Form **990-PF** Department of the Treasury Internal Revenue Service

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

For calendar year 2008, or tax year beginning 08/01, 2008, and ending 07/31, 2009

G Check all that apply: [ ] Initial return [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: J. P. HUMPHREYS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: P. O. BOX 1404

City or town, state, and ZIP code: JOPLIN, MO 64802-1404

A Employer identification number: 43-1244445

B Telephone number (see page 10 of the instructions): (417) 624-6644

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: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 8,634,123.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	26,843.	26,843.		STMT 1
	4 Dividends and interest from securities	118,220.	118,035.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-318,957.			
	b Gross sales price for all assets on line 6a 15,743,931.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	5,033.	3.		STMT 3
	12 **Total.** Add lines 1 through 11	-168,861.	144,881.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	NONE			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 4	3,654.	1,827.	NONE	1,827.
	b Accounting fees (attach schedule) STMT 5	8,663.	4,332.	NONE	4,331.
	c Other professional fees (attach schedule) STMT 6	9,324.	9,324.		
	17 Interest STMT 7	1.	1.		
	18 Taxes (attach schedule) (see page 14 of the instructions) *	8,791.	8,791.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 9	82.	63.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	30,515.	24,338.	NONE	6,158.
	25 Contributions, gifts, grants paid	444,800.			444,800.
	26 **Total expenses and disbursements.** Add lines 24 and 25	475,315.	24,338.	NONE	450,958.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-644,176.			
	b **Net investment income** (if negative, enter -0-)		120,543.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. * *

Form **990-PF** (2008)

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	167,257.	324,897.	324,897.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 10	8,855,953.	8,475,907.	8,309,226.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 11	400,000.	NONE	NONE
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,423,210.	8,800,804.	8,634,123.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	9,423,210.	8,800,804.	
	28 Paid-in or capital surplus or land bldg and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	9,423,210.	8,800,804.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	9,423,210.	8,800,804.	

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	9,423,210.
2	Enter amount from Part I, line 27a	2	-644,176.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	21,770.
4	Add lines 1, 2, and 3	4	8,800,804.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,800,804.

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	SEE PART IV SCHEDULE			
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				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
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 | -318,957.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 | 3 |

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	506,581.	9,733,819.	0.052043
2006	519,842.	10,033,865.	0.051809
2005	480,784.	9,321,624.	0.051577
2004	475,574.	8,859,693.	0.053678
2003	439,852.	8,765,921.	0.050177

2	Total of line 1, column (d)	2	0.259284
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	0.051857
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	8,487,395.
5	Multiply line 4 by line 3	5	440,131.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,205.
7	Add lines 5 and 6	7	441,336.
8	Enter qualifying distributions from Part XII, line 4	8	450,958.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter: ________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,205.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	1,205.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,205.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 2,320.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 650.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	2,970.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,765.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 1,240. **Refunded** ▶	11	525.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ NONE (2) On foundation managers ▶ $ NONE			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ NONE			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MO,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DAVID JONES Telephone no ▶ 417-624-6644

Located at ▶ P O BOX 1404 JOPLIN, MO ZIP + 4 ▶ 64802-1404

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here N/A ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the 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 ☒ 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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
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? If "Yes," list the years ▶	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		NONE	NONE	NONE

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NOT APPLICABLE				

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NOT APPLICABLE		

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

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 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	NONE
Total. Add lines 1 through 3 . . . . ▶	NONE

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	8,459,525.
b	Average of monthly cash balances	1b	6,606.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	150,514.
d	**Total** (add lines 1a, b, and c)	1d	8,616,645.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,616,645.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	129,250.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,487,395.
6	**Minimum investment return.** Enter 5% of line 5	6	424,370.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	424,370.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,205.		
b	Income tax for 2008 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,205.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	423,165.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	423,165.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	423,165.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	450,958.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	450,958.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,205.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	449,753.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				423,165.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			292,824.	
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e				
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 450,958.				
a Applied to 2007, but not more than line 2a			292,824.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				158,134.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				265,031.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 27 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

ETHELMAE CRAIG HUMPHREYS

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 14				
Total . . . . ▶ **3a**				444,800.
b *Approved for future payment*				
NONE				NONE
Total . . . . ▶ **3b**				NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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			14	26,843.	
4 Dividends and interest from securities			14	118,220.	
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			14	3.	
8 Gain or (loss) from sales of assets other than inventory			18	-318,957.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b IRS TAX REFUND				5,030.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-168,861.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 -168,861.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions.)
	NOT APPLICABLE

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee [signature] Date 4/16/10 Title [signature]

Paid Preparer's Use Only

Preparer's signature [signature]	Date 3-30-2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00745777
Firm's name (or yours if self-employed), address, and ZIP code	ERNST & YOUNG U. S. LLP 190 CARONDELET PLAZA, SUITE 1300 CLAYTON, MO 63105		EIN 34-6565596 Phone no. 314-290-1000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					907.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,351.	
		ST CAPITAL GAINS (LOSSES) - SEE ATTACHED				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
14756547.		14793928.					-37,381.	
		LT CAPITAL GAINS (LOSSES) - SEE ATTACHED				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
985,126.		1,268,960.					-283,834.	
TOTAL GAIN(LOSS)							-318,957.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COMMERCE BANK		26,843.	26,843.
	TOTAL	26,843.	26,843.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UBS FINANCIAL INTEREST & DIVIDENDS	36,911.	36,911.
UBS INSIGHT ONE INTEREST & DIVIDENDS	35,097.	35,097.
FRANK RUSSEL DIVIDENDS	871.	871.
UBS ACCESS NQW DIVIDENDS	3,283.	3,283.
UBS ACCESS DELAWARE DIVIDENDS	4,118.	4,118.
UBS PMP DIVIDENDS	8,545.	8,545.
COMMERCE BANK - ACCRUED INTEREST PAID	-6,444.	-6,444.
COMMERCE BANK - US TREASURY INTEREST	34,256.	34,256.
UBS - US TREASURY INTEREST	17,256.	17,256.
UBS - ACCRUED INTEREST PAID	-16,010.	-16,010.
ALLIANCE BERNSTEIN INTEREST & DIVIDENDS	3.	3.
POWERSHARES DB US DOLLAR INDEX INTEREST	115.	115.
CENTERLINE HOLDING COMPANY INTEREST	219.	34.
TOTAL	118,220.	118,035.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLIANCE BERRNSTEIN HOLDINGS, L.P.	1.	1.
CENTERLINE HOLDING COMPANY	2.	2.
2007 FORM 990PF TAX REFUND	5,030.	
TOTALS	5,033.	3.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		3,654.	1,827.		1,827.
	TOTALS	3,654.	1,827.	NONE	1,827.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG - TAX PREP	8,663.	4,332.		4,331.
TOTALS	8,663.	4,332.	NONE	4,331.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	5,698.	5,698.
BROKER TRANSACTION FEES	3,611.	3,611.
COMMERCE - OTHER	15.	15.
TOTALS	9,324.	9,324.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLIANCE BERNSTEIN HOLDINGS	1.	1.
TOTALS	1.	1.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	8,791.	8,791.
TOTALS	8,791.	8,791.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLIANCE BERNSTEIN HOLDINGS LP	6.	
POWERSHARES DB US DOLLAR INDEX	37.	37.
STAR GAS PARTNERS, L.P.	23.	23.
CENTERLINE HOLDING COMPANY	16.	3.
TOTALS	82.	63.

J.P. HUMPHREYS FOUNDATION 43-1244445

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED DETAIL	8,475,907.	8,309,226.
TOTALS	8,475,907.	8,309,226.

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2009

		Balance	Cost Basis	Difference
	ASSETS			
	CASH IN BANK			
	Checking Accounts:			
	Commerce Bank	32,389.98	32,389.98	0.00
	Total Checking Accounts:	32,389.98	32,389.98	0.00
	Money Market Accounts:			
	UBS PW	67,614.18	67,614.18	0.00
	UBS Insight	6,635.32	6,635.32	0.00
	UBS PMP IE	218,257.93	218,257.93	0.00
	Total Money Market Accounts:	292,507.43	292,507.43	0.00
	TOTAL CASH IN BANK	324,897.41	324,897.41	0.00
	MARKETABLE INVESTMENTS			
	UBS PW:			
9,120	US Tbill 95T68	910,431.36	907,085.52	3,345.84
	TOTAL UBS PW:	910,431.36	907,085.52	3,345.84
	UBS Insight One:			
4,000	Aegon Funding Corp	74,520.00	100,000.00	-25,480.00
100	Alcoa Inc Global	102,386.00	102,500.00	-114.00
100	AT&T Wireless Group NTS	113,519.00	113,366.00	153.00
125	Bank One Corp	131,965.00	132,030.00	-65.00
950	Capital One Bank 1	96,198.90	95,000.00	1,198.90
200	Bear Steams Co Inc	211,126.00	210,332.00	794.00
9,000	Countrywide Capital	164,880.00	192,000.00	-27,120.00
200	Dominion Reso Inc VA	216,208.00	215,152.00	1,056.00
1,500	FNMA MNU3	158,766.00	152,773.73	5,992.27
100	Genl Elec Cap Corp	104,417.00	104,149.00	268.00
100	Genl Elec Co	104,249.00	104,600.00	-351.00
950	Key Bank Natl Assn OH	97,552.65	95,000.00	2,552.65
100	Kraft Foods	108,685.00	108,953.00	-268.00
950	Lehman Bro Moml BK UT	97.461.45	95,000 00	2,461.45
200	Natl Ruralutilities NTS	220,894.00	220,296.00	598.00
4,000	Royal Bk Scotland 2	63,240.00	100,000.00	-36,760.00
65,000	US Tsy Note 6J6	68,488.55	66,753.79	1,734.76
200	Verizon Florida Inc.	210,524.00	211,434.00	-910.00
	Accr Int Rec	25,612.73	25,612.73	0.00
	Total UBS Insight One:	2,370,693.28	2,444,952.25	-74,258.97
	UBS PMP IE:			
60	Aetna Inc	1,618.20	2,667.02	-1,048.82
54	Anadarko Petroleum	2,602.80	3,977.48	-1,374.68
31	Apache Corp	2,602.45	2,534.25	68.20
107	AT&T Inc	2,806.61	4,164.96	-1,358.35

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2009

		Balance	Cost Basis	Difference
74	Chesapeake Energy	1,586.56	4,007.77	-2,421.21
78	Chevron Corp	5,418.66	5,516.81	-98.15
129	Cisco Systems Inc	2,839.29	3,969.84	-1,130.55
47	Coca Cola	2,342.48	2,682.14	-339.66
64	CVS Caremark Corp	2,142.72	2,699.76	-557.04
60	Equitable Resources	2,302.80	4,136.74	-1,833.94
39	Exxon Mobil 1	2,745.21	3,512.73	-767.52
1,176	Fin Sector SPDR 1	15,299.76	9,313.92	5,985.84
39	Genl Dynamics 1	2,160.21	3,549.00	-1,388.79
27	Haliburton Co 1	596.43	1,222.67	-626.24
546	Health Care Select 1	15,217.02	13,076.70	2,140.32
81	Hewlett Packard	3,507.30	3,755.80	-248.50
32	Intl Business Mach 1	3,773.76	4,144.00	-370.24
311	Industrial Sector SPDR 1	7,426.68	5,355.42	2,071.26
137	Intel Corp	2,637.25	3,643.27	-1,006.02
133	Ishares MSCI Australia 1	2,517.69	3,388.59	-870.90
25	Ishares MSCI Belgium 1	274.25	454.69	-180.44
50	Ishares MSCI Brazil	2,880.00	2,872.46	7.54
52	Ishares MSCI Sweden	1,144.00	1,447.68	-303.68
338	Ishares MSCI EAFE 2	17,038.58	11,264.28	5,774.30
160	Ishares MSCI Emergin Mkts	5,724.80	5,688.43	36.37
136	Ishares MSCI France 1	3,074.96	4,271.53	-1,196.57
54	Ishares MSCI Singapore 1	568.62	664.37	-95.75
117	Ishares MSCI Switz	2,289.69	2,849.19	-559.50
489	Ishares MSCI Canada	11,833.80	13,074.12	-1,240.32
61	Ishares MSCI Hong Kong 1	935.74	1,005.59	-69.85
59	Ishares MSCI Italy 1	1,038.40	1,547.57	-509.17
59	Ishares Netherlands 1	1,028.37	1,446.68	-418.31
363	Ishares MSCI UK 2	5,201.79	7,235.93	-2,034.14
91	Johnson & Johnson	5,540.99	5,015.50	525.49
38	JP Morgan Chase 1	1,468.70	1,533.43	-64.73
112	Microsoft Corp	2,634.24	3,866.49	-1,232.25
53	Monsanto Co New 3	4,452.00	4,497.05	-45.05
41	Novartis AG Spon 1	1,870.42	2,157.83	-287.41
14	Occidental Petrol 1	998.76	1,143.07	-144.31
40	Pepsico Inc 2	2,270.00	2,730.80	-460.80
24	Phillip Morris 1	1,118.40	1,318.55	-200.15
40	Praxair Inc	3,127.20	3,771.44	-644.24
36	Price T Rowe Group	1,681.56	2,114.56	-433.00
684	Proshares Trust 7	20,465.28	19,740.92	724.36
21	Proctor & Gamble 1	1,165.71	1,371.09	-205.38
44	Sowstn Energy Co 1	1,822.92	1,731.72	91.20
1,053	spdr msci ACWI 3	29,557.71	28,799.55	758.16
293	SPDR S&P Retail 1	8,936.50	7,368.69	1,567.81
363	Tecnology Sector SPDR 1	7,151.10	5,317.95	1,833.15
63	Teva Pharm	3,360.42	2,817.44	542.98

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2009

		Balance	Cost Basis	Difference
26	Toyota Motor Corp New	2,188.68	2,553.79	-365.11
36	Thermo Fisher 1	1,630.08	2,049.36	-419.28
23	Transocean Inc New	1,832.87	3,534.04	-1,701.17
113	Travelers Cos Inc	4,866.91	4,794.23	72.68
36	Union Pacific Corp 1	2,070.72	2,610.04	-539.32
47	UNTD Technologies	2,560.09	3,550.05	-989.96
32	US Bancorp New 1	653.12	938.35	-285.23
240	Vanguard Ind EURO 2	10,764.00	6,604.80	4,159.20
46	Vanguard EQ Emerging 2	1,623.34	2,382.80	-759.46
542	Vanguard Ind Mid Cap 2	27,642.00	20,112.60	7,529.40
374	Vanguard Ind Mid Cap 3	15,464.90	10,584.20	4,880.70
770	Vanguard Mid Cap 3	39,270.00	27,657.87	11,612.13
662	Vanguard Ind Util 1	40,315.80	39,610.31	705.49
1,281	Vanguard REIT 1	44,002.35	53,377.48	-9,375.13
36	Wal Mart Inc 1	1,795.68	1,840.22	-44.54
74	Walt Disney Hldg	1,858.88	2,502.92	-644.04
127	Yum Brands 1	4,503.42	3,938.27	565.15
	TOTAL UBS PMP IE:	435,841.63	425,078.80	10,762.83
	Capital Markets:			
45,110	US TNote 28jt8 1	4,522,277.50	4,628,807.59	-106,530.09
70	US TBill 100109	69,982.31	69,982.31	0.00
	Total Capital Markets:	4,592,259.81	4,698,789.90	-106,530.09
	TOTAL MARKETABLE INVESTMENTS	8,309,226.08	8,475,906.47	-166,680.39
	TOTAL ASSETS	8,634,123.49	8,800,803.88	-166,680.39

	Balance	Cost Basis	Difference
NET WORTH			
NET WORTH-Beginning	9,881,785.89	9,881,785.89	–
NET INCOME-Prior Years	-458,575.65	-458,575.65	–
NET INCOME-Current Year	-622,406.36	-622,406.36	–
Unrealized Gains Or Losses	-166,680.39	0.00	-166,680.39
TOTAL NET WORTH	8,634,123.49	8,800,803.88	-166,680.39
TOTAL LIABILITIES AND NET WORTH	8,634,123.49	8,800,803.88	-166,680.39

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UBS WILLOW FUND	NONE	NONE
TOTALS	NONE	NONE

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED INTEREST		21,770.
	TOTAL	21,770.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ETHELMAE C. HUMPHREYS P O BOX 1404 JOPLIN, MO 64802-1404	PRESIDENT 1.	NONE	NONE	NONE
DAVID C. HUMPHREYS P O BOX 1404 JOPLIN, MO 64802-1404	VP/SEC/TRS 1.	NONE	NONE	NONE
SARAH HUMPHREYS ATKINS P O BOX 1404 JOPLIN, MO 64802-1404	VICE PRES 1.	NONE	NONE	NONE
DEBRA G. HUMHREYS P.O. BOX 1404 JOPLIN, MO 64802-1404	DIRECTOR 1.	NONE	NONE	NONE
PAUL S. ATKINS P.O. BOX 1404 JOPLIN, MO 64802-1404	DIRECTOR 1.	NONE	NONE	NONE
	GRAND TOTALS	NONE	NONE	NONE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL RIGHT TO WORK 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	100,000.
INT'L FOUNDATION FOR RESEARCH IN EXPER ECONOMICS 2122 E CAMINO EL GANADO TUCSON, AZ 85718	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	25,000.
ATLAS ECONOMIC RESEARCH FOUNDATION 2000 N 14TH ST, STE 550 ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	75,000.
BETHANY COLLEGE - DONNA MEREDITH AWARD 421 NORTH 1ST STREET LINDSBORG, KS 67456-1897	NO RELATIONSHIP PUBLIC CHARITY	DONNA MEREDITH AWARD	1,000.
DISCUSSION CLUB OF ST LOUIS 319 N FOURTH STREET, STE 622 ST LOUIS, MO 63102	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	1,000.
COMPETITIVE ENTERPRISE INC 1899 L ST NW, 12TH FLOOR WASHINGTON, DC 20036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
GEORGE MASON UNIV LAW & ECON CENTER 3301 N FAIRFAX DR ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	45,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MACKINAC CENTER FOR PUBLIC POLICY PO BOX 568 MIDLAND, MI 48640	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000.
GILDER LEHRMAN INSTITUTE 19 WEST 44TH ST., STE 500 NEW YORK, NY 10036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	6,250.
BOY SCOUTS OF AMERICA - BLACK WARRIOR COUNCIL PO BOX 3088 TUSCALOOSA, AL 35403	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000.
MSPE EDUCATION FOUNDATION - SOUTHWEST CHAPTER C/O EMPIRE ELECTRIC 2299 S STATE LINE AVE., JOPLIN, MO 64804	NO RELATIONSHIP PUBLIC CHARITY	MATHCOUNTS	200.
CAPITAL RESEARCH CENTER 1513 16TH STREET, NW WASHINGTON, DC 20036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
SOCIAL PHILOSOPHY & POLICY FOUNDATION PO BOX 938 BOWLING GREEN, OH 43402	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
GOLDWATER INSTITUTE 500 EAST CORODADO RD., PHOENIX, AZ 85004	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE PALMER CHITESTER FOUNDATION 9008 MAIN PLACE MCKEAN, PA 16426-1447	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	50,000.
THE HEARTLAND INSTITUTE 19 LASALLE STE 903 CHICAGO, IL 60603	NO RELATIONSHIP PUBLIC CHARITY	GENEARL ADMINISTRATION	5,000.
FUTURE OF FREEDOM FOUNDATION 11350 RANDOM HILLS ROAD, STE 800 FAIRFAX, VA 22030	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
STATE POLICY NETWORK 2020 NORTH 14TH STREET, STE 250 ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENEARL ADMINISTRATION	5,000.
THE FEDERALIST SOCIETY 1015 18TH STREET, NW, STE 425 WASHINGTON, DC 20036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	50,000.
NAT'L OVARIAN CANCER COALITION PO BOX 7086 DALLAS, TX 75209	NO RELATIONSHIP PUBLIC CHARITY	GENERAL AMINISTRATION	1,000.
CENTER FOR INDEPENDENT THOUGHT 73 SPRING STREET, STE 408 NEW YORK, NY 10012	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PIONEER INSTITUTE 85 DEVONSHIRE STREET, 8TH FL BOSTON, MA 02109	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRAION	10,000.
OUR LADY OF MOUNT CARMEL 16150 ST. ANTHONY RD, EMMITSBURG, MD 21727	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	100.
FIRST COMMUNITY CHURCH 2007 E. 15TH STREET JOPLIN, MO 64801	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	250.
		TOTAL CONTRIBUTIONS PAID	444,800.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2008

Name of estate or trust: J. P. HUMPHREYS FOUNDATION

Employer identification number: 43-1244445

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-37,381.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	907.
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-36,474.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-283,834.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	1,351.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-282,483.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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Part III Summary of Parts I and II

Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-36,474.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-282,483.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-318,957.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of

a The loss on line 15, column (3) **or** b $3,000 . . . **16** (3,000.)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col. (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,200	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30 go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23 Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust: J. P. HUMPHREYS FOUNDATION

Employer identification number: 43-1244445

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a ST CAPITAL GAINS (LOSSES) - SEE ATTACHED			14,756,547.	14,793,928.	-37,381.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -37,381.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2008**

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Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a LT CAPITAL GAINS (LOSSES) - SEE ATTACHED			985,126.	1,268,960.	-283,834.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -283,834.

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
	Short-Term Capital Gains and Losses					
6	ABB Ltd Spon 1/E	May 29 08	Sep 3 08	146.71	195.96	-49.25
122	ABB LTD Spon 2/E	Jun 27 08	Oct 9 08	1,806.37	3,511.49	-1,705.12
117	ABB LTD Spon 2/E_sld#1	Jun 27 08	Sep 3 08	2,860.66	3,367.58	-506.92
80	Aegon Nthrlnd 3/Q	Oct 24 08	Feb 25 09	292 80	352.75	-59.95
6	Aegon Nthrlnd 4/Q	Oct 24 08	Feb 25 09	21.96	29.03	-7.07
200	Aegon Nthrlnd 5/Q	Feb 20 09	Feb 25 09	731.99	821.60	-89.61
36	Alliance Bernstein 1/E	May 29 08	Oct 9 08	1,001.84	2,311.92	-1,310.08
8	Alliance Bernstein 2/E	Jul 18 08	Oct 9 08	222.63	401.68	-179.05
57	Anglogold 7/Q	Mar 4 08	Feb 25 09	1,711.59	2,080.97	-369.38
62	Anglogold Ashanti 8/Q	Jul 23 08	Feb 25 09	1,861.73	1,526.11	335.62
48	Astrazeneca PLC 2/Q	Oct 25 07	Aug 1 08	2,333.73	2,372.85	-39.12
30	Barrick Gold 5/Q	Mar 20 08	Feb 25 09	969.79	1,291.75	-321.96
41	Barrick Gold 6/Q	Apr 30 08	Feb 25 09	1,325.39	1,565.14	-239.75
46	Barrick Gold 7/Q	Sep 16 08	Feb 25 09	1,487.02	1,273.33	213.69
175	Bruker Corp 1/E	Jun 26 08	Oct 21 08	1,617.96	2,266.51	-648.55
33	Cameco Corp Canada 1/Q	Aug 11 08	Feb 25 09	453.30	1,050.46	-597.16
45	Cameco Corp Canada 2/Q	Sep 10 08	Feb 25 09	618.13	1,091.25	-473.12
95	Carrefour SA 1/D	Feb 17 09	Feb 25 09	636.49	673.71	-37.22
205	Centl Garden 2/E	Feb 28 08	Oct 21 08	765.77	1,045.48	-279.71
78	Centrais Pref 5/Q	Oct 28 08	Feb 25 09	742.93	725.17	17.76
47	Citigroup Inc 1/E	May 29 08	Aug 25 08	853.20	1,038.23	-185.03
6	Citigroup Inc 2/E	Jul 18 08	Aug 25 08	108.92	116.68	-7.76
6	Clevland Cliffs Inc 1/E	Jul 7 08	Oct 21 08	214.42	599.89	-385.47
23	Clevland Cliffs Inc 2/E	Jul 7 08	Oct 21 08	821.94	2,019.83	-1,197.89
6	Contango Oil & Gas 1/E	Jun 17 08	Oct 21 08	290.86	535.95	-245.09
27	Contango Oil & Gas 2/E	Jun 18 08	Oct 21 08	1,308.89	2,536.55	-1,227.66
32	Copart Inc 1/E	Jan 18 08	Oct 6 08	1,095.11	1,253.74	-158.63
109	Corning Inc 1/E	Oct 17 07	Sep 23 08	1,764.19	2,793.49	-1,029.30
27	Corning Inc 2/E	Jul 18 08	Sep 23 08	437.00	553.71	-116.71
28	Costco Wholesale 1/E	May 29 08	Apr 16 09	1,292.10	2,068.64	-776.54
30	Currencysh Aust Dol 1/E	Oct 8 08	Jun 18 09	2,379.07	2,018.94	360.13
85	Dell 1/E	Jul 7 08	Oct 21 08	1,093.94	3,967.88	-2,873.94
187	El Paso Corp 1/E	Jun 9 08	Oct 21 08	1,671.56	3,966.27	-2,294.71
208.885	Equity 1 022608/R	Feb 26 08	Oct 2 08	5,048.75	6,435.75	-1,387.00
0.435	Equity 1 082808 /R	Aug 28 08	Oct 2 08	10.51	12.31	-1.80
0.24	Equity 1 100208 /R	Oct 2 08	Oct 2 08	5.80	5.81	-0.01
4.914	Equity 2 082608 /R	Aug 28 08	Oct 2 08	89.09	106.53	-17.44
0.517	Equity I 040208/R	Apr 2 08	Oct 2 08	12.50	15.69	-3.19
0.724	Equity1 070708 /R	Jul 7 08	Oct 2 08	17.50	20.69	-3.19
922.363	Equity2 121407/R	Dec 14 07	Oct 2 08	16,722.42	22,551.78	-5,829.36
237	Fin Sector SPDR 1/E_sld#1	Mar 12 09	Jun 18 09	2,894.07	1,877.04	1,017.03
1,849.30	Fixed Income 022608/R	Feb 26 08	Oct 2 08	35,765.47	38,483.93	-2,718.46
22.638	Fixed Income 040208/R	Apr 2 08	Oct 2 08	437.82	464.54	-26.72
22.327	Fixed Income 070708 /R	Jul 7 08	Oct 2 08	431.80	448.33	-16.53
25.515	Fixed Income 100208/R	Oct 2 08	Oct 2 08	493.46	493.46	0.00
1,000	FNMA MNU3 /P_sld#1	Jun 23 08	Sep 16 08	100,944.75	101,849.15	-904.40
44	FPL Group Inc 1/E	May 29 08	Aug 25 08	2,656.71	2,945.36	-288.65
2	FPL Group Inc 2/E	Jul 18 08	Aug 25 08	120.76	130.10	-9.34
50	Fuji Film 3/Q	Mar 4 08	Feb 25 09	925.32	1,832.22	-906.90
95	GE Money Bank UT 1/P	Jun 23 08	Sep 25 08	95,000.00	95,000.00	0.00
38	Genentech Inc 1/E	May 29 08	Mar 26 09	3,610.00	2,666.46	943.54
102	Gold Fields 10/Q	Apr 8 08	Feb 25 09	1,075.18	1,442.89	-367.71
74	Gold Fields 6/Q_sld#2	Feb 1 08	Jan 30 09	793.61	1,078.45	-284.84
77	Gold Fields 9/Q	Apr 8 08	Feb 25 09	811.65	1,070.69	-259.04
17	Hachijuni Bank Ltd 1/Q	Jun 19 08	Feb 25 09	927.34	1,113.44	-186.10
19	Hachijuni Bank Ltd 2/Q	Jul 15 08	Feb 25 09	1,036.44	1,149.47	-113.03
118	Hanesbrands 2/E	Jan 15 08	Oct 21 08	1,900.19	2,730.69	-830.50
84	Hansen Nat 2/E	Dec 21 07	Aug 19 08	2,389.18	3,558.52	-1,169.34
28	Helmerich & Payne 1/E	Jul 18 08	Jun 18 09	931.06	1,714.50	-783.44

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
25	Iberdrola SA Spon 1/D	Sep 15 08	Feb 25 09	679.75	1,029.96	-350.21
10	Iberdrola SA Spon 2/D	Sep 25 08	Feb 25 09	271.90	432.70	-160.80
10	Iberdrola SA Spon 3/D	Sep 26 08	Feb 25 09	271.90	437.54	-165.64
5	Iberdrola SA Spon 4/D	Oct 17 08	Feb 25 09	135.95	150.53	-14.58
25	Iberdrola SA Spon 5/D	Oct 22 08	Feb 25 09	679.75	713.46	-33.71
20	Iberdrola SA Spon 6/D	Feb 2 09	Feb 25 09	543.78	610.54	-66.76
37	Impala Plat 3/Q	Sep 2 08	Feb 25 09	478.43	939.07	-460.64
40	Impala Plat 4/Q	Sep 5 08	Feb 25 09	517.23	982.58	-465.35
80	ING Groep 3/D	Feb 29 08	Feb 25 09	377.60	2,708.42	-2,330.82
49	Innospec Inc 1/E	Jul 18 08	Oct 8 08	378.75	1,040.73	-661.98
357.77	Int'l Fund 022608/R	Feb 26 08	Oct 2 08	10,282.31	14,697.19	-4,414.88
7.395	Int'l fund 082608 /R	Aug 26 08	Oct 2 08	212.53	252.48	-39.95
123	Ishares MSCI Germany 1/E	Jul 18 08	Feb 27 09	1,660.76	3,598.50	-1,937.74
147	Ishares MSCI Japan 1/E	May 29 08	Apr 8 09	1,211.25	1,956.57	-745.32
202	Ishares MSCI Japan 1/E_S#1	May 29 08	Feb 27 09	1,496.71	2,688.62	-1,191.91
666	Ishares MSCI Japan 2/E	Jul 18 08	Apr 8 09	5,487.69	8,005.32	-2,517.63
35	Ishares MSCI Spain 1/E	Jul 18 08	Oct 15 08	1,372.46	1,898.27	-525 81
34	Ishares MSCI UK 2/E_sld#1	Jul 18 08	Aug 19 08	633.77	677.75	-43.98
146	Ishares MSCI Untd King 1/E	May 29 08	Aug 19 08	2,721.49	3,332.45	-610.96
22	Ivanhoe Mines 3/Q	Mar 19 08	Feb 25 09	86.26	222.18	-135.92
115	Korea Elec 4/q	Mar 17 08	Feb 25 09	918.54	1,610.14	-691.60
90	L M Ericcsson 5/Q	Mar 19 08	Feb 2 09	699.79	784.71	-84.92
76	Leucadia Natl 3/E	Jun 5 08	Sep 16 08	2,984.71	3,924.37	-939.66
39	Lihir Gold 4/Q	Jul 29 08	Feb 25 09	851.02	1,081.45	-230.43
40	Lihr Gold 3/Q	Apr 29 08	Feb 25 09	872.85	1,118.55	-245.70
36	Lincoln Natl Corp 1/E	May 29 08	Oct 9 08	773.86	1,992.60	-1,218.74
4	Lincoln Natl Corp 2/E	Jul 18 08	Oct 9 08	85.98	174.60	-88.62
11	Lonmin PLC 3/Q	Aug 4 08	Feb 25 09	160.82	491.96	-331.14
17	Lonmin PLC 5/Q	Sep 23 08	Feb 25 09	248.53	805.53	-557.00
30	Magna Int 8/Q	Jul 15 08	Feb 25 09	830.09	1,651.09	-821.00
17	Magna Intl 5/Q	Apr 15 08	Feb 25 09	470.39	1,178.92	-708.53
17	Magna Intl 6/Q	Jun 5 08	Feb 25 09	470.39	1,181.83	-711.44
16	Magna Intl 7/Q	Jun 23 08	Feb 25 09	442.71	1,044.12	-601.41
950	Marshall Ilsley Bk 1/P	Jun 23 08	Jan 10 09	95,000.00	95,000.00	0.00
17	Mastercard Inc 1/E	Jul 7 08	Sep 18 08	3,387.62	4,306.88	-919.26
8	Monsanto Co New 1/E	Jun 27 08	Aug 11 08	865.08	1,028.81	-163.73
16	Monsanto Co New 2/E	Jul 7 08	Aug 11 08	1,730.16	1,948.23	-218.07
89	Natus Medical 2/E	May 22 08	Oct 21 08	1,627.29	1,723.85	-96.56
51	Newcrest Mining 5/Q	Aug 13 08	Feb 25 09	1,027.91	1,077.70	-49.79
26	Nexen 4/Q	Aug 7 08	Feb 25 09	345.10	784.41	-439.31
57	Nexen Inc 5/Q	Jan 29 09	Feb 25 09	756.56	858.04	-101.48
160	Nokia Corp 1/Q	Feb 2 09	Feb 25 09	1,603.18	1,933.50	-330.32
50	Nokia Corp 2/Q	Feb 19 09	Feb 25 09	501.00	532.73	-31.73
73	Novartis AG 1/Q	Feb 13 09	Feb 25 09	2,754.27	3,131.63	-377.36
57	Petro Canada 3/Q	Feb 12 08	Feb 2 09	1,230.03	2,523.74	-1,293.71
1,107	Powershares DB US DLR 1/E	Jul 18 08	Oct 10 08	27,852.05	24,803.88	3,048.17
38	Price T Rowe Group 1/E_S#1	May 29 08	Oct 9 08	1,627.83	2,283.80	-655.97
108	Promise Co 5/Q	Aug 28 08	Feb 25 09	761.39	1,238.60	-477.21
40	Proshares Trust 1/E	Feb 27 09	Mar 4 09	5,412.44	5,340.00	72.44
365	Proshares Trust 3/E	Jun 17 09	Jul 28 09	17,899.27	20,520.00	-2,620.73
234	Proshares Trust 4/E	Jun 30 09	Jul 9 09	11,988.62	12,250.33	-261.71
66	Proshares Trust 5/E	Jul 9 09	Jul 28 09	3,277.33	3,881.31	-603.98
81	Proshares Trust 6/E	Jul 13 09	Jul 28 09	4,033.63	4,965.62	-931.99
265	Proshares Ultra SP 1/E	Mar 4 09	May 4 09	6,227.34	4,303.60	1,923.74
513	Proshares Ultra SP 1/E_S#1	Mar 4 09	Apr 8 09	10,772.72	8,331.12	2,441.60
576	Proshares Ultra SP 1/E_S#2	Mar 4 09	Apr 8 09	12,728.47	9,354.24	3,374.23
3	Proshares Ultra SP 1/E_S#3	Mar 4 09	Apr 8 09	70.73	48.72	22.01
263	Proshares Ultra SP 2/E	Mar 12 09	May 4 09	6,180.34	4,441.89	1,738.45
37	Prudential Financial 1/E	May 29 08	Oct 9 08	1,386.87	2,777.59	-1,390.72
4	Prudential Financial 2/E	Jul 18 08	Oct 9 08	149.93	242.91	-92.98

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
32	Rohm Co Ltd 1/Q	Jan 16 09	Feb 25 09	752.00	795.37	-43.37
33	Rohm Co Ltd 2/Q	Jan 16 09	Feb 25 09	775.49	812.32	-36.83
220	Royal Bank of Scot 2/D	Jun 19 08	Sep 22 08	997.28	997.28	0.00
144.9999	Royal Bank of Scot 3/D	Sep 15 08	Nov 7 08	565.18	565.18	0.00
0.0001	Royal Bank of Scot 3/D_S#1	Sep 15 08	Nov 7 08	5.71	0.00	5.71
254.9999	Royal Bank of Scotl 1 /D	Jun 11 08	Sep 22 08	1,126.97	1,126.97	0.00
0.0001	Royal Bank of Sct 1/D _S#1	Jun 11 08	Sep 22 08	3.48	0.00	3.48
6	Royal Bank Scot 10/D	Sep 16 08	Feb 9 09	44.39	387.83	-343.44
115	Royal Bank Scot 4/D	Sep 16 08	Nov 7 08	387.83	387.83	0.00
261	Royal Bank Scot 5/D	Jun 11 08	Nov 7 08	1,126.97	1,126.97	0.00
225	Royal Bank Scot 6/D	Jun 19 08	Nov 7 08	997.28	997.28	0.00
13	Royal Bank Scot 7/D	Jun 11 08	Feb 9 09	96.17	1,126.97	-1,030.80
11	Royal Bank Scot 8/D	Jul 19 08	Feb 9 09	81.38	997.28	-915.90
7	Royal Bank Scot 9/D	Sep 15 08	Feb 9 09	51.78	565.18	-513.40
277	Sally Beauty Co 1/E	Feb 26 08	Oct 21 08	1,712.62	2,134.48	-421.86
41	Sanfoni-Aventis 3/Q	May 21 08	Feb 25 09	1,145.54	1,530.90	-385.36
21	Sanfoni-Aventis 4/Q	Aug 1 08	Feb 25 09	586.74	744.00	-157.26
291	Sekusi House 6/Q	Mar 7 08	Feb 25 09	1,928.82	2,598.89	-670.07
13	Seven & I Hldgs 1/D	Feb 13 09	Feb 25 09	534.29	671.62	-137.33
7	Seven & I Hldgs 1/Q	Dec 24 08	Feb 25 09	287.70	441.30	-153.60
14	Seven & I Hldgs 2/Q	Dec 24 08	Feb 25 09	575.39	826.25	-250.86
20	Seven & I Hldgs 3/Q	Jan 13 09	Feb 25 09	822.00	1,201.57	-379.57
22	Seven & I Hldgs 4/Q	Feb 18 09	Feb 25 09	904.19	1,108.07	-203.88
10	Siemens AG Spon 1/D	Sep 16 08	Feb 25 09	532.54	936.84	-404.30
32	Siemens AG Spon 1/Q	Sep 29 08	Feb 25 09	1,704.11	2,989.49	-1,285.38
2	Siemens AG Spon 2/D	Sep 22 08	Feb 25 09	106.50	200.57	-94.07
10	Siemens AG Spon 3/D	Sep 23 08	Feb 25 09	532.54	998.68	-466.14
5	Siemens AG Spon 4/D	Sep 29 08	Feb 25 09	266.27	465.69	-199.42
19	Siemens SPON AG 2/Q	Oct 24 08	Feb 25 09	1,011.82	957.64	54.18
10	Silver St Res 2/Q	Jun 11 08	Feb 25 09	160.03	279.57	-119.54
20	Silver Std Res 1/Q	Jun 10 08	Feb 25 09	320.25	545.46	-225.21
12	Silver Std Res 3/Q	Jun 12 08	Feb 25 09	192.12	334.51	-142.39
40	Singapore Telecom 1/D	Jun 10 08	Feb 25 09	672.00	1,064.83	-392.83
5	Singapore Telecom 2/D	Jul 22 08	Feb 25 09	84.00	129.98	-45.98
45	Singapore Telecom 3/D	Aug 18 08	Feb 25 09	755.99	1,107.26	-351.27
35	Singapore Telecom 4/D	Jul 29 08	Feb 25 09	587.99	903.06	-315.07
15	Singapore Telecom 5/D	Nov 13 08	Feb 25 09	252.00	236.47	15.53
15	Singapore Telecom 6/D	Nov 14 08	Feb 25 09	252.00	241.33	10.67
10	Singapore Telecom 7/D	Nov 17 08	Feb 25 09	168.00	159.53	8.47
10	Singapore Telecom 8/D	Nov 18 08	Feb 25 09	168.00	159.86	8.14
25	SK Telecom 6/Q	Apr 22 08	Feb 25 09	356.00	542.93	-186.93
26	SK Telecom 7/Q	Apr 29 08	Feb 25 09	370.24	577.77	-207.53
14	Societe Gen France 1/Q	Jul 1 08	Sep 19 08	266.09	236.19	29.90
50	Societe Gen France 1/Q_S#1	Jul 1 08	Aug 6 08	1,032.00	843.52	188.48
70	Societe Gen France 2/Q	Jul 18 08	Sep 19 08	1,330.43	1,126.54	203.89
10	Societe Gen France 3/D	May 6 08	Feb 25 09	62.80	236.48	-173.68
92	Societe Gen France 3/Q	Oct 20 08	Feb 25 09	576.84	1,041.62	-464.78
40	Societe Gen France 4/D	May 7 08	Feb 25 09	250.68	938.08	-687.40
94	Societe Gen France 4/Q	Jan 16 09	Feb 25 09	589.37	795.28	-205.91
164	SPDR Gold Trust 1/E	Jul 18 08	Apr 23 09	14,586.35	15,485.95	-899.60
64	SPDR Lehman A680 3/E	Oct 9 08	Oct 24 08	2,938.19	2,941.04	-2.85
105	SPDR Lehman Tbil A680 2 /E	Sep 23 08	Oct 24 08	4,820.47	4,832.10	-11.63
336	spdr msci ACWI 1/E	Mar 9 09	Jul 10 09	8,174.38	5,789.13	2,385.25
50	spdr msci ACWI 2/E	Mar 5 09	Jul 10 09	1,221.46	5,789.13	-4,567.67
268	spdr msci ACWI 2/E_sld#1	Mar 5 09	May 11 09	6,592.53	4,639.08	1,953.45
92	Spectra Energy 3/E	Sep 4 07	Aug 22 08	2,377.00	2,167.44	209.56
39	St Joe Co 1/E	Jul 18 08	Oct 21 08	1,211.81	1,336.78	-124.97
234	Stein Mart Inc. 1/E	Jan 30 08	Oct 21 08	516.55	1,386.10	-869.55
49	Stericycle Inc 2/E	Oct 25 07	Oct 21 08	2,692.97	2,706.47	-13.50
331	Sumitomo 2/Q	Mar 7 08	Feb 25 09	1,125.39	2,133.66	-1,008.27

The J.P Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
77	Sumitomo 3/Q	Sep 17 08	Feb 25 09	261.80	462.74	-200.94
26	Suncor Inc 4/Q	May 27 08	Feb 25 09	485.10	875.68	-390.58
16	Suncor Inc 5/Q	May 27 08	Feb 25 09	298.53	729.17	-430.64
20	Suncor Inc 6/Q	Jul 23 08	Feb 25 09	373.16	1,076.43	-703.27
57	Suncor Inc 7/Q	Jan 28 09	Feb 25 09	1,063.50	1,164.44	-100.94
0.0001	Taiwan Semicndtr 3/D_skd#2	Dec 14 07	Aug 15 08	8.50	0.00	8.50
25	Taiwan Semicndtr 5/D	May 5 08	Feb 25 09	180.05	278.75	-98.70
30	Taiwan Semicndtr 6/D	May 6 08	Feb 25 09	227.11	334.45	-107.34
50	Taiwan Semicndtr 7/D	May 7 08	Aug 15 08	562.23	562.23	0.00
51	Taiwan Semicndtr 8/D	May 7 08	Feb 25 09	395.27	562.23	-166.96
30	Takeda Pharm 1/D	Jun 5 08	Feb 25 09	607.79	855.53	-247.74
10	Takeda Pharm 2/D	Jun 6 08	Feb 25 09	202.60	282.28	-79.68
30	Takeda Pharm 3/D	Jun 12 08	Feb 25 09	607.79	802.22	-194.43
5	Takeda Pharm 4/D	Jun 13 08	Feb 25 09	101.30	131.97	-30.67
15	Takeda Pharm 5/D	Jul 1 08	Feb 25 09	303.89	386.04	-82.15
10	Takeda Pharm 6/D	Jul 2 08	Feb 25 09	202.60	259.63	-57.03
20	Takeda Pharm 7/D	Jul 3 08	Feb 25 09	405.19	513.20	-108.01
40	Takeda Pharm 8/D	Sep 16 08	Feb 25 09	810.38	1,003.19	-192.81
30	Takeda Pharm 9/D	Sep 30 08	Feb 25 09	607.75	762.78	-155.03
6	TDK Corp ADR Japan 1/Q	Jul 3 08	Feb 25 09	203.00	366.57	-163.57
13	TDK Corp ADR Japan 1/Q_S#1	Jul 3 08	Jan 16 09	488.75	794.23	-305.48
16	TDK Corp ADR Japan 2/Q	Jul 29 08	Feb 25 09	541.37	976.43	-435.06
33	TDK Corp ADR Japan 3/Q	Oct 22 08	Feb 25 09	1,116.56	1,146.51	-29.95
28	TDK Corp ADR Japan 4/Q	Dec 12 08	Feb 25 09	947.39	931.87	15.52
11	Technip 4/Q	Jul 15 08	Feb 25 09	357.15	847.51	-490.36
5	Technip 4/Q_skd#1	Jul 15 08	Feb 9 09	187.28	385.23	-197.95
12	Technip 5/Q	Sep 8 08	Feb 25 09	389.64	855.75	-466.11
43	Technip 6/Q	Nov 20 08	Feb 25 09	1,396.21	1,032.85	363.36
80	United Util Grp ADR 1/Q	Dec 17 08	Feb 25 09	1,177.59	1,455.30	-277.71
63	United Utilities 3/Q	Jul 29 08	Feb 25 09	927.35	2,193.03	-1,265.68
40	United Utilities 4/Q	Jul 29 08	Feb 25 09	588.80	852.10	-263.30
18	UPM Kymmene 1/Q	Dec 12 07	Sep 12 08	323.23	380.50	-57.27
54	UPM Kymmene 2/Q	Dec 18 07	Oct 31 08	722.91	1,059.90	-336.99
65	UPM Kymmene 2/Q_skd#1	Dec 18 07	Sep 12 08	1,167.20	1,275.81	-108.61
4,700	US Tbill 95J36 1/E	Sep 22 08	Dec 18 08	470,000.00	469,117.13	882.87
3,100	US Tbill 95J36 1/I	Sep 22 08	Dec 18 08	310,000.00	309,414.22	585.78
1,000	US Tbill 95K26 1/P	Nov 3 08	Feb 5 09	100,000.00	99,893.83	106.17
3,100	US Tbill 95K83 1/I	Sep 22 08	Mar 19 09	310,000.00	307,849.40	2,150.60
4,700	US Tbill 95K83 2/I	Sep 22 08	Mar 30 09	470,000.00	466,744.66	3,255.34
3,100	us tbill 95S69 1/I	Dec 19 08	Jul 10 09	309,705.50	308,899.50	806.00
4,700	us tbill 95S69 2/I	Dec 19 08	Jul 10 09	469,427.83	468,355.00	1,072.83
315	US Tbill 95T68/I	Mar 25 09	Jul 14 09	314,349.00	313,281.94	1,067.06
46,260	US Tbill G54/K	Mar 18 08	Sep 11 08	4,599,229.72	4,599,229.72	0.00
6,000	US Tbill G62 /I	Jun 20 08	Sep 18 08	600,000.00	597,390.00	2,610.00
8,850	US Tbill G62 1/P	Jun 20 08	Sep 18 08	885,000.00	881,154.72	3,845.28
1,550	US Tbill G62 1/P_skd#1	Jun 20 08	Sep 3 08	154,884.96	154,326.53	558.43
750	US Tbill G62 2/P	Jun 20 08	Sep 18 08	75,000.00	74,675.56	324.44
950	US Tbill H46 1/E	Jul 30 08	Oct 30 08	95,000.00	94,609.02	390.98
700	US TBills 040209/K	Oct 6 08	Apr 2 09	69,693.35	69,693.35	0.00
70	US TBills 070209/C	Apr 2 09	Jul 2 09	69,982.31	69,982.31	0.00
46,460	US TBills 122608/K	Sep 11 08	Dec 26 08	4,646,000.00	4,625,439.13	20,560.87
102	USG Corp New 1/E	Jul 18 08	Oct 21 08	2,053.49	2,701.67	-648.18
1,274	Vanguard Ind MC GR 1/E	Oct 21 08	Jan 13 09	42,653.53	47,840.74	-5,187.21
677	Vanguard Ind MC GR 1/E_S#1	Oct 21 08	Jan 12 09	22,584.73	25,422.43	-2,837.70
427	Vanguard Ind Mid Cap 3/E_skd#1	Mar 6 09	Jul 13 09	15,517.21	12,084.10	3,433.11
389	Vanguard Ind Mid Cp 1/E	Oct 15 08	Jan 12 09	12,977.04	13,894.26	-917.22
625	Vanguard Ind Sm Cap DE 1/E	Mar 10 09	Jul 9 09	28,706.39	20,867.92	7,838.47
247	Vanguard Ind SM Cp 1/E	Oct 15 08	May 13 09	10,464.72	11,401.82	-937.10
92	Vanguard Sm Cap DE 2/E	Mar 11 09	Jul 9 09	4,289.46	3,098.77	1,190.69
48	Vodafone 5/Q	Sep 25 08	Feb 25 09	843.40	1,073.90	-230.50

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
86	Vodafone 7/Q	Oct 27 08	Feb 25 09	1,511.07	1,370.89	140.18
55	Vodafone Grp 4/Q	Jul 22 08	Feb 25 09	966.40	1,423.39	-456.99
46	Wachovia Corp 2/E	May 29 08	Aug 25 08	648.59	1,111.82	-463.23
14	Wachovia Corp 3/E	Jul 18 08	Aug 25 08	197.40	187.74	9.66
54	Wachovia Crp New 1/E	Oct 2 08	Oct 14 08	952.59	465.15	487.44
49	Wolters Kluwer 1/Q	Feb 24 09	Feb 25 09	781.05	798.00	-16.95
	Star Gas Partners LP	Feb 04 08	Mar 17 08	0.00	0.00	0.00
	Star Gas Partners LP	Feb 07 08	Jul 18 08	10.00	0.00	10.00
	Star Gas Partners LP	Feb 07 08	Mar 17 08	13.00	0.00	13.00
	Centerline Holding Company	Apr 13 07	Mar 17 08	0.00	106.81	-106.81
	Centerline Holding Company	Sept 12 07	May 21 08	0.00	24.19	-24.19
	Powershares DB US Dollar	Jul 18 08	Oct 10 08	0.00	2,332.00	-2,332.00
	Total Short-term			14,756,547.10	14,793,927.97	-37,380.87
	Long-Term Capital Gains and Losses					
155	Acom Ltd 2/Q	Sep 26 06	Sep 30 08	1,323.67	1,526.60	-202.93
162	Acom Ltd 2/Q_SLD#2	Sep 26 06	Oct 7 08	1,398.92	1,595.54	-196.62
71	Aegon Nthrlnd 2/Q	Sep 22 06	Feb 25 09	259.86	1,283.68	-1,023.82
439	Alcatel-Lucent 4/Q	Jul 25 07	Feb 25 09	592.65	5,969.74	-5,377.09
195	Alcatel-Lucent 5/Q	Sep 14 07	Feb 25 09	263.25	1,764.57	-1,501.32
300	Alcatel-Lucent 6/Q	Sep 19 07	Feb 25 09	404.99	2,688.24	-2,283.25
157	Alumina Ltd 3/Q	Sep 27 06	Feb 25 09	505.53	2,879.18	-2,373.65
81	Alumina Ltd 4/Q	Nov 20 07	Feb 25 09	260.82	1,904.62	-1,643.80
90	Amcor Ltd 2/D	Sep 29 06	Feb 25 09	1,023.29	1,989.00	-965.71
11	Anglogold 4/Q	Oct 23 06	Nov 28 08	242.78	439.03	-196.25
3	Anglogold Ashanti 5/Q	Oct 3 07	Feb 25 09	90.08	131.03	-40.95
8	Anglogold Ashanti 5/Q_S#1	Oct 3 07	Nov 28 08	176.56	349.41	-172.85
4	Anglogold Ashanti 5/Q_S#2	Oct 3 07	Dec 8 08	95.83	174.70	-78.87
46	Anglogold Ashanti 5/Q_S#3	Oct 3 07	Dec 16 08	1,220.44	2,009.10	-788.66
19	Anglogold Ashanti 5/Q_S#4	Oct 3 07	Feb 19 09	587.30	829.84	-242.54
53	Anglogold Ashanti 6/Q	Feb 13 08	Feb 25 09	1,591.47	1,836.00	-244.53
328	Banco 2/D	Sep 29 06	Feb 25 09	2,025.77	5,198.80	-3,173.03
30	Barrick Gold 2/Q	Sep 22 06	Sep 18 08	1,048.10	875.70	172.40
20	Barrick Gold 3/Q	Nov 14 06	Sep 18 08	698.73	583.77	114.96
25	Barrick Gold 4/Q	Nov 15 06	Feb 25 09	808.16	729.18	78.98
2	Barrick Gold 4/Q_sld#1	Nov 15 06	Sep 18 08	69.88	58.33	11.55
20	Barrick Gold 4/Q_SLD#2	Nov 15 06	Dec 16 08	669.97	583.35	86.62
35	Bayer AG/D	Sep 29 06	Feb 25 09	1,808.65	1,785.07	23.58
15	Bayer AG/D_sld#3	Sep 29 06	Sep 12 08	1,141.57	765.03	376.54
45	BG Group 2/D	Sep 29 06	Feb 25 09	3,259.33	2,754.90	504.43
10	BG Group 2/D_sld#5	Sep 29 06	Sep 12 08	1,024.22	612.20	412.02
65	BNP Paribas 2/D	Sep 29 06	Feb 25 09	1,017.89	3,513.25	-2,495.36
45	BP PLC 2/D	Sep 29 06	Feb 25 09	1,792.78	2,952.00	-1,159.22
36	BP PLC 2/Q	Feb 26 07	Feb 25 09	1,434.22	2,633.38	-1,199.16
35	BP PLC 3/D	Mar 8 07	Feb 25 09	1,394.81	2,132.39	-737.58
68	BP PLC 3/Q	Jun 4 07	Feb 25 09	2,709.08	4,634.41	-1,925.33
30	BP PLC 4/D	Dec 13 07	Feb 25 09	1,194.75	2,237.27	-1,042.52
159	Canon Inc 2/D	Sep 29 06	Feb 25 09	4,059.00	8,308.91	-4,249.91
115	Capstead Mtg 1/E	Oct 3 06	Oct 6 08	1,034.25	989.00	45.25
90	Centrais Pref 4/Q	Dec 18 07	Feb 25 09	857.22	1,149.19	-291.97
1	Centrias COM 4/Q	Jun 12 07	Feb 25 09	10.35	13.17	-2.82
86	Centrias COM 5/Q	Aug 6 07	Feb 25 09	889.91	1,097.03	-207.12
49	Centrias Pref 3/Q	Jun 5 07	Feb 25 09	466.71	633.98	-167.27
4,000	Citigroup Inc 1/P	Jan 22 08	Jul 10 09	67,613.20	100,000.00	-32,386.80
11	Daiwa House Ind 2/Q	Jan 4 08	Feb 25 09	735.35	1,408.22	-672.87
35	Daiwa House Ind 3/Q	Feb 13 08	Feb 25 09	2,339.73	3,505.66	-1,165.93
118	Deutsche Tele 4/D	Apr 13 07	Feb 25 09	1,368.85	2,067.19	-698.34
140	Deutsche Tele 5/D	May 8 07	Feb 25 09	1,624.05	2,390.60	-766.55
25	Deutsche Tele 6/D	Jul 9 07	Feb 25 09	289.99	468.34	-178.35
115	Deutsche Tele 7/D	Jul 10 07	Feb 25 09	1,334.04	2,153.41	-819.37

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
41	Diamond Foods 3/E	Mar 15 07	Aug 19 08	1,028.03	666.37	361.66
176	Fortis NL 2/D	Sep 29 06	Feb 25 09	253.43	7,172.00	-6,918.57
584	Fosters Grp Ltd 2/D	Sep 29 06	Feb 25 09	2,026.46	2,832.40	-805.94
143	Fuji Film 2/Q	Sep 22 06	Feb 25 09	2,646.41	5,190.90	-2,544.49
950	GE Money Bank UT 2/P	Jun 23 08	Jun 29 09	95,000.00	95,000 00	0.00
68	Genl Elect Co 4/E	Feb 5 07	Sep 19 08	1,845.32	2,471.47	-626.15
69	Glaxo Smithkline 2/D	Sep 29 06	Feb 25 09	2,158.72	3,683.75	-1,525.03
40	Glaxo Smithkline 3/D	Oct 11 06	Feb 25 09	1,251.43	2,173.77	-922.34
30	Glaxo Smithkline 4/D	Jan 16 07	Feb 25 09	938.59	1,639.93	-701.34
45	Glaxo Smithkline 5/D	Dec 14 07	Feb 25 09	1,407.86	2,400.37	-992.51
83	Gold Fields 6/Q	Feb 1 08	Feb 25 09	874.90	1,209.61	-334.71
170	Gold Fields 7/Q	Feb 5 08	Feb 25 09	1,791.96	2,311.63	-519.67
8	Gold Fields 8/Q	Feb 6 08	Feb 25 09	84.32	111.24	-26.92
193.9999	HBOS PLC 3/D	Sep 21 06	Oct 8 08	3,931.75	3,931.75	0.00
0.0001	HBOS PLC 3/D_sld#2	Sep 21 06	Oct 8 08	0.89	0.00	0.89
110	HBOS PLC 4/D	Nov 15 06	Oct 8 08	2,244.04	2,244.04	0.00
90	HBOS PLC 5/D	Jul 6 07	Oct 8 08	1,856.41	1,856.41	0.00
199	HBOS PLC 6/D	Sep 21 06	Jan 26 09	3,931.75	3,931.75	0.00
113	HBOS PLC 7/D	Nov 18 06	Jan 26 09	2,244.04	2,244.04	0.00
92	HBOS PLC 8/D	Jul 6 07	Jan 26 09	1,856.41	1,856.41	0.00
444	Hong Kong Elec 2/D	Sep 29 06	Feb 25 09	2,735.02	2,064.60	670.42
60	Hong Kong Elec 2/D_sld#2	Sep 29 06	Sep 2 08	378.17	279.00	99.17
110	Hong Kong Elec 2/D_sld#3	Sep 29 06	Sep 3 08	693.99	511.50	182.49
157	ING Groep 2/D	Sep 29 06	Feb 25 09	741.03	6,928.41	-6,187.38
122	Ivanhoe Mines 1/Q	Jan 4 07	Feb 25 09	478.35	1,113.76	-635.41
74	Ivanhoe Mines 2/Q	Jan 10 08	Feb 25 09	290.14	784.86	-494.72
8	Kao Corp 3/D	Sep 29 06	Feb 25 09	1,480.06	2,146.00	-665.94
2	Kao Corp 3/D_sld#2	Sep 29 06	Nov 14 08	588.37	536.50	51.87
3	Kao Corp 3/D_SLD#3	Sep 29 06	Dec 17 08	903.76	804.75	99.01
10	Kao Corp 4/D	Jan 10 07	Feb 25 09	1,850.08	2,708.52	-858.44
5	Kao Corp 5/D	Jul 11 07	Feb 25 09	925.04	1,350.76	-425.72
247	Kirin Brew 2/Q	Sep 27 06	Feb 25 09	2,346.48	3,338.33	-991.85
76	Kirin Brew 3/Q	Nov 15 06	Feb 25 09	722.00	1,007.71	-285.71
91	Korea Elec 2/Q	Sep 22 06	Feb 25 09	726.85	1,803.62	-1,076.77
60	Korea Elec 3/Q	Oct 11 06	Feb 25 09	479.24	1,166.49	-687.25
52	Kraft Foods 2/E	Apr 2 07	Apr 16 09	1,167.54	1,779.52	-611.98
181	KT Corp 2/Q	Sep 28 06	Feb 25 09	2,266.20	3,894.67	-1,628.47
91	KT Corp 3/Q	Oct 16 07	Feb 25 09	1,139.36	2,187.63	-1,048.27
65	KT Corp 4/Q	Jan 23 08	Feb 25 09	813.82	1,516.20	-702.38
154	L M Ericcsson 4/Q	Nov 21 07	Feb 2 09	1,197.41	1,829.89	-632.48
46	Lilly Eli & Co 1/E	May 29 08	Jun 18 09	1,536.41	2,221.80	-685.39
158	Lloyds Grp 2/D	Sep 29 06	Feb 25 09	519.81	6,404.23	-5,884.42
30	LLoyds Grp 3/D	Sep 21 06	Feb 25 09	98.70	3,931.75	-3,833.05
16	Lloyds Grp 4/D	Nov 15 06	Feb 25 09	52.64	2,244.04	-2,191.40
15	Lloyds Grp 5/D	Jul 6 07	Feb 25 09	49.35	1,856 41	-1,807.06
14	Lonmin PLC 2/Q	Sep 26 07	Feb 25 09	204.68	924.48	-719.80
18	Lonmin PLC/Q	Sep 27 06	Feb 25 09	263.16	1,715.34	-1,452.18
35	Lonmin PLC/Q_sld#2	Sep 27 06	Aug 6 08	2,259.97	1,715.34	544.63
48	Mitsui Sumitomo 5/Q	Nov 21 07	Feb 25 09	557.82	884.71	-326.89
138	Mitsui Sumitomo 6/Q	Dec 5 07	Feb 25 09	1,603.74	2,494.17	-890.43
43	National Grid 2/D	Sep 29 06	Feb 25 09	1,912.38	2,696.53	-784.15
15	National Grid 2/D_sld#2	Sep 29 06	Oct 17 08	846.62	940.65	-94.03
270	Natl Australia Bk 2/D	Sep 29 06	Feb 25 09	2,988.88	9,980.97	-6,992.09
21	Newcrest Mining 4/Q	Sep 27 06	Feb 25 09	423.25	336.81	86.44
25	Newcrest Mining 4/Q_sld#4	Sep 27 06	Jan 28 09	539.77	400.96	138.81
121	Newmont Mining 3/Q	Jun 19 07	Feb 25 09	4,904.63	4,907.87	-3.24
2	Nexen Inc 2/Q	Oct 2 07	Feb 25 09	26.54	60.87	-34.33
79	Nexen Inc 3/Q	Oct 10 07	Feb 25 09	1,048.58	2,428.82	-1,380.24
205	Nippon Tele 2/D	Sep 29 06	Feb 25 09	4,350.09	5,045.05	-694.96
25	Nippon Tele 2/D_SLD#2	Sep 29 06	Feb 9 09	572.53	615.25	-42.72

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
5	Nippon Tele 2/D_SLD#3	Sep 29 06	Feb 13 09	113.49	123.05	-9.56
16	Nippon Tele 4/Q	May 31 07	Feb 25 09	339.51	373.92	-34.41
29	Nippon Tele 4/Q_SLD#2	May 31 07	Dec 4 08	689.93	677.72	12.21
44	Nippon Tele 4/Q_sld#3	May 31 07	Oct 6 08	1,026.05	1,028.27	-2.22
24	Nippon Tele 4/Q_sld#4	May 31 07	Dec 17 08	627.97	560.87	67.10
121	Nippon Tele 5/Q	Jun 18 07	Feb 25 09	2,567.62	2,749.36	-181.74
109	Nippon Tele 6/Q	Oct 1 07	Feb 25 09	2,312.98	2,547.86	-234.88
950	North Amer BK MO 1/P	Jun 23 08	Jun 26 09	95,000.00	95,000.00	0.00
317	Novagold 1/Q	Dec 5 06	Feb 25 09	834.33	5,109.53	-4,275.20
135	Novagold 2/Q	Dec 6 06	Feb 25 09	355.32	2,167.40	-1,812.08
15	Novartis AG 6/D	Jun 6 07	Feb 25 09	665.94	842.67	-176.73
20	Novartis AG 6/D_sld#2	Jun 6 07	Sep 22 08	1,052.62	1,123.57	-70.95
40	Novartis AG 7/D	Jun 18 07	Feb 25 09	1,509.19	2,231.62	-722.43
50	Novartis AG 8/D	Jul 6 07	Feb 25 09	1,886.49	2,762.19	-875.70
45	Novartis AG 9/D	Oct 23 07	Feb 25 09	1,597.84	2,347.55	-749.71
16	Panasonic Corp 1/Q	Aug 17 07	Feb 25 09	187.21	283.09	-95.88
143	Panasonic Corp 2/Q	Aug 17 07	Feb 25 09	1,673.18	2,502.47	-829.29
5	Petro Canada 2/Q	Jan 17 08	Feb 2 09	107.90	241.51	-133.61
39	Petroleo Brasil 2/E	Oct 3 06	Sep 15 08	1,610.10	780.97	829.13
16	Promise Co 2/Q	Sep 21 06	Feb 25 09	112.81	322.05	-209.24
75	Promise Co 3/Q	Sep 22 06	Feb 25 09	528.74	1,476.63	-947.89
87	Promise Co 4/Q	Nov 9 06	Feb 25 09	613.34	1,508.36	-895.02
138	Reed Elsevier 2/D	Sep 29 06	Feb 25 09	3,074.26	4,603.17	-1,528.91
61	Royal Dutch 2/D	Sep 29 06	Feb 25 09	2,830.18	4,047.96	-1,217.78
50	Royal Dutch 2/Q	Sep 22 06	Feb 25 09	2,274.71	3,357.50	-1,082.79
30	Royal Dutch 3/D	Aug 14 07	Feb 25 09	1,391.89	2,204.40	-812.51
23	Royal Dutch 3/Q	Feb 27 07	Feb 25 09	1,046.36	1,546.27	-499.91
24	Royal Dutch 4/Q	Feb 14 08	Feb 25 09	1,091.86	1,688.21	-596.35
73	RWE AG 2/D	Sep 29 06	Feb 25 09	4,956.02	6,767.10	-1,811.08
10	RWE AG 2/D_SLD#2	Sep 29 06	Feb 2 09	769.23	927.00	-157.77
2	Sanofi-Aventis 1/Q	Sep 27 07	Feb 25 09	55.87	85.16	-29.29
36	Sanofi-Aventis 1/Q_sld#2	Sep 27 07	Jan 20 09	1,122.68	1,532.79	-410.11
83	Sanofi-Aventis 2/Q	Oct 3 07	Feb 25 09	2,319.00	3,527.57	-1,208.57
74	Sasol Ltd 2/D	Sep 29 06	Feb 25 09	1,938.56	2,440.52	-501.96
262	Sega Sammy Hldg 3/Q	Mar 5 07	Feb 25 09	615.70	1,622.46	-1,006.76
235	Sega Sammy Hldg 4/Q	May 15 07	Feb 25 09	552.24	1,128.00	-575.76
582	Sega Sammy Hldg 5/Q	Jan 7 08	Feb 25 09	1,367.69	1,881.72	-514.03
11	Sekisui House 3/Q	Sep 6 07	Feb 3 09	94.06	130.38	-36.32
90	Sekisui House 4/Q	Oct 4 07	Feb 3 09	769.61	1,106.96	-337.35
106	Sekisui House 5/Q	Oct 9 07	Feb 25 09	702.60	1,283.09	-580.49
9	Sekisui House 5/Q_sld#1	Oct 9 07	Feb 3 09	76.97	108.94	-31.97
198	Shiseido Co 2/Q	Sep 27 06	Feb 25 09	2,807.62	4,050.10	-1,242.48
53	SK Telecom 5/Q	Feb 15 08	Feb 25 09	754.71	1,197.54	-442.83
272	Societe Gen France 2/D	Sep 29 06	Feb 25 09	1,705.44	8,717.60	-7,012.16
204	Stora Enso 2/D	Sep 29 06	Feb 25 09	889.43	3,096.72	-2,207.29
546	Stora Enso 2/Q	Sep 27 06	Feb 25 09	2,380.54	8,367.94	-5,987.40
141	Swisscom AG 2/Q	Sep 27 06	Feb 25 09	4,198.95	4,706.40	-507.45
50	Swisscom AG 2/Q_sld#2	Sep 27 06	Oct 27 08	1,476.02	1,668.93	-192.91
118.9999	Taiwan Semicndtr 3/D	Dec 14 07	Feb 25 09	900.87	1,037.83	-136.96
135	Taiwan Semicndtr 4/D	Jan 8 08	Feb 25 09	1,021.99	1,191.44	-169.45
1	Technip 1/Q	Aug 7 06	Feb 9 09	37.46	54.00	-16.54
12	Technip 3/Q	Jan 30 08	Feb 9 09	449.47	782.86	-333.39
199	Telecom Corp NZ 6/D	Sep 29 06	Feb 25 09	1,199.78	3,155.27	-1,955.49
465	Telecom Italia 2/Q	Oct 19 06	Feb 25 09	4,028.45	11,488.29	-7,459.84
112	Telefonica 2/D	Sep 29 06	Feb 25 09	6,022.49	5,808.32	214.17
190	Telstra Crop 2/D	Sep 29 06	Feb 25 09	2,289.48	2,628.04	-338.56
55	Telstra Crop 2/D_sld#3	Sep 29 06	Aug 15 08	1,019.18	760.75	258.43
52	Tokio Marine Hldgs 2/D	Sep 29 06	Feb 25 09	1,131.06	1,916.91	-785.85
60	Tokio Marine Hldgs 3/D	Jan 29 07	Feb 25 09	1,305.07	2,132.86	-827.79
45	Tokio Marine Hldgs 4/D	Mar 9 07	Feb 25 09	978.80	1,611.59	-632.79

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2009

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
15	Tokio Marine Hldgs 5/D	Mar 13 07	Feb 25 09	326.23	533.92	-207.69
227	Tomkins PLC 3/Q	Sep 27 06	Feb 25 09	1,497.51	4,110.24	-2,612.73
37	Tomkins PLC 4/Q	Oct 5 07	Feb 25 09	244.09	684.73	-440.64
110	Toppan Print 2/Q	Dec 6 06	Feb 25 09	3,025.60	5,913.36	-2,887.76
64	Total SA France 2/D	Sep 29 06	Feb 25 09	3,143.21	4,224.00	-1,080.79
20	Total SA France 2/D_SLD#2	Sep 29 06	Feb 4 09	1,051.52	1,320.00	-268.48
50	Total SA France 3/D	Jan 17 07	Feb 25 09	2,455.60	3,317.54	-861.94
66	Toyota Motor 2/D	Sep 29 06	Feb 25 09	4,390.79	7,178.82	-2,788.03
307	Unilever PLC 3/D	Sep 29 06	Feb 25 09	6,014.43	7,624.96	-1,610.53
96	Untd Overseas Bk 1/D	Sep 29 06	Feb 25 09	1,257.59	1,992.00	-734.41
168	UPM Kymmene 2/D	Sep 29 06	Feb 25 09	1,248.23	3,989.65	-2,741.42
110	US Tsy Note 6J6/I_sld#1	Jul 23 07	Jul 20 09	118,689.47	112,967.95	5,721.52
60	US Tsy Note 6J6/I_sld#2	Jul 23 07	Jul 22 09	64,740.02	61,618.88	3,121.14
72	Vodafone Grp 3/Q	Sep 22 06	Feb 25 09	1,265.10	1,578.24	-313.14
4	Wacoal Hldgs 3/Q	Jun 1 07	Feb 25 09	233.83	255.93	-22.10
10	Wacoal Hldgs 4/Q	Jun 4 07	Feb 25 09	584.59	635.62	-51.03
28	Wacoal Hldgs 5/Q	Nov 7 07	Feb 25 09	1,636.84	1,693.02	-56.18
1	Willow Fund 1/P	Sep 26 06	Dec 31 08	307,449.32	402,033.52	-94,584.20
	Centerline Holding Company	Apr 13 07	May 21 08	0.00	73.80	-73.80
	Total Long-term			985,126.01	1,268,960.05	-283,834.04
	TOTAL CAPITAL GAINS			15,741,673.11	16,062,888.02	-321,214.91

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (*e-file*). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	**Employer identification number**
File by the due date for filing your return See instructions	J. P. HUMPHREYS FOUNDATION	43-1244445
	Number, street, and room or suite no If a P O box, see instructions P. O. BOX 1404	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. JOPLIN, MO 64802-1404	

Check type of return to be filed (file a separate application for each return)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ DAVID JONES

Telephone No. ▶ 417 624-6644 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 03/15 ,2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [ ] calendar year ____ or
▶ [X] tax year beginning 08/01 , 2008 , and ending 07/31 , 2009

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 2,970.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 2,320.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 650.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)

JSA
8F8054 3 000

27808U 2256 12/11/2009 16:09:01 V08-8.1 40113

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization	Employer identification number
File by the extended due date for filing the return See instructions	J. P. HUMPHREYS FOUNDATION	43-1244445
	Number, street, and room or suite no If a P.O. box, see instructions.	For IRS use only
	P. O. BOX 1404	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	JOPLIN, MO 64802-1404	

Check type of return to be filed (File a separate application for each return)

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ DAVID JONES

Telephone No. ▶ 417 624-6644 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . ▶ [ ] If it is for part of the group, check this box . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 06/15/2010

5 For calendar year ______ , or other tax year beginning 08/01/2008 , and ending 07/31/2009 .

6 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO COLLECT ALL THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	**8a**	$ 2,970.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 2,970.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Viola Francis Title ▶ PREPARER P00448291 Date ▶ 03/09/2010

Form **8868** (Rev 4-2009)

ERNST & YOUNG U. S. LLP
190 CARONDELET PLAZA, SUITE 1300
CLAYTON, MO 63105