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Department of the Treasury Internal Revenue Service (77)

SCANNED DEC 0 1 2010

## Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545 0052

2008

		endar year 2008, or tax year beginning	, 2008	, and ending					
G	Che	eck all that apply   Initial return   Fin	al return Amended	return A	_	s change		e change	
	se th		<b></b>		A	Employer identifica		ber	
	Slab		Γ		L	90-059623			
	print				В	Telephone number	-	nstructions)	
	r typ	pe. CORPUS CHRISTI, TX 78403			<u> </u>	361-886-6		<del> </del>	
		ions.			_C _D	If exemption application 1 Foreign organization			ck here $\blacktriangleright$ $X$
Н	Č		(c)(3) exempt private for			2 Foreign organization	ns meetin	ng the 85% t	test, check
	L	Section 4947(a)(1) nonexempt charitable tr			E	here and attach cou If private foundation	,		- L
ł		air market value of all assets at end of year J Acc	counting method. XC	ash Accrual	-	under section 507(			► 🗀
			Other (specify)		F	If the foundation is			nation .
Pai	<b>&gt;</b> \$		column (d) must be on	cash basis.)		under section 507(	<u>o)(1)(B),</u>	check here	<u> </u>
	1	Analysis of Revenue and Expenses (The total of amounts in	(a) Revenue and	(b) Net investm	ent	(c) Adjusted i	net		ursements
		columns (b), (c), and (d) may not neces-	expenses per books	income		income			aritable poses
		sarily equal the amounts in column (a)							poses pasis only)
		(see the instructions).)  1 Contributions, gifts, grants, etc, received (att sch)							
		2 Ck   X if the foundn is not req to att Sch B							<del></del>
		3 Interest on savings and temporary		***************************************		1			***************************************
		cash investments			_		N/A		
		4 Dividends and interest from securities	74,677.	74,6	<u>77.</u>			************	
		5a Gross rents		···					
		b Net rental income or (loss)	-129,309.		·····	<b></b>			
E	₹	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 1,529,604.	-129,309.		<del></del>	ļ			
F	,	assets on line 6a 1,323,004.  7 Capital gain net income (from Part IV, line 2)		***************************************	0.	<b></b>			
È		8 Net short-term capital gain			<u>v</u> .				
E N	:	9 Income modifications		***************************************	*******		<u> </u>		
Ě		10 a Gross sales less						•••••	
		returns and allowances					1		
		<b>b</b> Less. Cost of						***************************************	
		goods sold							
		c Gross profit/(loss) (att sch)  11 Other income (attach schedule)					<del></del>		·······
	l	The other income (attach schedule)				1	-		•••••••••••••••••••••••••••••••••••••••
	ĺ	12 Total. Add lines 1 through 11	-54,632.	74,6	77.	-	<del></del>	***************************************	
	Ì	13 Compensation of officers, directors, trustees, etc	22,877.	22,8	<del>77.</del>		<del></del>		······································
		14 Other employee salaries and wages							
	1	15 Pension plans, employee benefits							
	A	16 a Legal fees (attach schedule)							
	P	b Accounting fees (attach sch) SEE ST 1	2,785.	2,7	<u>85.</u>	l RE	ECEI	VED	
0	Νİ	c Other prof fees (attach sch)		<del></del> <del></del> -		<u> </u>			<del></del>
OP ER AT	ş	17 Interest 18 Taxes (attach schedule) SEE STMT 2	14,571.	14 5	71	IS NO	W 0 0	0040	8
Ř A	Ŕ	19 Depreciation (attach	14,3/1.	14,5	<u>/1.</u>	ISI NU	V 2 2	<u> 2010 - </u>	
Ť	Î	sch) and depletion						****	82
Ń G	Ϋ́	20 Occupancy				OG	DEN	JUIT	
	١	21 Travel, conferences, and meetings							
A N D	E X P	<ul><li>22 Printing and publications.</li><li>23 Other expenses (attach schedule)</li></ul>		<del></del>		<del>-</del>			
-	E	SEE STATEMENT 3	1,769.	1,7	69.	İ			
	Š	24 Total operating and administrative					$\overline{}$		
	Š	expenses. Add lines 13 through 23	42,002.	42,0	02.				
		25 Contributions, gifts, grants paid PART XV	67,308.						67,308.
		26 Total expenses and disbursements. Add lines 24 and 25	109,310.	42,0	02.	į			67,308.
		27 Subtract line 26 from line 12:		/-				<del></del>	,
	ļ	a Excess of revenue over expenses and disbursements	-163,942.				Í		
		b Net investment income (if negative, enter 0)	-103,942.	32,6	75				······
		C Adjusted net income (if negative, enter 0)		32,0	15.				······································
BAA	F	or Privacy Act and Paperwork Reduction Act		ione	TEC	1 405041 09/17/09		Form 0	90 DE (2009)

**90-PF** (2008)

Part II B		Balance Sheets  Attached schedules and amounts in the description column should be for end of year amounts only		Beginning of year	End	of year
-	* ** .1	·	(See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1		•			
	2	•	ary cash investments	25,462.	72,335.	72,335.
	3					1
	١ .	Less allowance for	doubtful accounts			
	4	5				<b>†</b>
	_	Less allowance for	doubtful accounts			
	5	Grants receivable				
	6	Receivables due from offic disqualified persons (atta	cers, directors, trustees, and other ch schedule) (see the instructions)			
	7	Other notes and loans rec	eivable (attach sch).			
ŝ		Less. allowance for				
A S E T	В	Inventories for sale				
Ţ	9	Prepaid expenses as	nd deferred charges			
S	10	a Investments – U.S. obligations (attach s	and state government STATEMENT 4	597,332.	394,428.	423,172.
	1	<b>b</b> Investments — corporate		587,189.		
		c Investments — corporate	bonds (attach schedule)			
	11	Investments – land, equipment basis	buildings, and			
		Less. accumulated deprec (attach schedule)	iation			
	12	Investments - morto	gage loans			
	13	Investments - other	(attach schedule) STATEMENT 5	764,282.	1,351,354.	1,076,366.
	14	Land, buildings, and	equipment. basis			
		Less accumulated deprec (attach schedule)	<b>&gt;</b>			
	15 16	Total assets (to be o	be ► <u>SEE STATEMENT 6</u> ) completed by all filers —	8,996.	1,202.	1,202.
	-		o, see page 1, item l)	1,983,261.	1,819,319.	1,573,075.
Ļ	17	Accounts payable an	d accrued expenses.		<u> </u>	
A	18	Grants payable	•			1
B	19	Deferred revenue	Anna Annabasa (C. akkan dan anal C. ak			
Ļ	20		ors, trustees, & other disqualified persons payable (attach schedule) .			-
ţ	22	Other liabilities (descri				-
Ē	22	Other habilities (descri	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~			-
E S	23	Total liabilities (add		0.	<u> </u>	
		Foundations that fol and complete lines 2	ow SFAS 117, check here A through 26 and lines 30 and 31.			
N F	24	Unrestricted				
N F E U T N	25	Temporarily restricte	d [			1
D	26	Permanently restricted	ed			
A S S A E T A		Foundations that do and complete lines 2	not follow SFAS 117, check here X 7 through 31.			
EL	27	Capital stock, trust p	rincipal, or current funds			
SN	28		or land, building, and equipment fund	1,983,261.	1,819,319.	<b>†</b>
O E	29	Retained earnings, accumu	lated income, endowment, or other funds			ŧ Į
ŔŚ	30		ind balances (see the instructions)	1,983,261.	1,819,319.	1
<del></del>	31	(see the instructions)		1,983,261.	1,819,319.	
Part	111	Analysis of Chan	ges in Net Assets or Fund Balanc	es		<u> </u>
1	Total	net assets or fund ba	lances at beginning of year — Part II, colum	nn (a), line 30 (must agre	ee with	
	end-	of-year figure reported	on prior year's return)	, ,, : :: \	1	1,983,261.
		r amount from Part I, I			2	-163,942.
3		increases not included in lin	e 2 (Itemize).	- <b></b>	3	
		lines 1, 2, and 3			4	1,819,319.
		ases not included in line 2 (i			5	
6	rotai	net assets or fund ba	lances at end of year (line 4 minus line 5) -	- Part II, column (b), line	30 6	1,819,319.

Part	(a) List and describe	osses for Tax on Investmer the kind(s) of property sold (e g , re	eal estate.	(b) How acquire		(d) Date sold
	2-story brick warehouse; or common stock, 200 shares MLC Company)  P — Purch D — Donat					(month, day, year)
	1a PUBLICLY TRADED SECURITIES P				VARIOUS	VARIOUS
	PUBLICLY TRADED SEC			P	VARIOUS	VARIOUS
	CAPITAL GAIN DIVIDE	INDS				
<u>d</u>			<del></del>		<del>-  </del>	
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sal		(h) Gain or (e) plus (f) m	
a	188,374.		23	2,464.		-44,090.
b	1,325,136.		1,42	6,449.		-101,313.
c					<del></del> .	
d					<del></del>	<del></del>
<u>e</u>	Complete only for assets showin	ng gain in column (h) and owned by	the foundation on 12/31/69		45.0 (0.1	
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if a	(ı) 1y	(I) Gains (Col gain minus column (I than -0-) or Losses (fi	(), but not less
a						-44,090.
b						-101,313.
<u>c</u>						16,094.
<u>d</u>		<del></del>				
	Capital gain net income or (net	capital loss).  If gain, also If (loss), en	enter in Part I, line 7 ter -0- in Part I, line 7	. 2		-129,309.
3	Net short-term capital gain or (lo	oss) as defined in sections 1222(5) a	· —	- <del>-</del>		123,303.
	If gain, also enter in Part I, line	8, column (c) (see the instructions).	If (loss), enter -0-		1	
	ın Part I, line 8	Section 4940(e) for Reduce		3	_	-44,090.
Was tl	, the foundation does not qualif	on 4942 tax on the distributable amo y under section 4940(e). Do not com	plete this part.		Yes	X No
_1_		each column for each year; see the		ny entries.	4.8	
ı	(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use ass	ets (c	<b>(d)</b> Distribution olumn (b) divided	
	2007	54,735.	2,12	5,648.		0.025750
	2006					
	2005					
	2004 2003					
	2003					
2	Total of line 1, column (d)			2		0.025750
3 ,	Average distribution ratio for the number of years the foundation	5-year base period — divide the tota has been in existence if less than 5	al on line 2 by 5, or by the years.	3		0.025750
4 1	Enter the net value of noncharita	able-use assets for 2008 from Part X	, line 5	4		1,903,822.
5	Multiply line 4 by line 3			5		49,023.
6	Enter 1% of net investment inco	me (1% of Part I, line 27b)		6		327.
7 .	Add lines 5 and 6.			7		49,350.
8 (	Enter qualifying distributions from	m Part XII, line 4		8		67,308.
	If line 8 is equal to or greater that Part VI instructions.	an line 7, check the box in Part VI, li	ne 1b, and complete that pa	rt using a 1%	tax rate. See the	

Form 990-PF (2008) BEHANNON CHARITABLE TRUST	90-	0596	239	ı	Page <b>4</b>
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948	- see	the ins	tructions)		
1 a Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on line 1	ī				
Date of ruling letter. (attach copy of ruling letter if necessary – see instructions)					
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V,	<b> </b>	1			327.
check here $ ightharpoonup \overline{X}$ 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, column (b)	J				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable					
foundations only Others enter -0-)		2			<u>0.</u>
3 Add lines 1 and 2		3			327.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -	)-)	4			<u>0.</u>
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5			<u>327.</u>
6 Credits/Payments.					
a 2008 estimated tax pmts and 2007 overpayment credited to 2008		-			
b Exempt foreign organizations — tax withheld at source 6b		- [			
c Tax paid with application for extension of time to file (Form 8868)  6c		┦┋			
d Backup withholding erroneously withheld  7. Table and the and neutronic Add bear Continued Con		┨╻			•
7 Total credits and payments. Add lines 6a through 6d		7			<u>0.</u>
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached. 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed.		8			227
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		9			<u>327.</u>
11 Enter the amount of line 10 to be Credited to 2009 estimated tax		10			
Part VII-A Statements Regarding Activities		<u> </u>			
				Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did participate or intervene in any political campaign?	l it		16	<del>-</del>	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?			11	<u>.</u>	Х
If the answer is 'Yes' to <b>1a</b> or <b>1b,</b> attach a detailed description of the activities and copies of any materior or distributed by the foundation in connection with the activities	als pub	lished			
c Did the foundation file Form 1120-POL for this year?			10		Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.				$\top$	
(1) On the foundation \$ 0. (2) On foundation managers \$ = Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imp			0.		
foundation managers $\Rightarrow$ \$ 0.	osea or	n			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?			2	1	X
If 'Yes,' attach a detailed description of the activities.			<u>-</u>	<del>                                     </del>	<del>  ^</del>
,					
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, a of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the change	irticles <i>es</i>		3	1	l x
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?			48		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?			41	-	/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		X
If 'Yes,' attach the statement required by General Instruction T					
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 to	hat cor	oflict			
with the state law remain in the governing instrument?	nat coi	met	6	<u> </u>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV			7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions)	<b>-</b> _		_		
TX			_ [		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General			-	1	1
(or designate) of each state as required by General Instruction $G^{\frac{1}{2}}$ if 'No,' attach explanation			86	X	<del> </del>
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If 'Yes,' coi	(3) or 4	942()(	5)   _		J
	•		/V <u>9</u>	+	<del>  X  </del>
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing and addresses.	heir na	mes	10		X
BAA		-	Form 9	90-PF	
			_		-

	, ,			
	n 990-PF (2008) BEHANNON CHARITABLE TRUST 90-0596	5239	_	Page 5
Par	t VII-A Statements Regarding Activities Continued			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	2	x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  Website address  N/A	13		
14	The books are in care of ► WELLS_FARGO_BANK, N.A. Telephone no. ► (36	1)_88	36-64	56
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	<u>-</u>		
	and enter the amount of tax-exempt interest received or accrued during the year 15			N/A
Par	t 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
1 a	a 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?  Yes X N	0		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes XN	0		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	0		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	0		
	(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 XN	0		
	(5) 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 )  Yes X N	0		
Ь	olf any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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 the instructions)?	1	Ь	х
	Organizations relying on a current notice regarding disaster assistance check here			
С	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?	1	c	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))			
а	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?  Yes X No.	0		
	If 'Yes,' list the years ► 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer 'No' and attach statement — see the instructions.)	2	ь м	/A
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	-	<u> </u>	
	► 20 <sub></sub> , 20 <sub></sub> , 20 <sub></sub> .		Ì	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes X No.	0		
	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.)	3	b N	/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4		X
		, -	ı	

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?
BAA

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Part VII D Statements Degarding Activity		4720 May Da Das		90239	Page 6
Part VII-B   Statements Regarding Activit  5a During the year did the foundation pay or incui		n 4/20 May be Rec	uirea (continuea)	· • • • • • • • • • • • • • • • • • • •	<del></del>
(1) Carry on propaganda, or otherwise attemp	<del>-</del>	n (section 4945(e))?	Yes X	No	
(2) Influence the outcome of any specific publi	_				-
on, directly or indirectly, any voter registra	tion drive?		H 1==	No	1
(3) Provide a grant to an individual for travel,		•	∐ Yes X	No	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	4940(d)(2)? (see instru	ctions)	Yes X	] No	
(5) Provide for any purpose other than religious educational purposes, or for the prevention	us, charitable, scientific n of cruelty to children o	, literary, or or animals?	Yes X	] No	
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53 4945 or in (see instructions)?	ne transactions fail to q a current notice regard	ualify under the exception ing disaster assistance	ons	5b	N/A
Organizations relying on a current notice regar	ding disaster assistance	e check here	▶ [		
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response	he foundation claim execution in the security for the grant?	emption from the	N/A Yes	]No	
If 'Yes,' attach the statement required by Regu	ilations section 53.4945	-5(d).			
6a Did the foundation, during the year, receive an on a personal benefit contract?				]No	
<b>b</b> Did the foundation, during the year, pay premii		ly, on a personal benefi	t contract?	6b	X
If you answered 'Yes' to 6b, also file Form 887				7	
7a At any time during the tax year, was the found b If yes, did the foundation receive any proceeds				No 7b	N/A
Part VIII Information About Officers, D	irectors, Trustees	Foundation Mana	gers. Highly Paid		
and Contractors					
1 List all officers, directors, trustees, foundation				<del></del>	
(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 other allow	account, vances
WELLS FARGO BANK, N.A.	TRUSTEE	22,877.	0.		0.
P. O. BOX 900	1.00				
CORPUS CHRISTI, TX 78403					
- <b></b>					
2 Compensation of five highest-paid employees	(other than those inclu	ided on line 1 – see inst	ructions). If none, ente	r '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	(e) Expense other allow	
NONE			compensation	<del> </del>	
		-			
				<del> </del>	<del></del>
			····		
Total number of other employees paid over \$50,000			▶	_	

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0

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Total. Add lines 1 through 3

BAA

Part X   Minimum Investment Return (All domestic foundations must complete this part. F see instructions.)	oreign	i foundations,
Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:     a Average monthly fair market value of securities	1a	1,872,586.
<b>b</b> Average of monthly cash balances	1Ь	60,228.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,932,814.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c		
(attach detailed explanation) 1 e 0.		
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,932,814.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	28,992.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,903,822.
6 Minimum investment return. Enter 5% of line 5.	6	95,191.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private oper and certain foreign organizations check here ► ☐ and do not complete this part XI		foundations
1 Minimum investment return from Part X, line 6	1	95,191.
2a Tax on investment income for 2008 from Part VI, line 5		
b Income tax for 2008. (This does not include the tax from Part VI.)		
c Add lines 2a and 2b	2c	327.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	94,864.
Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	94,864.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	94,864.
Part XII Qualifying Distributions (see instructions)	<del></del>	
	F	
1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes. a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1 a	67,308.
<b>b</b> Program-related investments — total from Part IX-B	1b	07,300.
· ·	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes		·
3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required)	3a	
<b>b</b> Cash distribution test (attach the required schedule)	3Ь	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	67,308.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	327.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	66,981.
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether qualifies for the section 4940(e) reduction of tax in those years.	er the fo	oundation

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Form 990-PF (2008)

## Part XIII Undistributed Income (see instructions)

	<b>(a)</b> Corpus	(b) Years prior to 2007	<b>(c)</b> 2007	<b>(d)</b> 2008
1 Distributable amount for 2008 from Part XI,				04 964
line 7  2 Undistributed income, if any, as of the end of 2007:				94,864.
a Enter amount for 2007 only			46,907.	
<b>b</b> Total for prior years 20 , 20 , 20		0.	40, 507.	·
3 Excess distributions carryover, if any, to 2008:		0.		
a From 2003				
<b>b</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. ► \$ 67,308.		,		
a Applied to 2007, but not more than line 2a			46,907.	
<b>b</b> Applied to undistributed income of prior years				······································
(Élection required — see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2008 distributable amount				20,401.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008.	0.			0.
(If an amount appears in column (d), the				······································
same amount must be shown in column (a).)				
6 Enter the net total of each column as				
indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut-		0.		
ed income for which a notice of deficiency				
has been issued, or on which the section 4942(a) tax has been previously assessed		0.	1	
		- 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 instructions			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be				
distributed in 2009.				74,463.
7 Amounts treated as distributions out of				· · · · · · · · · · · · · · · · · · ·
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
(see instructions)	0.			
8 Excess distributions carryover from 2003 not				
applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0			
	0.			
10 Analysis of line 9. a Excess from 2004			1	
b Excess from 2005			1	
c Excess from 2006			1	
d Excess from 2007		1	. [	
e Excess from 2008			1	
E LACESS HORII 2000		<u> </u>	<u>_</u>	

Form 990-PF (2008) BEHANNON CHARITA		·····		90-0596239	Page <b>10</b>
Part XIV   Private Operating Foundati					N/A
1a If the foundation has received a ruling or o is effective for 2008, enter the date of the	letermination letter t ruling	hat it is a private o	perating foundation,	and the ruling	
<b>b</b> Check box to indicate whether the foundat	on is a private oper	ating foundation de	scribed in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		
investment return from Part X for each year listed	(a) 2008	<b>(b)</b> 2007	(c) 2006	(d) 2005	(e) Total
<b>b</b> 85% of line 2a					
<ul> <li>Qualifying distributions from Part XII, line 4 for each year listed</li> </ul>					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities.</li> <li>Subtract line 2d from line 2c</li> </ul>					
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.					<del></del>
(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					
Supplementary Information assets at any time during the	(Complete this le year — see in	part only if the structions.)	organization h	ad \$5,000 or mo	re in
Information Regarding Foundation Managera List any managers of the foundation who holose of any tax year (but only if they have NONE	ave contributed mor	e than 2% of the to an \$5,000). (See s	otal contributions red ection 507(d)(2))	eived by the foundati	on before the
<b>b</b> List any managers of the foundation who o a partnership or other entity) of which the t NONE	wn 10% or more of toundation has a 10%	the stock of a corpo 6 or greater interes	oration (or an equall st.	y large portion of the	ownership of
2 Information Regarding Contribution, Grant	Gift Loan Scholar	ship etc Program	<u> </u>		· · · · · · · · · · · · · · · · · · ·
Check here X if the foundation only makes	akes contributions to	preselected char	table organizations	and does not accept	unsolicited conditions,
complete items 2a, b, c, and d  a The name, address, and telephone numbe					
a me name, address, and telephone name	of the person to wi	iom applications si	lodid be addressed.		
<b>b</b> The form in which applications should be s	ubmitted and inform	ation and materials	they should include	).	
c Any submission deadlines:					
d Any restrictions or limitations on awards, si	uch as by geographi	cal areas, charitable	le fields, kinds of ins	stitutions, or other fac	tors.

Page 11

Part XV | Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation show any relationship to any foundation manager or Recipient Purpose of grant or contribution status of **Amount** recipient substantial contributor Name and address (home or business) a Paid during the year 509(A) FOR GENERAL SUPPORT 22,436. NAVY-MARINE CORPS RELIEF SOCIETY (1)875 RANDOLPH STREET, SUITE 225 ARLINGTON, VA 22203 509 (A) FOR GENERAL SUPPORT GENERAL BOARD OF HIGHER 44,872. **EDUCATION** (1)P. O. BOX 340007 NASHVILLE, TN 37203 3a 67,308. **b** Approved for future payment Total 3Ь

Part XVI-A	Analysis	of Income	e-Producing	Activities

nter gross	amounts unless otherwise indicated.	<del></del>	ed business income		section 512, 513, or 514	
1 Doom		(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion	<b>(d)</b> Amount	(e) Related or exempt function income
_	am service revenue:			code		(see the instructions)
b						
d				<u> </u>		
e				+		<del></del>
T	and analysis from any any month against	-		+		·
_	and contracts from government agencies pership dues and assessments			<del> </del>		
	t on savings and temporary cash investments		<del></del>	14		
	ends and interest from securities			14	74,677.	· · · · · · · · · · · · · · · · ·
5 Net re	ental income or (loss) from real estate					
a Debt-	financed property					
<b>b</b> Not d	ebt-financed property					
6 Net rer	ntal income or (loss) from personal property					
	investment income		<del></del>			
	(loss) from sales of assets other than inventory			18	-129,309.	
	ncome or (loss) from special events.			+		
10 Gross 11 Other	s profit or (loss) from sales of inventory					
_						
				+		
е						
	otal Add columns (b), (d), and (e)		·		-54,632.	
					4.0	E A C 2 2
	. Add line 12, columns (b), (d), and (e)				13	-54,632
See works	heet in the instructions for line 13 to verify cal		<del></del>	<u>-</u>		-54,632
See works			shment of Exem	ot Purpose		-54,632
See works	heet in the instructions for line 13 to verify cal	e Accompli		<u> </u>	es	
See works	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
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See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	
See works Part XVI- Line No.	B Relationship of Activities to the	e Accompli		<u> </u>	es	o the instructions.)

		-
Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable	
	Exempt Organizations	
	Voc No.	_

						1 1	Yes	No
des	the organization directly cribed in section 501(c) of ting to political organizations.	of the Code (ot	ngage in any of the following w ther than section 501(c)(3) orga	vith any other of anizations) or i	organization n section 527,			
	• .		a noncharitable exempt organi	ization of.				
(1) Cash					1a(1)	]	Х	
(2) Other assets					1 a (2)		X	
<b>b</b> Oth	er transactions.							
(1)	Sales of assets to a non	ncharitable exe	empt organization			16(1)	1	Х
(2)	Purchases of assets from	m a noncharita	able exempt organization			1 b (2)		X
(3)	Rental of facilities, equip	pment, or othe	r assets.			1 b (3)		X
(4)	Reimbursement arrange	ements				1 b (4)		X
(5)	Loans or loan guarantee	<b>∍</b> S				1 b (5)		X
(6)	Performance of services	s or membersh	nip or fundraising solicitations			1 b (6)		X
<b>c</b> Sha	aring of facilities, equipme	ent, mailing lis	sts, other assets, or paid emplo	yees.		1c		X
the	goods, other assets, or s	services given	complete the following schedu by the reporting foundation. If	the foundation	received less than fa	air market value in	of	
			how in column (d) the value of					
(a) Line no N/A	o (b) Amount involved	(c) Name	of noncharitable exempt organization	(a) Des	cription of transfers, transa	scuons, and snaring arran	gements	<u> </u>
и/ Д		<del> </del>						
		<del> </del>	<del></del>	<del>                                     </del>	<del></del>	<del></del>	<del></del>	
		<del> </del>			··			
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						-		
		1				<del></del>		
		1						
		+						
2a is th	ne foundation directly or cribed in section 501(c) of	of the Code (ot	ated with, or related to, one or ther than section 501(c)(3)) or i	more tax-exer in section 527?	npt organizations	Yes	X	No
	'es,' complete the follow		(h) Type of propriet	<u></u>	(a) Danser-1	lon of rolationship		
b If 'Y	'es,' complete the followi (a) Name of organizati		(b) Type of organizati	on	(c) Descrip	tion of relationship		
b If 'Y			(b) Type of organizati	on	(c) Descrip	tion of relationship		
b If 'Y			(b) Type of organizati	on	(c) Descript	tion of relationship		
b If 'Y			(b) Type of organizati	on	(c) Descripi	tion of relationship		
b If 'Y			(b) Type of organizati	on	(c) Descript	tion of relationship		
b If 'Y	(a) Name of organizate	ion	etum, including accompanying schedules ar	nd statements, and t	o the best of my knowledge an		nd	
b If 'Y	(a) Name of organizate	ion		nd statements, and t	o the best of my knowledge an		nd Ba	
b If 'Y	(a) Name of organizate	ion	etum, including accompanying schedules ar	nd statements, and t	o the best of my knowledge an		nd Barret B	App A
b If 'Y	(a) Name of organizate	ion	etum, including accompanying schedules ar	nd statements, and thich preparer has a	o the best of my knowledge an Iny knowledge		o Ba	4 pr
b If 'Y	(a) Name of organizate	ion	etum, including accompanying schedules ar	nd statements, and thich preparer has a	o the best of my knowledge an	nd belief, it is true, correct, an Wille Fay Vf & Flag	e Ba	Ap A
N/A Under percomplete	(a) Name of organizate	ion	etum, including accompanying schedules ar	nd statements, and thich preparer has a	o the best of my knowledge an Iny knowledge		Baret B	
Under pe complete	(a) Name of organization of penury, I declare that I he Declaration of preparer (other phature of officer or trustee  Preparer's signature  Firm's name (or HAMP)	ave examined this rethan taxpayer or fi	etum, including accompanying schedules arduciary) is based on all information of w	nd statements, and the fruch preparer has a decided by the fruction of the fru	to the best of my knowledge and my knowledge    12   0	od belief, it is true, correct, ar  Willy Far  Vify File  Freparer's Identifyi (See Signature in	Baret B	
N/A  Under percomplete  S S S S S S S S S S S S S S S S S S S	chaities of penury, I declare that I he Declaration of preparer (other declared to officer or trustee  Preparer's signature  Firm's name (or yours if self employed),	ave examined this rethan taxpayer or for Y G. HAMP	etum, including accompanying schedules arduciary) is based on all information of w	nd statements, and the fruch preparer has a decided by the fruction of the fru	the best of my knowledge and Iny knowledge    12/0   Title    Check if self employed	Preparer's Identify (See Signature in	Baret B	
Under pe complete	chaities of penury, I declare that I he Declaration of preparer (other ghature of officer or trustee  Preparer's signature  Prim's name (or yours if self employed),  5 Firm's name (or yours if self employed),	ave examined this rethan taxpayer or for Y G. HAMP	etum, including accompanying schedules are duciary) is based on all information of w	nd statements, and the fruch preparer has a decided by the fruction of the fru	the best of my knowledge and Iny knowledge    12/0   Title    Check if self employed	Preparer's Identify (See Signature in	ng num	

		54054			
2008	FEDERAL STATEMENTS BEHANNON CHARITABLE TRUST	PAGE 1			
CLIENT BE6239	WELLS FARGO BANK, N.A.	90-0596239			
11/11/10		01.41PM			
STATEMENT 1 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES					
TAX RETURN PREPARATION	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME  \$ 2,785. \$ 2,785. TOTAL \$ 2,785. \$ 2,785.	(D) CHARITABLE PURPOSES  \$ 0.			
STATEMENT 2 FORM 990-PF, PART I, LINE 18 TAXES					
FEDERAL INCOME TAX	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME  \$ 14,571. \$ 14,571.  TOTAL \$ 14,571. \$ 14,571.	(D) CHARITABLE PURPOSES  \$ 0.			
STATEMENT 3 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES					
FOREIGN TAX PAID PORTFOLIO DEDUC ON PASS-THR	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME  \$ 1,229. \$ 1,229. U P/S 540. 540. TOTAL \$ 1,769. \$ 1,769.	(D) CHARITABLE PURPOSES  \$ 0.			
STATEMENT 4 FORM 990-PF, PART II, LINE 10A INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS					
U.S. GOVERNMENT OBLIGATIONS	VALUATION BOOK METHOD VALUE	FAIR MARKET VALUE			
GOVERNMENT OBLIGATIONS	COST \$ 394,428. \$ 394,428. \$				
	TOTAL \$ 394,428.				

, a ,

2008

## **FEDERAL STATEMENTS**

PAGE 2

**CLIENT BE6239** 

BEHANNON CHARITABLE TRUST WELLS FARGO BANK, N.A.

90-0596239

11/11/10

01.41PM

STATEMENT 5	
FORM 990-PF, PART II, LINE 1	3
INVESTMENTS - OTHER	

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER PUBLICLY TRADED SECURITIES	_		
FIXED INCOME MUTUAL FUNDS EQUITIES MUTUAL FUNDS REAL ESTATE FUNDS WF MULTI-STRATEGY 100 HEDGE FUND I, LLC HUSSMAN STRATEGIC GROWTH FD #601 IPATH DOW JONES-AIG COMMODITY INDEX	COST COST COST COST COST COST	\$ 305,532. 741,416. 103,831. 99,463. 61,148. 39,964.	565,841. 60,491. 86,406. 46,392.
	TOTAL	\$ 1,351,354.	\$ 1,076,366.

STATEMENT 6 FORM 990-PF, PART II, LINE 15 OTHER ASSETS

ACCRUED INCOME

	BOOK	VALUE	 MARKET ALUE
ጥ∩ጥ እ ፣	\$	1,202.	\$ 1,202.
TOTAL	\$	1,202.	\$ 1,202.