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**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

For calendar year **2009**, or tax year beginning , **2009**, and ending , **20**

G Check all that apply  Initial return  Initial return of a former public charity  Final return  
 Amended return  Address change  Name change

|   |   |                               |  |
|---|---|-------------------------------|--|
| Use the IRS label. Otherwise, print or type. See Specific Instructions. | Name of foundation<br><b>HALBERT HARMON FOUNDATION</b>  |                               | A Employer identification number<br><b>20-0214688</b>  |
|   | Number and street (or P O box number if mail is not delivered to street address)<br><b>5215 N. O'CONNOR BLVD.</b> | Room/suite<br><b>STE 2650</b> | B Telephone number (see page 10 of the instructions)<br><b>(972) 590-2100</b>  |
|   | City or town, state, and ZIP code<br><b>IRVING, TX 75039</b>  |                               | C If exemption application is pending, check here <input type="checkbox"/><br>D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |

H Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,775,139.**

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

E If private foundation status was terminated under section 507(b)(1)(A), check here   
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

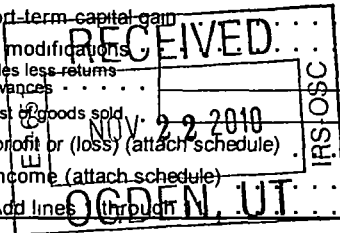
**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

|  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|------------------------------------|---------------------------|-------------------------|---|
|--|------------------------------------|---------------------------|-------------------------|---|

|  | (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 (attach schedule)                     | 276,433.                           |                           |                         |   |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. |                                    |                           |                         |   |
| 3 Interest on savings and temporary cash investments                                 | 5,498.                             | 5,498.                    |                         | ATCH 1  |
| 4 Dividends and interest from securities   | 6,110.                             | 6,110.                    |                         | ATCH 2  |
| 5a Gross rents   |                                    |                           |                         |   |
| b Net rental income or (loss)  |                                    |                           |                         |   |
| 6a Net gain or (loss) from sale of assets not on line 10                             | 3,441.                             |                           |                         |   |
| b Gross sales price for all assets on line 6a  | 23,685.                            |                           |                         |   |
| 7 Capital gain net income (from Part IV, line 2)                                     |                                    | 3,441.                    |                         |   |
| 8 Net short-term capital gain  |                                    |                           |                         |   |
| 9 Income modifications   |                                    |                           |                         |   |
| 10 a Gross sales less returns and allowances   |                                    |                           |                         |   |
| b Less Cost of goods sold  |                                    |                           |                         |   |
| c Gross profit or (loss) (attach schedule)   |                                    |                           |                         |   |
| 11 Other income (attach schedule)  |                                    |                           |                         |   |
| 12 Total. Add lines 1 through 11   | 291,482.                           | 15,049.                   |                         |   |
| 13 Compensation of officers, directors, trustees, etc.                               | 0.                                 |                           |                         |   |
| 14 Other employee salaries and wages   |                                    |                           |                         |   |
| 15 Pension plans, employee benefits  |                                    |                           |                         |   |
| 16a Legal fees (attach schedule)   |                                    |                           |                         |   |
| b Accounting fees (attach schedule) ATCH 3   | 4,250.                             | 0.                        | 0.                      | 0.  |
| c Other professional fees (attach schedule) *  | 8,868.                             | 8,868.                    |                         |   |
| 17 Interest  |                                    |                           |                         |   |
| 18 Taxes (attach schedule) (see page 14 of the instructions)                         |                                    |                           |                         |   |
| 19 Depreciation (attach schedule) and depletion                                      |                                    |                           |                         |   |
| 20 Occupancy   |                                    |                           |                         |   |
| 21 Travel, conferences, and meetings   |                                    |                           |                         |   |
| 22 Printing and publications   |                                    |                           |                         |   |
| 23 Other expenses (attach schedule)  |                                    |                           |                         |   |
| 24 Total operating and administrative expenses. Add lines 13 through 23              | 13,118.                            | 8,868.                    | 0.                      | 0.  |
| 25 Contributions, gifts, grants paid   | 113,500.                           |                           |                         | 113,500.  |
| 26 Total expenses and disbursements. Add lines 24 and 25                             | 126,618.                           | 8,868.                    | 0.                      | 113,500.  |
| 27 Subtract line 26 from line 12   |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements                                  | 164,864.                           |                           |                         |   |
| b Net investment income (if negative, enter -0-)                                     |                                    | 6,181.                    |                         |   |
| c Adjusted net income (if negative, enter -0-)                                       |                                    |                           | -0-                     |   |

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Operating and Administrative Expenses



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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  | End of year    |                       |
|  |   | (a) Book Value   | (b) Book Value | (c) Fair Market Value |
| Assets   | 1 Cash - non-interest-bearing . . . . .   | 61,857.  | 44,106.        | 44,106.               |
|  | 2 Savings and temporary cash investments . . . . .  | 1,353,388.   | 1,534,386.     | 1,534,386.            |
|  | 3 Accounts receivable ▶<br>Less allowance for doubtful accounts ▶   |  |                |                       |
|  | 4 Pledges receivable ▶<br>Less allowance for doubtful accounts ▶  |  |                |                       |
|  | 5 Grants receivable . . . . .   |  |                |                       |
|  | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)  |  |                |                       |
|  | 7 Other notes and loans receivable (attach schedule) ▶<br>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) <u>ATCH 5</u>   | 988,226.   | 989,843.       | 1,196,647.            |
|  | c Investments - corporate bonds (attach schedule), . . . . .  |  |                |                       |
|  | 11 Investments - land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                                |  |                |                       |
|  | 12 Investments - mortgage loans . . . . .   |  |                |                       |
|  | 13 Investments - other (attach schedule) . . . . .  |  |                |                       |
|  | 14 Land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶  |  |                |                       |
| 15 Other assets (describe ▶) . . . . .   |   |  |                |                       |
| 16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . . | 2,403,471.  | 2,568,335.   | 2,775,139.     |                       |
| 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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .   |  |                |                       |
| Net Assets or Fund Balances  | <b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b> |  |                |                       |
|  | 24 Unrestricted . . . . .   |  |                |                       |
|  | 25 Temporarily restricted . . . . .   |  |                |                       |
|  | 26 Permanently restricted . . . . .   |  |                |                       |
|  | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>          |  |                |                       |
|  | 27 Capital stock, trust principal, or current funds . . . . .   | 3,218,529.   | 3,218,529.     |                       |
|  | 28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .  |  |                |                       |
|  | 29 Retained earnings, accumulated income, endowment, or other funds . . . . .   | -815,058.  | -650,194.      |                       |
| 30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .                          | 2,403,471.  | 2,568,335.   |                |                       |
| 31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .             | 2,403,471.  | 2,568,335.   |                |                       |

| 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 | 2,403,471. |
| 2 Enter amount from Part I, line 27a . . . . .   | 2 | 164,864.   |
| 3 Other increases not included in line 2 (itemize) ▶   | 3 |            |
| 4 Add lines 1, 2, and 3 . . . . .  | 4 | 2,568,335. |
| 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 | 2,568,335. |

**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<br>P-Purchase<br>D-Donation  | (c) Date acquired<br>(mo, day, yr) | (d) Date sold<br>(mo, day, yr) |
|--|--|---|--|---|------------------------------------|--------------------------------|
| 1a SEE PART IV SCHEDULE  |  |   |  |   |                                    |                                |
| b  |  |   |  |   |                                    |                                |
| c  |  |   |  |   |                                    |                                |
| d  |  |   |  |   |                                    |                                |
| e  |  |   |  |   |                                    |                                |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(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) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h)) |                                    |                                |
| (i) F M V as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col (i)<br>over col (j), if any   |  |   |                                    |                                |
| a  |  |   |  |   |                                    |                                |
| b  |  |   |  |   |                                    |                                |
| c  |  |   |  |   |                                    |                                |
| d  |  |   |  |   |                                    |                                |
| e  |  |   |  |   |                                    |                                |
| 2 Capital gain net income or (net capital loss) . . . . .  |  |   |  | 2   | 3,441.                             |                                |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)<br>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 page 18 of the instructions before making any entries.

| (a)<br>Base period years<br>Calendar year (or tax year beginning in)  | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|---|--|--|---|
| 2008  | 298,500.                                 | 2,568,506.                                   | 0.116215  |
| 2007  | 288,000.                                 | 2,697,111.                                   | 0.106781  |
| 2006  | 278,255.                                 | 2,478,691.                                   | 0.112259  |
| 2005  | 1,290,695.                               | 2,491,445.                                   | 0.518051  |
| 2004  | 101,975.                                 | 2,278,830.                                   | 0.044749  |
| 2 Total of line 1, column (d) . . . . .   |  |  | 0.898055  |
| 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 . . . . .  |  |  | 0.179611  |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .  |  |  | 2,276,576.  |
| 5 Multiply line 4 by line 3 . . . . .   |  |  | 408,898.  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .  |  |  | 62.   |
| 7 Add lines 5 and 6 . . . . .   |  |  | 408,960.  |
| 8 Enter qualifying distributions from Part XII, line 4 . . . . .<br>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 |  |  | 113,500.  |

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

Table with 11 rows and 2 columns. Row 1: 124. Row 2: 124. Row 3: 0. Row 4: 124. Row 5: 1,449. Row 6: 0. Row 7: 0. Row 8: 0. Row 9: 1,449. Row 10: 1,325. Row 11: 1,325. Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an empty column). Row 1a: No (X). Row 1b: Yes (X). Row 1c: No (X). Row 2: No (X). Row 3: No (X). Row 4a: No (X). Row 4b: No (X). Row 5: No (X). Row 6: Yes (X). Row 7: Yes (X). Row 8b: Yes (X). Row 9: No (X). Row 10: No (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)(13)? 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 CHRISTOPHER HARMON Telephone no 972-590-2100
Located at 5215 N. O'CONNOR BLVD., SUITE 2650 IRVING, TX ZIP + 4 75039
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year . . . . . 15

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X 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 2009? . . . . . 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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? . . . . . Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.) . . . . . 2b X
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 X
b If "Yes," did it have excess business holdings in 2009 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 2009) . . . . . 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 2009? . . . . . 4b X

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

- 5 a 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)?  Yes  No

5 b

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

6 a 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 "Yes" to 6b, file Form 8870

6 b

X

7 a 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

7 b

**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 |
|----------------------|---|---|---|---------------------------------------|
| ATTACHMENT 6         |   | 0.  | 0.  | 0.                                    |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |

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 |
|---|---|------------------|---|---------------------------------------|
| NONE  |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |

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

**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 |
|---|---------------------|------------------|
| 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 N/A  |          |
| 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 NONE   |        |
| 2  |        |
| All other program-related investments. See page 24 of the instructions   |        |
| 3 NONE   |        |
| Total. Add lines 1 through 3 . . . . .   |        |

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

|          |  |           |            |
|----------|--|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:              |           |            |
| <b>a</b> | Average monthly fair market value of securities  | <b>1a</b> | 946,556.   |
| <b>b</b> | Average of monthly cash balances   | <b>1b</b> | 1,364,689. |
| <b>c</b> | Fair market value of all other assets (see page 24 of the instructions)  | <b>1c</b> | 0.         |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)  | <b>1d</b> | 2,311,245. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)                | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets   | <b>2</b>  | 0.         |
| <b>3</b> | Subtract line 2 from line 1d   | <b>3</b>  | 2,311,245. |
| <b>4</b> | Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | <b>4</b>  | 34,669.    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4               | <b>5</b>  | 2,276,576. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5   | <b>6</b>  | 113,829.   |

**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 )

|           |   |           |          |
|-----------|---|-----------|----------|
| <b>1</b>  | Minimum investment return from Part X, line 6   | <b>1</b>  | 113,829. |
| <b>2a</b> | Tax on investment income for 2009 from Part VI, line 5  | <b>2a</b> | 124.     |
| <b>b</b>  | Income tax for 2009 (This does not include the tax from Part VI.)                                       | <b>2b</b> | 0.       |
| <b>c</b>  | Add lines 2a and 2b   | <b>2c</b> | 124.     |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                   | <b>3</b>  | 113,705. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions   | <b>4</b>  | 0.       |
| <b>5</b>  | Add lines 3 and 4   | <b>5</b>  | 113,705. |
| <b>6</b>  | Deduction from distributable amount (see page 25 of the instructions)                                   | <b>6</b>  | 0.       |
| <b>7</b>  | <b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | <b>7</b>  | 113,705. |

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

|          |  |           |          |
|----------|--|-----------|----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:   |           |          |
| <b>a</b> | Expenses, contributions, gifts, etc - total from Part I, column (d), line 26   | <b>1a</b> | 113,500. |
| <b>b</b> | Program-related investments - total from Part IX-B   | <b>1b</b> | 0.       |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes  | <b>2</b>  | 0.       |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the  |           |          |
| <b>a</b> | Suitability test (prior IRS approval required)   | <b>3a</b> | 0.       |
| <b>b</b> | Cash distribution test (attach the required schedule)  | <b>3b</b> | 0.       |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4  | <b>4</b>  | 113,500. |
| <b>5</b> | 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) | <b>5</b>  | N/A      |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4  | <b>6</b>  | 113,500. |

**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)<br>Corpus | (b)<br>Years prior to 2008 | (c)<br>2008 | (d)<br>2009 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 . . . . .   |               |                            |             | 113,705.    |
| 2 Undistributed income, if any, as of the end of 2009  |               |                            |             |             |
| a Enter amount for 2008 only . . . . .   |               |                            | 0.          |             |
| b Total for prior years 20 07, 20 06, 20 05 . . . . .  |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2009.   |               |                            |             |             |
| a From 2004 . . . . . 44,359.  |               |                            |             |             |
| b From 2005 . . . . . 1,168,154.   |               |                            |             |             |
| c From 2006 . . . . . 155,852.   |               |                            |             |             |
| d From 2007 . . . . . 155,217.   |               |                            |             |             |
| e From 2008 . . . . . 170,702.   |               |                            |             |             |
| f Total of lines 3a through e . . . . .  | 1,694,284.    |                            |             |             |
| 4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 113,500.  |               |                            |             |             |
| a Applied to 2008, but not more than line 2a . . . . .   |               |                            | 0.          |             |
| 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 2009 distributable amount . . . . .   |               |                            |             | 113,500.    |
| e Remaining amount distributed out of corpus . . . . .   | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2009 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                     | 205.          |                            |             | 205.        |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .  | 1,694,079.    |                            |             |             |
| 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 page 27 of the instructions . . . . .   |               | 0.                         |             |             |
| e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .   |               |                            | 0.          |             |
| f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .  |               |                            |             |             |
| 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 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .   | 44,154.       |                            |             |             |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .  | 1,649,925.    |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2005 . . . . . 1,168,154.  |               |                            |             |             |
| b Excess from 2006 . . . . . 155,852.  |               |                            |             |             |
| c Excess from 2007 . . . . . 155,217.  |               |                            |             |             |
| d Excess from 2008 . . . . . 170,702.  |               |                            |             |             |
| e Excess from 2009 . . . . .   |               |                            |             |             |

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

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 2009, 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
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)(m)
(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 28 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).)

ATTACHMENT 7

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

N/A

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<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount          |
|--|--|--------------------------------------|-------------------------------------|-----------------|
| a <i>Paid during the year</i><br>SEE STATEMENT B |  |                                      |                                     | 113,500.        |
| <b>Total. . . . .</b>                            |  |                                      |                                     | <b>113,500.</b> |
| b <i>Approved for future payment</i>             |  |                                      |                                     |                 |
| <b>Total. . . . .</b>                            |  |                                      |                                     | <b>3b</b>       |



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' in columns (b) and (d).

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... Yes No [X]

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

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: 11/15/10 Title: Secretary

Sign Here section containing Preparer's Use Only fields: Preparer's signature, Date (11/16/10), Check if self-employed (X), Preparer's identifying number (P00396721), Firm's name (PRICEWATERHOUSECOOPERS LLP), address (2001 ROSS AVENUE, SUITE 1800 DALLAS, TX), EIN (13-4008324), and Phone no (214-999-1400).

Schedule of Contributors

2009

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization  
HALBERT HARMON FOUNDATION

Employer identification number  
20-0214688

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization 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 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 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 (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions 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 990-EZ that received from any one contributor, during the year, 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.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization HALBERT HARMON FOUNDATION

Employer identification number  
20-0214688

**Part I** Contributors (see instructions)

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                       | (c)<br>Aggregate contributions | (d)<br>Type of contribution   |
|------------|---|--------------------------------|---|
| 1          | DSH 2004 CLAT<br>5215 N. O'CONNOR BLVD., SUITE 2650<br>IRVING, TX 75039 | \$ 276,433.                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution) |
|            |   | \$ _____                       | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
|            |   | \$ _____                       | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
|            |   | \$ _____                       | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
|            |   | \$ _____                       | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
|            |   | \$ _____                       | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
|            |   | \$ _____                       | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |

| <b>Part III Summary of Parts I and II</b><br><i>Caution: Read the instructions before completing this part.</i> |  | (1) Beneficiaries' (see page 5) | (2) Estate's or trust's | (3) Total |
|---|--|---------------------------------|-------------------------|-----------|
| <b>13</b>   | Net short-term gain or (loss) . . . . .                              | <b>13</b>                       |                         |           |
| <b>14</b>   | Net long-term gain or (loss):  |                                 |                         |           |
| a   | Total for year . . . . .   | <b>14a</b>                      |                         | 3,441.    |
| b   | Unrecaptured section 1250 gain (see line 18 of the wrksh.) . . . . . | <b>14b</b>                      |                         |           |
| c   | 28% rate gain . . . . .  | <b>14c</b>                      |                         |           |
| <b>15</b>   | Total net gain or (loss). Combine lines 13 and 14a . . . . . ▶       | <b>15</b>                       |                         | 3,441.    |

**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**

|           |  |           |     |
|-----------|--|-----------|-----|
| <b>16</b> | 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<br>a The loss on line 15, column (3) or b \$3,000 . . . . . | <b>16</b> | ( ) |
|-----------|--|-----------|-----|

**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

|           |   |           |  |
|-----------|---|-----------|--|
| <b>17</b> | Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .   | <b>17</b> |  |
| <b>18</b> | Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .  | <b>18</b> |  |
| <b>19</b> | 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) . . . . .  | <b>19</b> |  |
| <b>20</b> | Add lines 18 and 19 . . . . .   | <b>20</b> |  |
| <b>21</b> | If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . . ▶   | <b>21</b> |  |
| <b>22</b> | Subtract line 21 from line 20 If zero or less, enter -0- . . . . .  | <b>22</b> |  |
| <b>23</b> | Subtract line 22 from line 17 If zero or less, enter -0- . . . . .  | <b>23</b> |  |
| <b>24</b> | Enter the smaller of the amount on line 17 or \$2,300 . . . . .   | <b>24</b> |  |
| <b>25</b> | Is the amount on line 23 equal to or more than the amount on line 24?<br><input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box<br><input type="checkbox"/> No. Enter the amount from line 23 . . . . . | <b>25</b> |  |
| <b>26</b> | Subtract line 25 from line 24 . . . . .   | <b>26</b> |  |
| <b>27</b> | Are the amounts on lines 22 and 26 the same?<br><input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .   | <b>27</b> |  |
| <b>28</b> | Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .  | <b>28</b> |  |
| <b>29</b> | Subtract line 28 from line 27 . . . . .   | <b>29</b> |  |
| <b>30</b> | Multiply line 29 by 15% ( 15) . . . . .   | <b>30</b> |  |
| <b>31</b> | Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .   | <b>31</b> |  |
| <b>32</b> | Add lines 30 and 31 . . . . .   | <b>32</b> |  |
| <b>33</b> | Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .   | <b>33</b> |  |
| <b>34</b> | Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .  | <b>34</b> |  |

ATTACHMENT 1

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

| <u>DESCRIPTION</u>              | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|---------------------------------|---|--------------------------------------|
| BANK OF AMERICA<br>SMITH BARNEY | 5,459.<br>39.                                     | 5,459.<br>39.                        |
| TOTAL                           | <u>5,498.</u>                                     | <u>5,498.</u>                        |

ATTACHMENT 2

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

| <u>DESCRIPTION</u> | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|--------------------|---|--------------------------------------|
| SMITH BARNEY       | 6,110.  | 6,110.                               |
| TOTAL              | <u>6,110.</u>                                     | <u>6,110.</u>                        |

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>ADJUSTED<br/>NET<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| ACCOUNTING FEES    | 4,250.  | 0.                                   | 0.                                 | 0.                             |
| TOTALS             | <u>4,250.</u>                                     | <u>0.</u>                            | <u>0.</u>                          | <u>0.</u>                      |

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u>         | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|----------------------------|---|--------------------------------------|
| INVESTMENT MANAGEMENT FEES | 8,868.  | 8,868.                               |
| TOTALS                     | <u>8,868.</u>                                     | <u>8,868.</u>                        |

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 5

| <u>DESCRIPTION</u>             | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|---------------------------------|------------------------------|-----------------------|
| SMITH BARNEY - SEE STATEMENT A | 986,926.                        | 988,543.                     | 1,154,774.            |
| CVS CAREMARK CORP              | 1,300.                          | 1,300.                       | 41,873.               |
| TOTALS                         | <u>988,226.</u>                 | <u>989,843.</u>              | <u>1,196,647.</u>     |

HALBERT HARMON FOUNDATION

20-0214688

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

ATTACHMENT 6

| NAME AND ADDRESS  | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|--|--------------|---|-----------------------------------|
| DAVID S. HALBERT<br>5215 N. O'CONNOR BLVD.<br>STE 2650<br>IRVING, TX 75039          | DIRECTOR/PRESIDENT<br>1.00                           | 0.           | 0.                                      | 0.                                |
| JON MARK HARMON<br>2671 OLD ANNETTA ROAD<br>ALEDO, TX 76008                         | DIRECTOR/V.P.<br>1.00                                | 0.           | 0.                                      | 0.                                |
| CHRISTOPHER ROBERT HARMON<br>5215 N. O'CONNOR BLVD.<br>STE 2650<br>IRVING, TX 75039 | DIRECTOR/SECRETARY<br>5.00                           | 0.           | 0.                                      | 0.                                |
| BELINDA JO HARMON<br>2671 OLD ANNETTA ROAD<br>ALEDO, TX 76008                       | DIRECTOR/V.P.<br>1.00                                | 0.           | 0.                                      | 0.                                |
| ROBERT G. HARMON<br>2671 OLD ANNETTA ROAD<br>ALEDO, TX 76008                        | DIRECTOR/V.P.<br>1.00                                | 0.           | 0.                                      | 0.                                |

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

ATTACHMENT 6 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|-------------------------|---|---------------------|--|--|
|-------------------------|---|---------------------|--|--|

|   |                  |    |    |    |
|---|------------------|----|----|----|
| DAVID TODD HARMON<br>2671 OLD ANNETTA ROAD<br>ALEDO, TX 76008 | DIRECTOR<br>1.00 | 0. | 0. | 0. |
| GRAND TOTALS  |                  |    |    |    |
|   |                  | 0. | 0. | 0. |

DAVID TODD HARMON  
2671 OLD ANNETTA ROAD  
ALEDO, TX 76008

GRAND TOTALS

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

DAVID S. HALBERT  
5215 N. O'CONNOR BLVD., SUITE 2650  
IRVING, TEXAS 75039

**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 instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2009**

Name of estate or trust: **HALBERT HARMON FOUNDATION** Employer identification number: **20-0214688**

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

|   |           |     |
|---|-----------|-----|
| <b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .  | <b>1b</b> |     |
| <b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .  | <b>2</b>  |     |
| <b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .                                       | <b>3</b>  |     |
| <b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .               | <b>4</b>  | ( ) |
| <b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ▶ | <b>5</b>  |     |

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

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

|   |           |        |
|---|-----------|--------|
| <b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .   | <b>6b</b> | 3,441. |
| <b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .   | <b>7</b>  |        |
| <b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .  | <b>8</b>  |        |
| <b>9</b> Capital gain distributions . . . . .   | <b>9</b>  |        |
| <b>10</b> Gain from Form 4797, Part I . . . . .   | <b>10</b> |        |
| <b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .                | <b>11</b> | ( )    |
| <b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶ | <b>12</b> | 3,441. |

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. Schedule D (Form 1041) 2009



HALBERT HARMON FOUNDATION  
EIN 20-0214688

Common stocks & options

| Quantity     | Description                        | Symbol | Date acquired | Cost             | Share cost    | Current price | Current value    | Unrealized gain/(loss) | Average % yield | Anticipated Income (annualized) |
|--------------|------------------------------------|--------|---------------|------------------|---------------|---------------|------------------|------------------------|-----------------|---------------------------------|
| 367,0132     | COVIDIEN PLC DUBLIN-USD            | COV    | 12/01/04      | \$ 15,881.29     | \$ 43.271     | \$ 47.89      | \$ 17,576.26     | \$ 1,694.97            | LT              |                                 |
| 2,4967       |                                    |        | 02/02/05      | 109.86           | 44.002        | 47.89         | 119.57           | 9.71                   | LT              |                                 |
| 7,4901       |                                    |        | 04/12/05      | 320.13           | 42.74         | 47.89         | 358.70           | 38.57                  | LT              |                                 |
| <b>377</b>   |                                    |        |               | <b>16,311.28</b> | <b>43.266</b> |               | <b>18,054.53</b> | <b>1,743.25</b>        | <b>1.503</b>    | <b>271.44</b>                   |
| 1,837        | SEAGATE TECHNOLOGY -USD            | STX    | 12/01/04      | 19,958.76        | 10.865        | 18.19         | 33,415.03        | 13,456.27              | LT              |                                 |
| 3,780        | WEATHERFORD INTERNATIONAL LTD.-CHF | WFT    | 12/01/04      | 50,085.00        | 13.25         | 17.91         | 67,699.80        | 17,614.80              | LT              |                                 |
| 40           |                                    |        | 05/25/05      | 518.00           | 12.95         | 17.91         | 716.40           | 198.40                 | LT              |                                 |
| <b>3,820</b> |                                    |        |               | <b>50,603.00</b> | <b>13.247</b> |               | <b>68,416.20</b> | <b>17,813.20</b>       |                 |                                 |

**HALBERT HARMON FOUNDATION**  
**EIN 20-0214688**

**Common stocks & options** *continued*

| Quantity     | Description   | Symbol | Date acquired | Cost             | Share cost    | Current price | Current value    | Unrealized gain/(loss) | Average % yield | Anticipated income (annualized) |
|--------------|---|--------|---------------|------------------|---------------|---------------|------------------|------------------------|-----------------|---------------------------------|
| 367 0132     | TYCO ELECTRONICS LTD                                  | TEL    | 12/01/04      | \$ 14,620.79     | \$ 39.837     | \$ 24.55      | \$ 9,010.17      | (\$ 5,610.62) LT       |                 |                                 |
| 2 4967       |   |        | 02/02/05      | 101.15           | 40.513        | 24.55         | 61.29            | (39.86) LT             |                 |                                 |
| 7 4901       |   |        | 04/12/05      | 294.72           | 39.347        | 24.55         | 183.88           | (110.84) LT            |                 |                                 |
| <b>377</b>   |   |        |               | <b>15,016.66</b> | <b>39.832</b> |               | <b>9,255.34</b>  | <b>(5,761.32)</b>      | <b>2.606</b>    | <b>241.28</b>                   |
| 367 0132     | TYCO INTL LTD CHF                                     | TYC    | 12/01/04      | 19,517.72        | 53.179        | 35.68         | 13,095.03        | (6,422.69) LT          |                 |                                 |
| 2 4967       |   |        | 02/02/05      | 135.02           | 54.079        | 35.68         | 89.08            | (45.94) LT             |                 |                                 |
| 7 4901       |   |        | 04/12/05      | 393.43           | 52.526        | 35.68         | 267.25           | (126.18) LT            |                 |                                 |
| <b>377</b>   |   |        |               | <b>20,046.17</b> | <b>53.173</b> |               | <b>13,451.36</b> | <b>(6,594.81)</b>      | <b>2.242</b>    | <b>301.60</b>                   |
| 1,000        | ADVENT SOFTWARE INC                                   | ADVS   | 12/01/04      | 20,050.00        | 20.05         | 40.73         | 40,730.00        | 20,680.00              |                 |                                 |
| 1,370        | ANADARKO PETROLEUM CORP                               | APC    | 06/27/06      | 59,523.79        | 43.452        | 62.42         | 85,315.40        | 25,985.61              |                 |                                 |
| 90           |   |        | 12/21/06      | 3,837.97         | 42.644        | 62.42         | 5,617.80         | 1,779.83               |                 |                                 |
| 20           |   |        | 01/04/07      | 821.60           | 41.08         | 62.42         | 1,248.40         | 426.80                 |                 |                                 |
| <b>1,480</b> |   |        |               | <b>64,189.36</b> | <b>43.371</b> |               | <b>92,381.60</b> | <b>28,192.24</b>       | <b>578</b>      | <b>532.80</b>                   |
| 720          | AUTODESK INC  | ADSK   | 01/24/06      | 19,981.73        | 27.752        | 25.41         | 18,295.20        | (1,686.53) LT          |                 |                                 |
| 28           |   |        | 08/01/08      | 905.29           | 32.331        | 25.41         | 711.48           | (193.81) LT            |                 |                                 |
| <b>748</b>   |   |        |               | <b>20,887.02</b> | <b>27.924</b> |               | <b>19,006.68</b> | <b>(1,880.34)</b>      |                 |                                 |
| 835          | BIODGEN IDEC INC                                      | BIIB   | 12/01/04      | 50,068.60        | 59.962        | 53.50         | 44,672.50        | (5,396.10) LT          |                 |                                 |
| 280          |   |        | 03/16/05      | 10,379.60        | 37.07         | 53.50         | 14,980.00        | 4,600.40               |                 |                                 |
| 290          |   |        | 04/12/05      | 10,553.04        | 36.389        | 53.50         | 15,515.00        | 4,961.96               |                 |                                 |
| <b>1,405</b> |   |        |               | <b>71,001.24</b> | <b>50.535</b> |               | <b>75,167.50</b> | <b>4,166.26</b>        |                 |                                 |
| 630          | BROADCOM CORP CL A                                    | BRCM   | 07/14/06      | 17,689.20        | 28.078        | 31.47         | 19,826.10        | 2,136.90               |                 |                                 |
| 1,860        | CABLEVISION SYSTEMS CORP<br>CABLEVISION NY GROUP CL A | CVC    | 12/01/04      | 21,549.40        | 11.585        | 25.82         | 48,025.20        | 26,475.80              |                 |                                 |
| 3,180        | CHARMING SHOPPES INC                                  | CHRS   | 12/01/04      | 30,049.09        | 9.449         | 6.47          | 20,574.60        | (9,474.49) LT          |                 |                                 |
| 2,512 1149   | COMCAST CORP CL A - SPL                               | CMCSK  | 12/01/04      | 49,940.85        | 19.883        | 16.01         | 40,218.96        | (9,721.89) LT          |                 |                                 |
| 749,8851     |   |        | 04/27/05      | 15,788.53        | 21.057        | 16.01         | 12,005.66        | (3,782.87) LT          |                 |                                 |
| 1,450        |   |        | 06/23/08      | 27,969.63        | 19.289        | 16.01         | 23,214.50        | (4,755.13) LT          |                 |                                 |
| <b>4,712</b> |   |        |               | <b>93,699.01</b> | <b>19.885</b> |               | <b>75,439.12</b> | <b>(18,259.89)</b>     | <b>2.361</b>    | <b>1,781.14</b>                 |
| 545          | CREE INC  | CREE   | 12/01/04      | 19,990.80        | 36.68         | 58.37         | 30,721.65        | 10,731.05              |                 |                                 |
| 385          |   |        | 03/23/05      | 8,403.16         | 21.826        | 56.37         | 21,702.45        | 13,299.29              |                 |                                 |
| 110          |   |        | 06/01/06      | 2,632.31         | 23.93         | 56.37         | 6,200.70         | 3,568.39               |                 |                                 |
| <b>1,040</b> |   |        |               | <b>31,026.07</b> | <b>29.833</b> |               | <b>58,624.80</b> | <b>27,598.73</b>       |                 |                                 |
| 241          | DISCOVERY COMMUNICATIONS INC<br>SER A                 | DISCA  | 12/01/04      | 3,514.05         | 14.611        | 30.67         | 7,391.47         | 3,877.42               |                 |                                 |
| 863,3548     | DIRECTV CL A  | DTV    | 12/01/04      | 13,663.72        | 14.189        | 33.35         | 32,127.88        | 18,464.16              |                 |                                 |
| 519,652      |   |        | 03/27/08      | 10,127.95        | 19.497        | 33.35         | 17,330.39        | 7,202.44               |                 |                                 |

**HALBERT HARMON FOUNDATION**  
**EIN 20-0214688**

**Common stocks & options** *continued*

| Quantity | Description                       | Symbol | Date acquired | Cost      | Share cost | Current price | Current value | Unrealized gain/(loss) | Average % yield | Anticipated Income (annualized) |
|----------|-----------------------------------|--------|---------------|-----------|------------|---------------|---------------|------------------------|-----------------|---------------------------------|
| 9,993    | DIRECTV CL A                      | DTV    | 03/31/08      | \$ 194.58 | \$ 19.479  | \$ 33.35      | \$ 333.27     | \$ 138.69              | LT              | \$ 25,805.29                    |
| 1,483    |                                   |        |               | 23,986.25 | 16,066     |               | 49,781.54     | 25,805.29              |                 |                                 |
| 37       | DOLBY LABORATORIES INC            | DLB    | 10/16/08      | 1,053.33  | 28.468     | 47.73         | 1,766.01      | 712.68                 | LT              |                                 |
| 460      | CLASS A                           |        | 10/22/08      | 13,850.23 | 30.109     | 47.73         | 21,955.80     | 8,105.57               | LT              |                                 |
| 1        |                                   |        | 10/23/08      | 29.41     | 29.405     | 47.73         | 47.73         | 18.32                  | LT              |                                 |
| 7        |                                   |        | 10/24/08      | 209.88    | 29.982     | 47.73         | 334.11        | 124.23                 | LT              |                                 |
| 505      |                                   |        |               | 15,142.85 | 29,986     |               | 24,103.65     | 8,960.80               |                 |                                 |
| 10       | FLUOR CORP NEW                    | FLR    | 11/19/08      | 332.39    | 33.239     | 45.04         | 450.40        | 118.01                 | LT              |                                 |
| 30       |                                   |        | 11/20/08      | 814.08    | 30.469     | 45.04         | 1,351.20      | 437.12                 | LT              |                                 |
| 40       |                                   |        |               | 1,246.47  | 31.162     |               | 1,801.60      | 555.13                 | 1.11            | 20.00                           |
| 1,280    | FOREST LABORATORIES INC           | FRX    | 12/01/04      | 50,048.00 | 39.10      | 32.11         | 41,100.80     | (8,947.20)             | LT              |                                 |
| 320      |                                   |        | 06/19/06      | 12,060.58 | 37.689     | 32.11         | 10,275.20     | (1,785.38)             | LT              |                                 |
| 1,600    |                                   |        |               | 62,108.58 | 38,818     |               | 51,376.00     | (10,732.58)            |                 |                                 |
| 390      | FREEMONT MCMORAN COPPER & GOLD    | FCX    | 02/11/09      | 11,004.32 | 28.216     | 80.29         | 31,313.10     | 20,308.78              | ST              |                                 |
| 10       | CL B                              |        | 02/20/09      | 283.18    | 28.318     | 80.29         | 802.90        | 519.72                 | ST              |                                 |
| 400      |                                   |        |               | 11,287.50 | 28,219     |               | 32,116.00     | 20,828.50              | 747             | 240.00                          |
| 1,030    | GENZYME CORP                      | GENZ   | 12/01/04      | 57,422.50 | 55.75      | 49.01         | 50,480.30     | (6,942.20)             | LT              |                                 |
| 535      | L 3 COMMUNICATIONS HLDGS INC      | LLL    | 12/01/04      | 39,868.20 | 74.52      | 86.95         | 46,518.25     | 6,650.05               | LT              |                                 |
| 30       |                                   |        | 03/21/05      | 2,161.13  | 72.037     | 86.95         | 2,608.50      | 447.37                 | LT              |                                 |
| 70       |                                   |        | 05/30/06      | 5,454.68  | 77.924     | 86.95         | 6,086.50      | 631.82                 | LT              |                                 |
| 635      |                                   |        |               | 47,484.01 | 74,778     |               | 55,213.25     | 7,229.24               | 1.61            | 889.00                          |
| 213      | LIBERTY GLOBAL INC CLASS A        | LBTYA  | 12/01/04      | 4,702.79  | 22.078     | 21.89         | 4,662.57      | (40.22)                | LT              |                                 |
| 1,208    | LIBERTY MEDIA HLDG CORP           | LINTA  | 12/01/04      | 23,935.54 | 19.826     | 10.84         | 13,094.72     | (10,840.82)            | LT              |                                 |
| 549      | INTERACTIVE SER A                 |        | 06/02/08      | 9,301.76  | 16.943     | 10.84         | 5,951.16      | (3,350.60)             | LT              |                                 |
| 270      |                                   |        | 06/03/08      | 4,587.87  | 16.992     | 10.84         | 2,926.80      | (1,661.07)             | LT              |                                 |
| 2,027    |                                   |        |               | 37,825.17 | 18,661     |               | 21,972.68     | (15,852.49)            |                 |                                 |
| 241      | LIBERTY MEDIA HLDG CORP CAP SER A | LCAPA  | 12/01/04      | 2,815.52  | 11.682     | 23.88         | 5,755.08      | 2,939.56               | LT              |                                 |
| 309      |                                   |        | 06/04/08      | 4,625.64  | 14.969     | 23.88         | 7,378.92      | 2,753.28               | LT              |                                 |
| 104      |                                   |        | 06/11/08      | 1,559.90  | 14.999     | 23.88         | 2,483.52      | 923.62                 | LT              |                                 |
| 1,070    |                                   |        | 06/24/08      | 16,050.00 | 15.00      | 23.88         | 25,551.60     | 9,501.60               | LT              |                                 |
| 1,724    |                                   |        |               | 25,051.06 | 14,531     |               | 41,169.12     | 16,118.06              |                 |                                 |
| 96,1419  | LIBERTY MEDIA CORP LIBERTY        | LSTZA  | 12/01/04      | 2,133.70  | 22.252     | 46.15         | 4,436.95      | 2,303.25               | LT              |                                 |
| 51,8608  | STARZ SER A                       |        | 03/27/08      | 1,581.56  | 30.578     | 46.15         | 2,383.38      | 811.82                 | LT              |                                 |
| .9973    |                                   |        | 03/31/08      | 30.39     | 30.552     | 46.15         | 46.03         | 15.64                  | LT              |                                 |
| 149      |                                   |        |               | 3,745.65  | 25,138     |               | 6,876.36      | 3,130.71               |                 |                                 |

HALBERT HARMON FOUNDATION  
EIN 20-0214688

Common stocks & options *continued*

| Quantity                               | Description                | Symbol | Date acquired | Cost                 | Share cost    | Current price | Current value           | Unrealized gain/(loss) | Average % yield | Anticipated Income (annualized) |
|--|----------------------------|--------|---------------|----------------------|---------------|---------------|-------------------------|------------------------|-----------------|---------------------------------|
| 418                                    | NATIONAL OILWELL VARCO INC | NOV    | 12/01/04      | \$ 19,979.98         | \$ 47.834     | \$ 44.09      | \$ 18,429.62            | (\$ 1,550.36) LT       |                 |                                 |
| 5                                      |                            |        | 10/24/08      | 120.28               | 24.056        | 44.09         | 220.45                  | 100.17 LT              |                 |                                 |
| 60                                     |                            |        | 10/27/08      | 1,526.95             | 25.449        | 44.09         | 2,645.40                | 1,118.45 LT            |                 |                                 |
| <b>483</b>                             |                            |        |               | <b>21,627.21</b>     | <b>44.777</b> |               | <b>21,295.47</b>        | <b>(331.74)</b>        |                 |                                 |
| 40                                     | NUCOR CORP                 | NUE    | 02/17/09      | 1,632.07             | 40.801        | 46.65         | 1,866.00                | 233.93 ST              |                 |                                 |
| 20                                     |                            |        | 02/20/09      | 778.98               | 38.949        | 46.65         | 933.00                  | 154.02 ST              |                 |                                 |
| 220                                    |                            |        | 02/24/09      | 8,162.31             | 37.101        | 46.65         | 10,263.00               | 2,100.69 ST            |                 |                                 |
| <b>280</b>                             |                            |        |               | <b>10,573.36</b>     | <b>37.762</b> |               | <b>13,062.00</b>        | <b>2,488.64</b>        | <b>3.086</b>    | <b>403.20</b>                   |
| 1,455                                  | PALL CORP                  | PLL    | 12/01/04      | 40,036.80            | 27.516        | 36.20         | 52,671.00               | 12,634.20 LT           |                 |                                 |
| 120                                    |                            |        | 02/16/05      | 3,180.53             | 26.504        | 36.20         | 4,344.00                | 1,163.47 LT            |                 |                                 |
| <b>1,575</b>                           |                            |        |               | <b>43,217.33</b>     | <b>27.44</b>  |               | <b>57,015.00</b>        | <b>13,797.67</b>       | <b>1.602</b>    | <b>813.50</b>                   |
| 561                                    | SANDISK CORP               | SNDK   | 12/01/04      | 12,914.22            | 23.02         | 28.99         | 16,263.39               | 3,349.17 LT            |                 |                                 |
| 20                                     |                            |        | 11/29/06      | 877.30               | 43.864        | 28.99         | 579.80                  | (297.50) LT            |                 |                                 |
| 1,116                                  |                            |        | 07/09/08      | 19,486.70            | 17.461        | 28.99         | 32,352.84               | 12,866.14 LT           |                 |                                 |
| <b>1,697</b>                           |                            |        |               | <b>33,278.22</b>     | <b>19.61</b>  |               | <b>49,186.03</b>        | <b>15,917.81</b>       |                 |                                 |
| 1,700                                  | UNITEDHEALTH GROUP INC     | UNH    | 12/01/04      | 69,870.00            | 41.10         | 30.48         | 51,816.00               | (18,054.00) LT         |                 |                                 |
| 189                                    |                            |        | 04/29/08      | 6,310.94             | 33.391        | 30.48         | 5,760.72                | (550.22) LT            |                 |                                 |
| 100                                    |                            |        | 04/30/08      | 3,317.19             | 33.171        | 30.48         | 3,048.00                | (269.19) LT            |                 |                                 |
| 420                                    |                            |        | 05/01/08      | 13,842.95            | 32.959        | 30.48         | 12,801.60               | (1,041.35) LT          |                 |                                 |
| <b>2,409</b>                           |                            |        |               | <b>93,341.08</b>     | <b>38.747</b> |               | <b>73,426.32</b>        | <b>(19,914.76)</b>     | <b>0.98</b>     | <b>72.27</b>                    |
| 4                                      | VERTEX PHARMACEUTICALS INC | VRTX   | 11/12/08      | 106.92               | 26.729        | 42.85         | 171.40                  | 64.48 LT               |                 |                                 |
| 10                                     |                            |        | 11/13/08      | 266.29               | 26.628        | 42.85         | 428.50                  | 162.21 LT              |                 |                                 |
| 20                                     |                            |        | 11/17/08      | 539.25               | 26.962        | 42.85         | 857.00                  | 317.75 LT              |                 |                                 |
| <b>34</b>                              |                            |        |               | <b>912.46</b>        | <b>26.837</b> |               | <b>1,456.90</b>         | <b>544.44</b>          |                 |                                 |
| <b>Total common stocks and options</b> |                            |        |               | <b>\$ 988,542.80</b> |               |               | <b>\$ 1,154,774.32</b>  | <b>\$ 23,317.14 ST</b> | <b>.56</b>      | <b>\$ 6,410.23</b>              |
| <b>Total portfolio value</b>           |                            |        |               | <b>\$ 990,860.50</b> |               |               | <b>\$ 1,166,212.02</b>  | <b>\$ 23,317.14 ST</b> | <b>.55</b>      | <b>\$ 6,418.23</b>              |
|  |                            |        |               |                      |               |               | <b>\$ 142,914.38 LT</b> |                        |                 |                                 |

Halbert Harmon Foundation  
 EIN 20-0214688  
 2009

| Date                                  | Name   | Amount    | Total                    | Donee Status | Purpose                       | Relationship |
|---------------------------------------|--|-----------|--------------------------|--------------|-------------------------------|--------------|
| 1/16/2009                             | Missions Resource Network<br>4001 Airport Freeway<br>Bedford, TX 76021             | 10,000 00 | 10,000 00                | 501(c)(3)    | General Support               | None         |
| 1/16/2009                             | Hope Church of Christ<br>P O Box 3775<br>Ablene, TX 79604                          | 22,500 00 | 22,500 00                | 501(c)(3)    | General Fund                  | None         |
| 6/9/2009                              | Fortress Church of Chrnt<br>712 E Stella<br>Fort Worth, TX 76104                   | 4,500 00  | 4,500 00                 | 501(c)(3)    | General Fund                  | None         |
| 8/10/2009                             | MANA Nutrtive Aid Products, Inc<br>130 Library Lane, Ste 300<br>Matthews, NC 28105 | 70,000 00 | 70,000 00                | 501(c)(3)    | Provide Nutrtive Aid Products | None         |
| 2/25/2009                             | Zambia Christian College, Inc<br>3103 E Memorial Road<br>Edmond, OK 73013          | 6,500 00  | 6,500 00                 | 501(c)(3)    | Zambia Mission Fund           | None         |
| <b>Total Grants and Contributions</b> |  |           | <u><u>113,500.00</u></u> |              |                               |              |

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

| Kind of Property                             |                                       | Description  |                          |                                |                                    | P<br>or<br>D | Date<br>acquired     | Date sold          |
|--|---------------------------------------|--|--------------------------|--------------------------------|------------------------------------|--------------|----------------------|--------------------|
| Gross sale<br>price less<br>expenses of sale | Depreciation<br>allowed/<br>allowable | Cost or<br>other<br>basis  | FMV<br>as of<br>12/31/69 | Adj basis<br>as of<br>12/31/69 | Excess of<br>FMV over<br>adj basis |              | Gain<br>or<br>(loss) |                    |
| 4,959.                                       |                                       | DISCOVERY COMMUNICATION INC - 242 SHS<br>PROPERTY TYPE: SECURITIES<br>3,155. |                          |                                |                                    | P            | 12/01/2004           | VARIOUS<br>1,804.  |
| 19.  |                                       | DIRECTV CL A - .5872 SHS<br>PROPERTY TYPE: SECURITIES<br>9.                  |                          |                                |                                    | P            | VARIOUS              | 11/25/2009<br>10.  |
| 15,729.                                      |                                       | GENZYME CORP - 225 SHS<br>PROPERTY TYPE: SECURITIES<br>12,544.               |                          |                                |                                    | P            | 12/01/2004           | VARIOUS<br>3,185.  |
| 19.  |                                       | LIBERTY MEDIA - .6 SHS<br>PROPERTY TYPE: SECURITIES<br>11.                   |                          |                                |                                    | P            | VARIOUS              | 11/20/2009<br>8.   |
| 2,958.                                       |                                       | LIBERTY GLOBAL INC SER C - 216 SHS<br>PROPERTY TYPE: SECURITIES<br>4,515.    |                          |                                |                                    | P            | 12/01/2004           | VARIOUS<br>-1,557. |
| 1.   |                                       | LIBERTY MEDIA CORP - .4 SHS<br>PROPERTY TYPE: SECURITIES<br>10.              |                          |                                |                                    | P            | VARIOUS              | 11/20/2009<br>-9.  |
| TOTAL GAIN (LOSS) .....                      |                                       |  |                          |                                |                                    |              | <u>3,441.</u>        |                    |

## Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
  - 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 Form 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](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

|   |  |   |
|---|--|---|
| <b>Type or print</b>  | Name of Exempt Organization<br><b>HALBERT HARMON FOUNDATION</b>  | Employer identification number<br><b>20-0214688</b> |
| File by the due date for filing your return. See instructions | Number, street, and room or suite no. If a P.O. box, see instructions<br><b>5215 N. O'CONNOR BLVD., STE. 2650</b>  |   |
|   | City, town or post office, state, and ZIP code. For a foreign address, see instructions<br><b>IRVING, TX 75039</b> |   |

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

|   |  |                                    |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)     | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                             | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ CHRISTOPHER HARMON

Telephone No ▶ 917 590-2100 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 08/15 2010 to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ▶  calendar year 2009 or
- ▶  tax year beginning \_\_\_\_\_, \_\_\_\_\_, and ending \_\_\_\_\_, \_\_\_\_\_

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   | <b>3a</b> | \$ 1,449. |
| 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  | <b>3b</b> | \$ 1,449. |
| c <b>Balance Due.</b> 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 | <b>3c</b> | \$ 0.     |

**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.

- 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).**

|  |   |  |
|--|---|--|
| <b>Type or print</b><br><br>File by the extended due date for filing the return. See instructions. | Name of Exempt Organization<br>HALBERT HARMON FOUNDATION  | Employer Identification number<br>20-0214688 |
|  | Number, street, and room or suite no. If a P O box, see instructions<br>5215 N. O'CONNOR BLVD., STE. 2650   | For IRS use only                             |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions<br>IRVING, TX 75039 |  |

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

|                                      |  |                                      |                                    |
|--------------------------------------|--|--------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990    | <input checked="" type="checkbox"/> Form 990-PF                  | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720   | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above)     | <input type="checkbox"/> 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.**

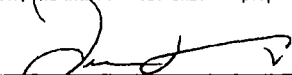
- The books are in the care of **CHRISTOPHER HARMON**  
 Telephone No **972 590-2100** FAX No. \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (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.

- I request an additional 3-month extension of time until 11/15/2010
- For calendar year 2009, or other tax year beginning \_\_\_\_\_ and ending \_\_\_\_\_
- If this tax year is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period
- State in detail why you need the extension TAXPAYER REQUESTS ADDITIONAL TIME IN ORDER TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

|   |              |        |
|---|--------------|--------|
| <b>8a</b> 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.  | <b>8a</b> \$ | 1,449. |
| <b>b</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 | <b>8b</b> \$ | 1,449. |
| <b>c</b> <b>Balance Due.</b> 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.       | <b>8c</b> \$ | 0.     |

**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  Title CFO Date 8/15/10

PRICewaterhouseCOOPERS LLP  
 2001 ROSS AVENUE, SUITE 1800  
 DALLAS, TX 75201-2997

Form 8868 (Rev 4-2009)