets (describe ►	STATEMENT 4	0.	776.
					776.
	16	Total assets (to be completed by all filers)		0.	2,125,781.
					2,199,811.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►			
	23	Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		0.	0.
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		0.	2,125,781.
	30	Total net assets or fund balances		0.	2,125,781.
	31	Total liabilities and net assets/fund balances		0.	2,125,781.

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	0.
2	Enter amount from Part I, line 27a	2	2,125,781.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2,125,781.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,125,781.

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08551217 765919 JON20

2008.05010 THE JONES FAMILY FOUNDATION JON20_1

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 SALE OF STOCK - OXFORD - SEE ATTACHMENT #1			D	VARIOUS	VARIOUS
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 2,123,017.		2,638,091.	<515,074. >		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	<515,074. >		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	<515,074. >	
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)

N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007			
2006			
2005			
2004			
2003			

2 Total of line 1, column (d)

2

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)	1	54 .
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
3 Add lines 1 and 2		
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5 Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments		
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	54 .
b Exempt foreign organizations - tax withheld at source		
c Tax paid with application for extension of time to file (Form 8868)....		
d Backup withholding erroneously withheld		
7 Total credits and payments Add lines 6a through 6d	7	54 .
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	8	0 .
11 Enter the amount of line 10 to be Credited to 2009 estimated tax ►		
	Refunded ►	11

Part VII-A | Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c Did the foundation file Form 1120-POL for this year?	1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ <u>0 .</u> (2) On foundation managers. ► \$ <u>0 .</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0 .</u>	1c	X
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	2	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	3	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	4a	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>MI</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	4b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	STMT. 5	X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14 The books are in care of ► TAMARA CARR, DIRECTOR Located at ► 301 N. MAIN ST., ANN ARBOR, MI		Telephone no. ► (313)-596-9312 ZIP+4 ► 48104
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		► 15 N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A ►	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4a X	
		4b X	

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 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)?

N/A
►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
WAYNE D. JONES 211 W. FORT STREET, FL 15 DETROIT, MI 48226	PRESIDENT/TREASURER 0.00	0.	0.	0.
SHELLY JONES 211 W. FORT STREET, FL 15 DETROIT, MI 48226	VICE PRESIDENT/SECRETARY 0.00	0.	0.	0.
MAX JONES 211 W. FORT STREET, FL 15 DETROIT, MI 48226	DIRECTOR 0.00	0.	0.	0.
TAMARA CARR 301 N. MAIN STREET ANN ARBOR, MI 48104	DIRECTOR 0.00	0.	0.	0.

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

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

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

►

0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

►

0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions

3		

Total. Add lines 1 through 3

►

0.

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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	178,904.
b Average of monthly cash balances	1b	4,349.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	183,253.
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	183,253.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,749.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	180,504.
6 Minimum investment return. Enter 5% of line 5	6	9,025.

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	9,025.
2a Tax on investment income for 2008 from Part VI, line 5	2a	54.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	54.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	8,971.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	8,971.
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	8,971.

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	0.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	0.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				8,971.
2 Undistributed Income, if any, as of the end of 2007			0.	
a Enter amount for 2007 only			0.	
b Total for prior years:				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$	0.			
a Applied to 2007, 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 2008 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				8,971.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XV Supplementary Information (continued)

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

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

823611 01-02-09

08551217 765919 JON20

11 2008.05010 THE JONES FAMILY FOUNDATION JON20_1 AS AMENDED Form 990-PF (2008)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,677.	87.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<515,074.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	0.			<512,397.>	87.
13 Total. Add line 12, columns (b), (d), and (e)			13	<512,310.>	
(See worksheet in line 13 instructions to verify calculations.)					

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

823621
01-02-09

AS AMENDADA

990-PF (2008)

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of.

(1) Cash . . .
 (2) Other assets

B Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following section

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.

Here
sign
in

~~Signature of officer or trustee~~

Date

PRESIDENT/TREASURER

tle

Preparer's signature ► <i>Amanda Liu, CPA</i>		Date 12/17/09	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number
Paid Preparer's Use Only	Firm's name (or yours if self-employed, address, and ZIP code) ► GREENWALT SPONSEL & CO., INC. 5342 WEST VERMONT STREET INDIANAPOLIS, IN 46224	EIN ► 317-241-2999		
	Phone no	317-241-2999		

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

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

OMB No 1545-0047

2008**Name of the organization****THE JONES FAMILY FOUNDATION****Employer identification number****26-1548355****Organization type (check one):****Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)**General Rule**

For 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 (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. 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** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990. These instructions will be issued separately.**Schedule B (Form 990, 990-EZ, or 990-PF) (2008)**

Name of organization

Employer identification number

THE JONES FAMILY FOUNDATION

26-1548355

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WAYNE AND SHELLY JONES 6301 HAGGERTY ROAD BELLEVILLE, MI 48111	\$ 2,638,091.	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.)
		\$ _____	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.)

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
				VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
SALE OF STOCK - OXFORD - SEE ATTACHMENT #1		0.	0.	<515,074. >	
CAPITAL GAINS DIVIDENDS FROM PART IV				0.	
TOTAL TO FORM 990-PF, PART I, LINE 6A				<515,074. >	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST OF OXFORD - TAX EXEMPT			
INTEREST INCOME	87.	0.	87.
TRUST OF OXFORD ACCOUNT #9303	2,607.	0.	2,607.
TRUST OF OXFORD ACCOUNT #9312	70.	0.	70.
TOTAL TO FM 990-PF, PART I, LN 4	2,764.	0.	2,764.

FORM 990-PF

CORPORATE STOCK

STATEMENT 3

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
TRUST OF OXFORD - SEE ATTACHMENT #2	2,072,816.	2,146,846.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,072,816.	2,146,846.

AS AMENDED

FORM 990-PF

OTHER ASSETS

STATEMENT 4

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS	0.	689.	689.
ACCRUED INTEREST	0.	87.	87.
TO FORM 990-PF, PART II, LINE 15	0.	776.	776.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 5

NAME OF CONTRIBUTOR

ADDRESS

WAYNE AND SHELLY JONES

6301 HAGGERTY ROAD, BELLEVILLE, MI 48111

AS AMENDED

**Jones Family Foundation
2008 FORM 990-PF
STOCK SALES ATTACHMENT
Attachment #1**

Stock	Date Acquired	Date Sold	Proceeds	Basis	Gain/Loss	Term	Shares Sold
Aeropostale	Various	12/18/2008	7,947	13,376	(5,429)	ST	450
Apollo Group Inc Com	7/17/2008	12/18/2008	16,802	12,926	3,876	ST	220
Atlas	Various	12/18/2008	1,589	6,494	(4,904)	ST	100
AutoZone Inc Com	1/9/2008	12/18/2008	1,640	1,295	345	ST	12
Ball Corp	10/20/2008	12/18/2008	4,158	3,356	803	ST	100
Broadcom Corp CL A	10/20/2008	12/18/2008	13,002	10,667	2,335	ST	740
Capstead Mortgage CP New	Various	12/18/2008	11,277	14,100	(2,823)	ST	1,100
Cash America International	6/16/2008	12/18/2008	888	1,120	(232)	ST	32
CLECO Corporation New	Various	12/18/2008	6,581	8,344	(1,763)	ST	300
Comtech Telecommunications Com Corp New	6/16/2008	12/18/2008	556	580	(24)	ST	12
Cubist Com Pharmaceuticals	6/16/2008	12/18/2008	3,821	2,794	1,027	ST	155
DirectTV Group Inc Com	1/9/2008	12/18/2008	3,007	2,905	103	ST	133
Foundation Coal Holdings	Various	12/18/2008	3,765	15,079	(11,313)	ST	250
Gilead Sciences Inc	Various	12/18/2008	3,765	3,506	259	ST	76
Grafftech	Various	12/18/2008	6,552	16,735	(10,182)	ST	800
Health Net	Various	12/18/2008	4,462	12,323	(7,861)	ST	409
Holly	Various	12/18/2008	4,870	10,924	(6,054)	ST	250
Isle of Capri Casinos	Various	12/18/2008	1,181	4,146	(2,965)	ST	350
Leg Mason Inc	5/14/2008	12/18/2008	4,611	12,137	(7,526)	ST	220
Lindsay	3/6/2008	12/18/2008	3,875	7,904	(4,029)	ST	100
Marathon	2/14/2008	12/18/2008	5,471	10,065	(4,594)	ST	205
McMoran	Various	12/18/2008	5,005	11,363	(6,358)	ST	500
Net 1 UEPS TECHS New	Various	12/18/2008	6,506	14,376	(7,870)	ST	500
Netflix	Various	12/18/2008	9,824	10,766	(942)	ST	350
Occidental Pete Corp Del Com	10/20/2008	12/18/2008	40,943	39,998	945	ST	747
Olin	Various	12/18/2008	11,037	14,078	(3,041)	ST	650
Omega Healthcare Invs Inc	Various	12/18/2008	4,942	5,758	(816)	ST	350
Royal Gold Inc Com	6/16/2008	12/18/2008	798	565	233	ST	19
School Specialty Inc	Various	12/19/2008	5,308	9,891	(4,583)	ST	300
Sensient	Various	12/19/2008	13,404	17,352	(3,947)	ST	600
Sterling Bancshares	Various	12/19/2008	5,024	8,576	(3,552)	ST	850

**Jones Family Foundation
2008 FORM 990-PF
STOCK SALES ATTACHMENT
Attachment #1**

Stillwater	Various	12/19/2008	1,914	6,970	(5,056) ST	400
Sunpower Com CL B	1/7/2008	12/19/2008	1,677	7,274	(5,597) ST	60
Syniverse	Various	12/19/2008	5,810	10,420	(4,610) ST	600
THQ Inc	Various	12/19/2008	932	5,402	(4,469) ST	200
TNS	Various	12/18/2008	3,201	9,598	(6,397) ST	400
UCBH Holdings Inc	Various	12/18/2008	2,263	6,401	(4,138) ST	450
Vectron	Various	12/18/2008	12,747	13,931	(1,184) ST	500
Vulcan Mats Co Com	10/20/2008	12/19/2008	7,363	6,084	1,278 ST	108
Wesco	2/7/2008	12/19/2008	9,582	22,156	(12,574) ST	550
Wintrust Financial Corp	Various	12/19/2008	4,016	7,042	(3,026) ST	200
XL Capital	Various	12/19/2008	2,953	22,597	(19,644) ST	740
Short term			265,073	421,375	(156,302)	
Aaron Rents	5/2/2005	12/18/2008	7,965	5,462	2,504 LT	300
Abbott Labs Com	Various	12/18/2008	42,359	34,666	7,693 LT	800
Abbott Labs Com	Various	12/18/2008	111,987	102,427	9,559 LT	2,115
Agilent	3/29/2006	12/18/2008	13,098	28,875	(15,776) LT	790
Allegheny Energy Inc Com	12/18/2003	12/18/2008	190	65	125 LT	6
Amedisys	9/24/2004	12/18/2008	3,212	2,233	979 LT	77
American Tower Corp CL A Com	7/6/2004	12/18/2008	41,332	17,608	23,724 LT	1,430
Anadarko Pete Corp Com	6/9/2003	12/18/2008	4,038	2,390	1,648 LT	108
Ansys	9/24/2004	12/18/2008	11,964	19,480	(7,516) LT	400
Aon Corp Com	4/18/2005	12/18/2008	6,003	3,000	3,004 LT	139
Aspen	4/3/2006	12/19/2008	20,509	21,532	(1,022) LT	889
Autodesk Inc Com	6/9/2003	12/18/2008	1,201	498	703 LT	64
Bard CR Inc N J Com	6/9/2003	12/18/2008	5,486	2,337	3,149 LT	66
Benchmark	7/31/2007	12/18/2008	15,170	26,124	(10,954) LT	1,150
Berry	Various	12/18/2008	4,932	21,583	(16,651) LT	600
Best Buy Inc Com	6/9/2003	12/18/2008	2,601	2,470	131 LT	90
Bio Rad	Various	12/18/2008	10,369	14,512	(4,142) LT	150
BMC Software Inc Com	6/9/2003	12/18/2008	611	417	194 LT	24
Brinker	11/29/2007	12/18/2008	11,119	29,975	(18,855) LT	1,265

**Jones Family Foundation
2008 FORM 990-PF
STOCK SALES ATTACHMENT
Attachment #1**

Brunswick	11/14/2007	12/18/2008	2,760	15,656	(12,895) LT	740
Campbell Soup Co Com	Various	12/18/2008	86,643	79,443	7,200 LT	3,000
Carter	3/27/2007	12/18/2008	20,295	26,465	(6,171) LT	1,015
Cash America International	Various	12/18/2008	8,824	7,696	1,129 LT	318
CEC	12/29/2004	12/18/2008	6,101	10,021	(3,920) LT	250
CLECO Corporation	Various	12/18/2008	11,122	13,994	(2,872) LT	507
Colgate Palmolive Co Com	6/25/2007	12/18/2008	32,350	25,085	7,265 LT	500
Community Health Systems	Various	12/18/2008	11,937	34,146	(22,209) LT	860
Comtech Telecommunications Com Corp New	6/9/2003	12/19/2008	2,755	1,757	4,357 LT	379
Cooper Industries LTD CL A Com	11/3/2004	12/18/2008	10,375	9,669	706 LT	350
Corporate Office	1/18/2007	12/18/2008	6,727	25,204	(18,478) LT	496
Coventry	12/18/2003	12/19/2008	925	805	120 LT	25
Covidien LTD Com	6/9/2003	12/18/2008	2,860	1,815	1,045 LT	52
Danaher Corp Com	4/3/2006	12/18/2008	7,002	14,177	(7,175) LT	179
Deere & Co Com	6/9/2003	12/18/2008	3,051	1,758	1,293 LT	78
Deere & Co Com	Various	12/18/2008	23,131	22,506	625 LT	1,023
DirectTV Group Inc Com	Various	12/18/2008	46,842	43,287	3,555 LT	2,000
Disney Walt Co Com	6/9/2003	12/18/2008	3,200	1,623	1,577 LT	101
Edison Intl Co	Various	12/18/2008	16,695	20,471	(3,777) LT	927
EI Paso	Various	12/18/2008	9,995	27,853	(17,858) LT	1,000
Electronics	6/9/2003	12/18/2008	293	190	103 LT	9
Embarq Corp Com	Various	12/18/2008	36,193	25,428	10,766 LT	1,012
Emerson Elec Co Com	Various	12/19/2008	21,635	27,651	(6,017) LT	745
Endurance	6/9/2003	12/18/2008	4,180	1,347	2,833 LT	62
EOG Res Inc Com	7/11/2007	12/18/2008	5,952	4,446	1,507 LT	98
Express Scripts Inc Com	Various	12/18/2008	79,331	36,520	42,811 LT	1,000
Exxon Mobil Corp Com	9/24/2004	12/18/2008	13,920	7,455	6,465 LT	850
EZCorp	Various	12/18/2008	11,538	37,076	(25,538) LT	4,211
Ford	Various	12/18/2008	6,682	9,226	(2,544) LT	650
Freds	4/3/2006	12/18/2008	21,219	27,561	(6,342) LT	1,516
GAP	Various	12/18/2008	10,336	11,598	(1,262) LT	350
GATX						

Jones Family Foundation
2008 FORM 990-PF
STOCK SALES ATTACHMENT
Attachment #1

Genentech Inc Com	5/9/2003	12/18/2008	80,464	18,580	61,884	LT	1,000
General Dynamics Corp Com	6/9/2003	12/18/2008	5,028	3,030	1,998	LT	89
General Mls Inc Com	Various	12/18/2008	61,054	49,416	11,638	LT	1,000
Genuine Parts Com	6/9/2003	12/18/2008	497	426	71	LT	13
Genzyme Corp Com	Various	12/18/2008	2,662	1,954	708	LT	39
Gilead Sciences Inc	Various	12/18/2008	44,140	37,997	6,143	LT	891
Gulf Island Fabrication	Various	12/18/2008	4,494	11,239	(6,745)	LT	350
Haemonetics	11/7/2007	12/18/2008	17,185	14,911	2,274	LT	300
Health Mgmt	4/3/2006	12/18/2008	5,483	18,162	(12,679)	LT	2,900
Health Net	Various	12/18/2008	6,273	28,744	(22,471)	LT	575
Hercules	6/9/2003	12/18/2008	5,539	30,148	(24,609)	LT	1,101
Hess Corp Com	Various	12/18/2008	3,125	1,024	2,101	LT	63
Horace	Various	12/18/2008	9,961	21,163	(11,203)	LT	1,100
Intuit Com	1/3/2000	12/18/2008	4,138	2,118	2,020	LT	180
Intuitive	8/14/2006	12/18/2008	4,129	2,834	1,295	LT	31
Invesco LTD Com	12/5/2007	12/19/2008	14,214	30,624	(16,410)	LT	1,100
IPC Holdings	Various	12/19/2008	24,012	23,976	36	LT	822
Isle of Capri Casinos	Various	12/18/2008	2,699	20,263	(17,563)	LT	800
Jack in the Box	Various	12/18/2008	12,726	23,644	(10,919)	LT	600
Kellogg Company Com	6/9/2003	12/18/2008	2,345	1,901	444	LT	54
Kindle	10/11/2005	12/18/2008	10,370	13,336	(2,966)	LT	462
Ladish	Various	12/18/2008	4,558	15,645	(11,087)	LT	300
Lasalle	9/24/2004	12/18/2008	5,058	12,263	(7,204)	LT	450
Macrovision Solutions Com	3/30/1999	12/18/2008	2,259	1,530	729	LT	190
Macy's Inc	9/7/2007	12/18/2008	9,898	30,187	(20,289)	LT	960
Marathon	4/3/2006	12/18/2008	9,875	28,597	(18,723)	LT	370
Marvel	9/20/2006	12/18/2008	16,361	13,678	2,683	LT	558
Matrix	Various	12/18/2008	7,018	19,909	(12,892)	LT	800
Max	Various	12/18/2008	15,497	18,809	(3,312)	LT	900
MC Grath RentCorp	9/28/2007	12/18/2008	7,956	12,651	(4,695)	LT	400
Metlife Inc Com	6/9/2003	12/18/2008	4,486	3,469	1,017	LT	123
Molson Coors Brewing Co CL B	10/29/2004	12/18/2008	735	533	203	LT	16

Jones Family Foundation
2008 FORM 990-PF
STOCK SALES ATTACHMENT
Attachment #1

Newmont Mining Corp	6/9/2003	12/18/2008	1,708	1,492	217	LT	46
Nike Inc CL B Com	6/9/2003	12/18/2008	5,227	2,728	2,499	LT	99
Noble Corporation Common Stock New Ord	6/9/2003	12/19/2008	2,322	1,818	504	LT	106
Northern Trust Corp Com	6/9/2003	12/18/2008	2,121	1,649	472	LT	43
Occidental Pete Corp Del Com	6/9/2003	12/18/2008	6,906	2,100	4,806	LT	126
Omega Healthcare Invs Inc	10/13/2005	12/18/2008	10,576	9,701	875	LT	749
Omnicare	8/9/2007	12/18/2008	18,967	25,037	(6,070)	LT	733
Pacific Sunwear	4/19/2007	12/18/2008	2,027	23,688	(21,661)	LT	1,050
Parkway	Various	12/18/2008	6,122	15,844	(9,722)	LT	350
Patterson	11/8/2006	12/18/2008	11,960	27,257	(15,297)	LT	1,150
Penn Virginia	Various	12/18/2008	10,569	15,462	(4,893)	LT	400
PepsiCo Inc Com	Various	12/18/2008	43,640	35,927	7,713	LT	800
Perot	Various	12/18/2008	13,492	14,951	(1,459)	LT	1,050
Qualcomm Inc Com	Various	12/18/2008	44,188	25,585	18,603	LT	1,300
Royal Gold Inc Com	Various	12/18/2008	23,407	14,312	9,095	LT	557
Schnitzer	9/24/2004	12/18/2008	8,807	7,475	1,332	LT	250
Sempra Energy Com	12/18/2003	12/19/2008	693	495	198	LT	17
SPSS	Various	12/18/2008	11,222	13,653	(2,432)	LT	450
St. Jude Medical Inc	Various	12/18/2008	18,373	25,979	(7,606)	LT	572
St. Jude Medical Inc	6/9/2003	12/18/2008	2,634	2,319	314	LT	82
Stanley Wks Com	6/9/2003	12/19/2008	1,694	1,412	283	LT	51
Sterling Construction	Various	12/19/2008	7,300	9,659	(2,359)	LT	400
Sybase	Various	12/19/2008	16,690	16,541	149	LT	690
Tellabs Inc Com	2/25/1994	12/18/2008	1,438	1,156	283	LT	350
Terra	Various	12/18/2008	3,342	1,992	1,350	LT	200
Texas	Various	12/18/2008	5,195	10,322	(5,127)	LT	150
THQ Inc	1/12/2007	12/18/2008	65,187	53,610	11,577	LT	2,000
Transocean LTD Com	6/9/2003	12/19/2008	1,577	1,086	490	LT	32
Unit Corp	Various	12/18/2008	2,097	10,326	(8,228)	LT	200
UNUMPROVIDENT Corp	4/3/2006	12/18/2008	20,594	24,938	(4,344)	LT	1,210
VCA	9/24/2004	12/18/2008	8,900	10,005	(1,105)	LT	500

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Viacom	4/3/2006	12/18/2008	12,732	28,936	(16,204) LT	745
Westar	8/30/2006	12/19/2008	9,797	12,020	(2,223) LT	500
Wintrust Financial Corp	Various	12/19/2008	4,016	11,452	(7,436) LT	200
World Acceptance	Various	12/19/2008	6,117	7,383	(1,266) LT	300
Xcel Energy Inc Com	Various	12/19/2008	541	494	46 LT	29
Xerox Corp Com	6/9/2003	12/19/2008	1,197	1,693	(496) LT	155
XL Capital	8/1/2006	12/19/2008	1,517	24,806	(23,290) LT	380
Long Term			1,680,540	1,936,712	(256,172)	
Best Buy Inc Com	8/3/2007	12/18/2008	7,110	12,940	(5,830) Unknown	246
Bristow	9/21/2004	12/18/2008	7,505	11,418	(3,914) Unknown	350
Curtiss	9/21/2004	12/18/2008	13,057	11,428	1,629 Unknown	400
Emerson Elec Co Com	10/25/2007	12/18/2008	9,799	14,438	(4,639) Unknown	274
GMX	12/29/2005	12/18/2008	11,796	16,451	(4,656) Unknown	448
Kirby	9/21/2004	12/18/2008	9,052	6,867	2,185 Unknown	350
Leggett & Platt	9/11/2007	12/18/2008	5,949	9,175	(3,226) Unknown	410
Mastercard	8/6/2007	12/18/2008	18,721	15,627	3,094 Unknown	121
MGM	11/28/2007	12/18/2008	2,417	12,225	(9,808) Unknown	178
Sterling Bancshares	9/5/2006	12/19/2008	5,320	10,791	(5,471) Unknown	900
UCBH Holdings Inc	9/21/2004	12/18/2008	4,024	22,295	(18,271) Unknown	800
Willis AKA HILB Rogal & Hobbs Co	9/24/2004	12/19/2008	3,538	5,343	(1,805) Unknown	145
Add to Long Term			98,288	148,999	(50,711)	
Aecom Technology	5/19/2008	12/18/2008	1,450	1,565	(115) Unknown	50
Compass	5/28/2008	12/18/2008	20,641	16,996	3,645 Unknown	372
FactSet	4/7/2008	12/18/2008	3,407	5,561	(2,153) Unknown	80
First Solar	5/28/2008	12/18/2008	2,780	5,561	(2,780) Unknown	20
Guess	4/21/2008	12/18/2008	1,550	3,803	(2,253) Unknown	100
Mastercard	1/7/2008	12/18/2008	4,487	5,948	(1,462) Unknown	29
Micros Systems Inc	3/26/2008	12/18/2008	10,871	33,642	(22,771) Unknown	700
Oneok	3/20/2008	12/18/2008	17,875	29,762	(11,887) Unknown	646
Whirlpool	5/13/2008	12/19/2008	3,844	6,693	(2,849) Unknown	90
Woodward	5/19/2008	12/19/2008	5,686	8,775	(3,089) Unknown	250
Xerox	3/31/2008	12/19/2008	6,523	12,701	(6,178) Unknown	845

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Add to Short Term

Total

	79,115	131,005	(51,890)
	2,123,016	2,638,091	(515,076)

ATTACHMENT #2
JONES FAMILY FOUNDATION
2008 FORM 990-PF
SCHEDULE OF INVESTMENTS IN PART II, LINE 10B

Investment	Book Value Determined By:	End of Year Value
ASTON/RIVER SMALL CAP VALUE I	COST	41,574.25
WILLIAM BLAIR INTERNATIONAL GROWTH FUND CLASS I	COST	169,972.70
FAIRHOLME FUND	COST	149,185.60
AMERICAN FUNDS GROWTH FUND OF AMERICA CL F2	COST	149,185.50
HARBOR INTERNATIONAL FUND	COST	169,790.70
LEUTHOLD ASSET ALLOCATION INST.	COST	64,198.75
LOOMIS SAYLES BOND INSTL	COST	190,762.20
MORGAN STANLEY INST INTL SMALL CAP FUND	COST	10,393.60
PIMCO TOTAL RETURN FUND INSTL CLASS	COST	509,921.55
RS EMERGING MARKETS A	COST	31,180.70
PIMCO COMMODITY REAL RETURN STRATEGY FUND INSTL CLASS	COST	64,198.75
ROYCE VALUE PLUS INVESTOR CLASS	COST	41,574.25
THIRD AVENUE VALUE FUND	COST	64,198.75
VANGUARD TOTAL STOCK MARKET INDEX FUND SIGNAL SHARES	COST	362,875.60
VIRTUS REAL ESTATE SECURITIES FUND CL I	COST	53,802.80
 TOTAL MUTUAL FUNDS		 <u>2,072,815.70</u>