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

2008

Department of the Treasury
Internal Revenue Service

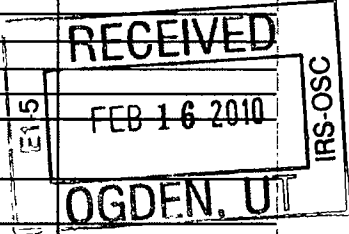
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning Oct 1, 2008, **and ending** Sep 30, 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 EOS FOUNDATION	A Employer identification number 20-5202818
	Number and street (or P O box number if mail is not delivered to street address) Room/suite P.O. BOX 121938	B Telephone number (see the instructions) (817) 731-0241
	City or town State ZIP code FORT WORTH TX 76121	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,937,628.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)	580,000.			
2 <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	143.	143.		
4 Dividends and interest from securities	53,533.	53,533.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	12,550.			
b Gross sales price for all assets on line 6a	12,550.			
7 Capital gain net income (from Part IV, line 2)		12,550.		
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/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	646,226.	66,226.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)	976.	500.		476.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule) See Line 18 Stmt	1,743.	75.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	858.			858.
22 Printing and publications	40.			40.
23 Other expenses (attach schedule) See Line 23 Stmt	150.			150.
24 Total operating and administrative expenses. Add lines 13 through 23	3,767.	575.		1,524.
25 Contributions, gifts, grants paid	119,194.			119,194.
26 Total expenses and disbursements. Add lines 24 and 25	122,961.	575.		120,718.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	523,265.			
b Net investment income (if negative, enter -0-)		65,651.		
c Adjusted net income (if negative, enter -0-)				



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ADMINISTRATIVE EXPENSES

P14

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	170,816.	14,522.	14,522.
	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 the instructions)	1,415.	1,651.	1,651.
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule) L-10a Stmt	1,789.	1,710.	1,870.
	b	Investments – corporate stock (attach schedule) L-10b Stmt	2,497,501.	3,176,903.	2,919,585.
	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)				
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 instructions. Also, see page 1, item I)	2,671,521.	3,194,786.	2,937,628.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & 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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	2,671,521.	3,194,786.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see the instructions)	2,671,521.	3,194,786.		
31	Total liabilities and net assets/fund balances (see the instructions)	2,671,521.	3,194,786.		

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	2,671,521.
2	Enter amount from Part I, line 27a	2	523,265.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,194,786.
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	3,194,786.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a AMERICAN FUNDS CAPITAL GAINS DISTRIBUTIONS	P	Various	12/31/08
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 12,550.		0.	12,550.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a 0.	0.	0.	12,550.
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	12,550.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	

If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8

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 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 (column (b) divided by column (c))
2007	116,371.	2,687,909.	0.043294
2006	62,531.	2,457,822.	0.025442
2005	86,162.	1,909,443.	0.045124
2004	106,974.	1,546,496.	0.069172
2003	59,895.	1,407,262.	0.042561

2 Total of line 1, column (d)	2	0.225593
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	0.045119
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	2,336,407.
5 Multiply line 4 by line 3	5	105,416.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	657.
7 Add lines 5 and 6	7	106,073.
8 Enter qualifying distributions from Part XII, line 4	8	120,718.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary – see instructions)		1	657.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	657.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	657.
6 Credits/Payments			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 744.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	744.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	87.
11 Enter the amount of line 10 to be Credited to 2009 estimated tax	87. Refunded	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>RIDGMAR OIL & GAS COMPANY</u> Telephone no <u>(817) 731-0241</u> Located at <u>2601 RIDGMAR PLAZA FORT WORTH TX</u> ZIP + 4 <u>76116</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> / and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

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

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?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) Yes No

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If 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? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
GWENDOLYN WEINER 2601 RIDGMAR PLAZA FORT WORTH TX 76116	PRESIDENT 5.00	0.	0.	0.
CAROL KLEIN 2601 RIDGMAR PLAZA FORT WORTH TX 76116	SECRETARY 1.00	0.	0.	0.
JOANIE HARRIS 2601 RIDGMAR PLAZA FORT WORTH TX 76116	DIRECTOR 1.00	0.	0.	0.
MARION HOLBROOK 2601 RIDGMAR PLAZA FORT WORTH TX 76116	DIRECTOR 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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
NONE				
0				
0				
0				
0				

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 instructions). If none, enter 'NONE.'

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

Total number of others receiving over \$50,000 for professional services		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 NONE	
-----	0.
2	

3	

4	

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

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

2	

All other program-related investments See instructions	
3	

Total. Add lines 1 through 3	

BAA

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	2,301,576.
b Average of monthly cash balances	1b	70,411.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,371,987.
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	
3 Subtract line 2 from line 1d	3	2,371,987.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	35,580.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,336,407.
6 Minimum investment return. Enter 5% of line 5	6	116,820.

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

1 Minimum investment return from Part X, line 6	1	116,820.
2a Tax on investment income for 2008 from Part VI, line 5	2a	657.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	657.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	116,163.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	116,163.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	116,163.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	120,718.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	120,718.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	657.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	120,061.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				116,163.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			118,385.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2008				
a From 2003	0.			
b From 2004	0.			
c From 2005	0.			
d From 2006	0.			
e From 2007	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 120,718.				
a Applied to 2007, but not more than line 2a			118,385.	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2008 distributable amount				2,333.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				113,830.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004	0.			
b Excess from 2005	0.			
c Excess from 2006	0.			
d Excess from 2007	0.			
e Excess from 2008	0.			

BAA

Form 990-PF (2008)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

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

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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))

GWENDOLYN WEINER

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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
<i>a Paid during the year</i>				
ACTION AGAINST HUNGER 247 W 37TH STREET 10TH FLOOR NEW YORK NY 10018		N	UNRESTRICTED DONATION	600.
AMERICAN KIDNEY FUND 6110 EXECUTIVE BLVD #1010 ROCKVILLE MD 20852		N	UNRESTRICTED DONATION	800.
ARIZONA FRIENDS OF CHAMBER MUSIC PO BOX 40845 TUCSON AZ 85717		N	UNRESTRICTED DONATION	500.
ARIZONA THEATRE CO 343 S SCOTT AVE TUCSON AZ 85701		N	UNRESTRICTED DONATION	298.
BEST FRIENDS ANIMAL SANCTUARY 5001 ANGEL CANYON RD KANAB UT 84741		N	UNRESTRICTED DONATION	3,000.
BIG BROTHERS AND BIG SISTERS 160 E ALAMEDA TUCSON AZ 85701		N	UNRESTRICTED DONATION	500.
BIG BROTHERS AND BIG SISTERS 230 N 13TH STREET PHILADELPHIA PA 19107		N	UNRESTRICTED DONATION	500.
CHILD FIND OF AMERICA PO BO 277 NEW PALTZ NY 12561		N	UNRESTRICTED DONATION	500.
CHRISTIAN FND FOR CHILDREN & AGING ONE ELMWOOD AVE KANSAS CITY KS 66103		Y	UNRESTRICTED DONATION	600.
See Line 3a statement				
Total				119,194.
<i>b Approved for future payment</i>				
Total				3b

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ and 990-PF**
▶ **See separate instructions.**

OMB No 1545 0047

2008

Name of the organization

EOS FOUNDATION

Employer identification number

20-5202818

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

- 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule** (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions)

General Rule –

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

Special Rules –

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

Employer identification number

EOS FOUNDATION

20-5202818

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GWENDOLYN WEINER PO BOX 121938 FORT WORTH TX 76121	\$ 580,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL INCOME TAX	1,668.			
FOREIGN TAX EXPENSE	75.	75.		
Total	1,743.	75.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BANK CHARGES	114.			114.
DELIVERY	36.			36.
Total	150.			150.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
CITY OF HOPE 1500 E DUARTE DUARTE CA 91010		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
COLORADO COLLEGE 14 E CACHE LA POUFRE ST COLORADO SPRINGS CO 80903		N	UNRESTRICTED DONATION MUSIC FESTIVAL	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
COLORADO FINE ARTS CENTER 30 W DALE STREET COLORADO SPRINGS CO 80903		N	UNRESTRICTED DONATION AND CAPITAL CAMPAIGN	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 10,454.
COMMON CAUSE EDUCATION FND 1133 19TH ST NW 9TH FLOOR WASHINGTON DC 20036		Y	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,000.
CONSERVATION FUND 1655 NORTH FT MYER DR #1300 ARLINGTON VA 22209		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 600.
DRAWING STUDIO INC 33 SOUTH 6TH AVENUE TUCSON AZ 85701		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 100.
EDUCATIONAL FUND TO STOP GUN VIOLENCE 1424 L STREET NW STE 21 WASHINGTON DC 20005		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE #420 ROCKVILLE MD 20850		Y	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 4,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
FT WORTH SCIENCE & HISTORY MUSEUM 1501 MONTGOMERY STREET FORT WORTH TX 76107		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
GALAXY COUNSELING CENTER 1025 S JUPITER ROAD GARLAND TX 75042		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 300.
GOOD SAMARITAN CENTER 140 INDUSTRIAL LOOP STE 100 FREDERICKSBURG TX 78624		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
GOSPEL RESCUE MISSION 326 W 28TH ST TUCSON AZ 85713		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 50.
INT'L MEDICAL CORPS 1919 SAN MONICA BLVD #400 SAN MONICA CA 90404		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
INT'L PLANNED PARENTHOOD 120 WORLD STREET, FLOOR 9 NEW YORK NY 10269		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 800.
INTREPID FALLEN HEROES 1 INTREPID SQ W 46TH ST NEW YORK NY 10036		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,000.
KUAZ CLASSICAL RADIO PO BOX 210109 TUCSON AZ 85721		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 75.
KUAT TV PO BOX 210109 TUCSON AZ 85721		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 95.
MULTIPLE MYELOMA RESEARCH FOUND 383 MAIN AVE 5TH FLOOR NORWALK CT 03851		Y	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 6,000.
MS QUALITY OF LIFE PROJECT 519-B HARTNELL STREET MONTEREY CA 93940		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.
NAT'L MILITARY FAMILY ASSOC 2500 N VAN DORN ST #102 ALEXANDRA VA 22302		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
NARAL 1156 15TH STREET NW STE 700 WASHINGTON DC 20005		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
NAMI 2107 WILSON BLVD #300 ARLINGTON VA 22201		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
NARSAD 60 CUTTER MILL ROAD, SUITE 404 GREAT NECK NY 11021		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
NATIONAL WOMEN IN THE ART 1250 NEW YORK AVE NW WASHINGTON DC 20005		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 40.
OPERA THEATER OF THE ROCKIES PO BOX 8110 COLORADO SPRINGS CO 80933		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 300.
PALM SPRINGS DESERT MUSEUM PO BOX 2310 MUSEUM DR PALM SPRINGS CA 92263		N	UNRESTRICTED DONATION GALA 2009	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 13,000.
PRESIDENT'S CIRCLE @ PSDM PO BOX 2310 MUSEUM DR PALM SPRINGS CA 92263		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,785.
PET NETWORK 401 VILLAGE BLVD INCLINE VILLAGE NV 89451		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
PHI BETA PHI FOUNDATION 1154 TOWN & COUNTRY COMMONS DR TOWN & COUNTRY MD 63017		Y	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 100.
ROCKY MOUNTAIN PBS 1089 BANNOCK ST DENVER CO 80204		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 100.
SALVATION ARMY PO BOX 28369 LAS VEGAS NV 89126		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 15,000.
SEEDS OF PEACE 370 LEXINGTON AVE NEW YORK NY 10017		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 6,000.
SIERRA CLUB FOUNDATION 85 SECOND STREET #750 SAN FRANCISCO CA 94150		Y	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
MEMORIAL SLOAN KETTERING CANCER CTR PO BOX 27106 NEW YORK NY 10087		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
SWEET BRIAR COLLEGE STUDENTS ABROAD BOX G SWEET BRIAR VA 24595		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.
TOOLS FOR TOMORROW 24-800 BOB HOPE DRIVE STE 209-0 RANCHO MIRAGE CA 92270		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
UNCF/COLLEGE FUND 8260 WILLOW OAKES CORP DR FAIRFAX VA 22031		N	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 600.
UNICEF 125 MAIDEN LANE NEW YORK NY 10038		Y	UNRESTRICTED DONATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 6,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i> UNIV OF AZ FOUNDATION 1111 NORTH CHERRY AVE TUCSON AZ 85719		Y	UNRESTRICTED DONATION MAGELLAN CIRCLE	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 16,421.
VOLUNTEER FIRE FIGHTERS OF AZ PO BOX 774 THATCHER AZ 85552		N	UNRESTRICTED DONATION	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 76.

Total

111,896.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
GNMA			1,710.	1,870.
Total			<u>1,710.</u>	<u>1,870.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
INVESTMENTS IN STOCKS (SCHWAB & WACHOVIA)	1,049,230.	931,003.
INVESTMENTS IN MUTUAL FUNDS (WACHOVIA)	2,127,673.	1,988,582.
Total	<u>3,176,903.</u>	<u>2,919,585.</u>

EOS FOUNDATION
EIN 20-5202818
STATEMENT ATTACHED TO AND MADE PART OF
2008 FORM 990-PF

STATEMENT 1 - PART II, LINE 6

Near the end of the Foundation's tax year it made certain donations for which the documentation provided by the recipients indicated there was a personal use value associated with the donations. The Foundation personal use value in the amount of \$1,651 may have been used by the Foundation director Gwendolyn Weiner. The director reimbursed the Foundation for the personal use value after the end of the Foundation's tax year.