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

2009

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 , and ending

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 The Swan Family Charitable Foundation		A Employer identification number 20-3954964
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 839-1754
	c/o Foundation Source, 501 Silverside Road 123 City or town, state, and ZIP code Wilmington DE 19809-1377		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,838,872		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
C If exemption application is pending, check here ▶ <input type="checkbox"/> D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	47,061	47,061		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-123,092			
	b Gross sales price for all assets on line 6a 482,195				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
Operating and Administrative Expenses	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)	1,529			
	12 Total. Add lines 1 through 11	-74,502	47,061		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	12,123	12,123		
	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)	11,718			11,718
	24 Total operating and administrative expenses. Add lines 13 through 23	23,841	12,123		11,718
	25 Contributions, gifts, grants paid	79,252			79,252
	26 Total expenses and disbursements. Add lines 24 and 25	103,093	12,123		90,970
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-177,595			
	b Net investment income (if negative, enter -0-)		34,938		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	846,748	92,456	92,456
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)		128,080	132,892
	b Investments—corporate stock (attach schedule)	1,168,695	911,341	895,593
	c Investments—corporate bonds (attach schedule)		705,971	717,931
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,015,443	1,837,848	1,838,872
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,015,443	1,837,848	
	30 Total net assets or fund balances (see page 17 of the instructions)	2,015,443	1,837,848	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,015,443	1,837,848	

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	2,015,443
2 Enter amount from Part I, line 27a	2	-177,595
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	1,837,848
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,837,848

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly-traded Securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 482,195		605,287	-123,092	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-123,092	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3		

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008			0.000000
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000
2 Total of line 1, column (d)			2 0.000000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.000000
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 0
5 Multiply line 4 by line 3			5 0
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 0
8 Enter qualifying distributions from Part XII, line 4 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.			8 0

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	699	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3 Add lines 1 and 2	3	699	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	699	
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	400	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	299	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	699	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(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 **►** _____

14 The books are in care of **►** c/o Foundation Source Telephone no **►** (800) 839-1754
 Located at **►** 501 Silverside Road, Suite 123, Wilmington, DE ZIP+4 **►** 19809-1377

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.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► 20 08 , 20 _____ , 20 _____ , 20 _____		
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 ► 20 _____ , 20 _____ , 20 _____ , 20 _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b**

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b**

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT				

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

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

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

Expenses

1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,490,894
b	Average of monthly cash balances	1b	294,654
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,785,548
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,785,548
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	26,783
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,758,765
6	Minimum investment return. Enter 5% of line 5	6	87,938

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

1	Minimum investment return from Part X, line 6	1	87,938
2a	Tax on investment income for 2009 from Part VI, line 5	2a	699
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	699
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	87,239
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	87,239
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	87,239

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	90,970
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	90,970
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	90,970

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				87,239
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			101,969	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>90,970</u>				
a Applied to 2008, but not more than line 2a			90,970	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			10,999	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				87,239
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)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
BIG BROTHERS BIG SISTERS OF CTL TEXAS 1400 TILLERY ST AUSTIN TX 78721	N/A	509(a)(1)	General & Unrestricted	1,500
CONCERNED CITIZENS OF JACK CO INC 400 E PINE ST JACKSBORO TX 76458	N/A	509(a)(1)	General & Unrestricted	20,000
CYSTIC FIBROSIS FOUNDATION 1008 WINSOTT RD BENBROOK TX 76126	N/A	509(a)(1)	Charitable Event	3,000
HEIFER PROJECT INTERNATIONAL 1 WORLD AVE LITTLE ROCK AR 72202	N/A	509(a)(1)	General & Unrestricted	2,000
JACK COUNTY CHILD WELFARE BOARD 445 BELKNAP ST JACKSBORO TX 76458	N/A	509(a)(1)	General & Unrestricted	10,723
JACKSBORO H S. EX-STUDENTS ASSOC PO BOX 68 JACKSBORO TX 76458	N/A	509(a)(1)	General & Unrestricted	20,000
LATIN GALA CHARITIES 4713 MATTERHORN DR WICHITA FALLS TX 76310	N/A	509(a)(1)	General & Unrestricted	15,500
NATIONAL PHILANTHROPIC TRUST P O. BOX 650543 DALLAS TX 75265	N/A	509(a)(1)	Charitable Event	2,300
RONALD MCDONALD HOUSE OF FORT WORTH 1004 7TH AVE FORT WORTH TX 76104	N/A	509(a)(1)	General & Unrestricted	2,000
SAFEHAVEN OF TARRANT COUNTY PO BOX 1456 FT WORTH TX 76101	N/A	509(a)(1)	General & Unrestricted	729
WICHITA FALLS AREA FOOD BANK 1230 MIDWEST PKWY WICHITA FALLS TX 76302	N/A	509(a)(1)	General & Unrestricted	1,500
Total			▶ 3a	79,252
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Form 990-PF, Part I, Line 11 - Other Income

TOTAL:		1,529	0
		(a)	(b)
		Expenses per	Net Investment
		Books	Income
1	Federal Tax Refund	1,529	0
2			
3			
4			
5			
6			
7			
8			
9			
10			

Form 990-PF, Part I, Line 16c - Other Professional Fees

TOTAL:		12,123	12,123	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management Services	12,123	12,123		0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 23 - Other Expenses

TOTAL:		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
		11,718	0	0	11,718
1	Administrative Fees	11,718	0	0	11,718
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part II, Line 10a - Investments: US & State Government Obligations

		TOTAL:	122,164	128,080	132,892
	Description/Symbol/CUSIP Number	Shares	Line 10a - Column (b) Book Value	Line 10a - Column (c) Fair Market Value	
1	US T NOTES - 4 250% - 08/15/2013 (912828BH2)	15,000	16,051	16,193	
2	US TIPS NTS - 2 500% - 07/15/2016 (912828FL9)	107,164	112,029	116,699	
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:					911,341	895,593
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value		
1	Abbott Labs (ABT)	130	6,474	7,019		
2	ACCENTURE PLC (ACN)	120	4,099	4,980		
3	ADVANCE AUTO PARTS INC (AAP)	130	4,509	5,262		
4	Aetna Inc. New (AET)	225	7,790	7,133		
5	Anadarko Petroleum Corp (APC)	95	5,566	5,930		
6	AT&T CORP COM NEW (T)	110	4,346	3,083		
7	Automatic Data Processing Inc (ADP)	225	7,755	9,635		
8	BANK NEW YORK MELLON CORP COM (BK)	332	11,487	9,286		
9	BANK OF AMERICA CORP (BAC)	470	11,502	7,078		
10	BANK OF AMERICA CORP 10% SER **** (BAC-PS)	129	1,935	1,925		
11	CHECK POINT SOFTWARE TECHNOLOGIES LTD (CHKP)	60	1,801	2,033		
12	CISCO SYSTEMS INC (CSCO)	350	6,795	8,379		
13	CME GROUP, INC (CME)	13	2,381	4,367		
14	Comcast Corp Cl A (CMCSA)	344	6,186	5,800		
15	CVS CAREMARK CORP. (CVS)	235	8,474	7,569		
16	Danaher Corp (DHR)	50	3,103	3,760		
17	Darden Restaurants Inc (DRI)	105	2,917	3,682		
18	Delaware US growth (DEUIX)	6,248	94,199	81,541		
19	Devon Energy Corporation (DVN)	80	5,250	5,880		
20	EQT CORPORATION (EQT)	153	6,142	6,720		
21	EXELON CORPORATION (EXC)	75	3,465	3,665		
22	Express Scripts Inc (ESRX)	106	5,488	9,161		
23	FIDELITY NATIONAL INFORMATION SERVICES INC (FIS)	253	4,815	5,930		
24	FIRST EAGLE SOGEN OVERSEAS FUND CLASS I (SGOIX)	4,386	102,685	86,496		
25	FISERV INC (FISV)	125	5,928	6,060		
26	FPL GROUP INC (NEE)	110	6,501	5,810		
27	GEN DYNAMICS CP (GD)	80	5,607	5,454		
28	GENERAL ELECTRIC CO (GE)	680	21,006	10,288		
29	H J HEINZ COMPANY (HNZ)	225	7,957	9,621		
30	HARBOR FDS INTL FD* (HAINX)	541	39,878	29,707		
31	HEWLETT PACKARD CO (HPQ)	170	6,909	8,757		
32	International Business Machines (IBM)	48	5,275	6,283		
33	JP MORGAN CHASE & CO (JPM)	175	6,103	7,292		
34	Laboratory Corp Amer Hldgs (LH)	55	3,538	4,116		
35	LIBERTY GLOBAL INC (LBTYA)	195	5,498	4,269		
36	Lowes Companies Inc. (LOW)	155	4,797	3,625		
37	MANAGERS AMG FDS TSQ MC GRW INS (TMDIX)	13,983	162,994	166,115		
38	Matthews Pacific Tiger Fund (MAPTX)	3,203	58,464	61,595		
39	Medtronic Inc (MDT)	71	3,023	3,123		
40	Merck & Co Inc (MRK)	123	2,706	4,494		
41	NALCO CHEMICAL (NLC)	360	7,661	9,184		
42	NIKE INC-CL B (NKE)	70	3,717	4,625		
43	Norfolk Southern Corp (NSC)	75	4,171	3,932		
44	NORTHEAST UTIL (NU)	160	3,622	4,126		

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:		911,341	895,593
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value	
45	Oracle Corp (ORCL)	400	6,892	9,812	
46	PEABODY ENERGY CORP (BTU)	90	2,606	4,069	
47	Pepsico Inc (PEP)	175	11,476	10,640	
48	PFIZER INC (PFE)	413	6,438	7,512	
49	PG & E CORP (PCG)	110	4,484	4,912	
50	PIMCO Commodity Real Return Strategy Fund (PCRIX)	2,551	20,746	21,120	
51	PIMCO INVESTMENT GRADE CORP BD FD INSTL CL (PIGIX)	7,345	82,650	80,284	
52	Praxair Inc. (PX)	100	5,955	8,031	
53	PROCTER GAMBLE CO (PG)	150	9,069	9,095	
54	QUESTAR CP (STR)	130	3,601	5,404	
55	Stryker Corporation (SYK)	110	3,556	5,541	
56	Target Corporation (TGT)	140	7,340	6,772	
57	TD Ameritrade Holding Corp (AMTD)	200	3,985	3,876	
58	UNITED TECHNOLOGIES CORP (UTX)	115	7,133	7,982	
59	UnitedHealth Group Inc (UNH)	180	3,655	5,486	
60	V F Corp (VFC)	75	5,985	5,493	
61	Ventas Inc (VTR)	90	2,380	3,937	
62	VERIZON COMMUNICATIONS (VZ)	145	5,117	4,804	
63	Walgreen Co (WAG)	230	7,444	8,446	
64	WELLS FARGO & CO (WFC)	311	8,075	8,394	
65	Western Union Co (WU)	435	5,406	8,200	
66	WILLIAMS COS (WMB)	250	7,194	5,270	
67	XTO ENERGY INC (XTO)	123	5,635	5,723	

Form 990-PF, Part II, Line 10c - Investments: Corporate Bonds

		TOTAL:		705,971	717,931
	Description/Symbol/CUSIP Number	Shares	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value	
1	BERKSHIRE HATHAWAY 5.4% 5/15/2018 (BRK18)	50,000	50,946	52,239	
2	BP CAP MKTS 5.25% 11/7/2013 (BP13)	50,000	53,662	54,461	
3	CISCO NOTE 5.25% 2/22/2011 (CSCO11)	50,000	52,923	52,466	
4	CONOCO FUNDING INC - 6.350% - 10/15/2011 (20825UAB0)	50,000	54,385	54,573	
5	DU PONTE NOTE 5.00% 7/15/2013 (DD13)	50,000	51,666	53,863	
6	INTERNATIONAL BUSINESS MACHINES BOND DTD 11/27/2002 4.75% 11/29/2012	50,000	52,779	54,140	
7	JOHN DEERE CAP SER DMTN SR UNS 2.875% DUE 06/19/2012 (24424DAA7)	100,000	102,017	103,290	
8	JP MORGAN NOTE 3.125% 12/1/2011 (JPM11)	75,000	77,087	77,624	
9	ORACLE CORP - 5.25% - 01/15/2016 (68402LAC8)	50,000	51,833	53,934	
10	PEPSICO INC SR NT - 4.650% - 02/15/2013 (713448BG2)	50,000	53,136	53,601	
11	SBC COMMUNICATIONS 5.875% 2/1/2012 (78387GAH6)	50,000	52,683	54,070	
12	UNITED TECHNOLOGIES 4.875% 5/1/2015 (UTX16)	50,000	52,854	53,670	

TOTAL:	0	0	0
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[illegible]