EXTENSION GRANTED TO AUGUST 16, 2010

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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
LAWRENCE H AND ELIZABETH S DUNLAP
FOUNDATION C/O MR HALLOWELL DUNLAP

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
53 TIMBERLINE DR

City or town, state, and ZIP code
LEOLA, PA 17540

A Employer identification number
23-2964287

B Telephone number
(717)394-0764

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 382,480.

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

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

		(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			N/A	
2	Check ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	18,642.	18,402.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-25,005.			
b	Gross sales price for all assets on line 6a 6,176.				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	-790.	0.		STATEMENT 2
12	**Total.** Add lines 1 through 11	-7,153.	18,402.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	2,550.	1,275.		1,275.
c	Other professional fees STMT 4	2,573.	2,573.		0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	10.	0.		0.
24	**Total operating and administrative expenses** Add lines 13 through 23	5,133.	3,848.		1,275.
25	Contributions, gifts, grants paid	16,106.			16,106.
26	**Total expenses and disbursements.** Add lines 24 and 25	21,239.	3,848.		17,381.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-28,392.			
b	**Net investment income** (if negative, enter -0-)		14,554.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

Revenue / Operating and Administrative Expenses

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923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

08440628 757995 6571 2009.04000 LAWRENCE H AND ELIZABETH S 65711

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	770.	1,116.	1,116.
	2	Savings and temporary cash investments	47,892.	52,324.	52,324.
	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			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 6	184,918.	141,173.	119,636.
	c	Investments - corporate bonds			
	11	Investments - land, buildings and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	203,093.	213,668.	209,404.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	436,673.	408,281.	382,480.
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			
	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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	523,703.	523,703.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	-87,030.	-115,422.	
	30	**Total net assets or fund balances**	436,673.	408,281.	
	31	**Total liabilities and net assets/fund balances**	436,673.	408,281.	

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	436,673.
2	Enter amount from Part I, line 27a	2	-28,392.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	408,281.
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	408,281.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	6,176.		31,181.	-25,005.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				-25,005.

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 -25,005.

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)
If (loss), enter -0- in Part I, line 8 } 3 N/A

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 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	27,216.	397,058.	.068544
2007	22,013.	497,129.	.044280
2006	22,144.	467,555.	.047361
2005	22,427.	457,332.	.049039
2004	21,536.	452,948.	.047546

2	Total of line 1, column (d)	2	.256770
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	.051354
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	325,565.
5	Multiply line 4 by line 3	5	16,719.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	146.
7	Add lines 5 and 6	7	16,865.
8	Enter qualifying distributions from Part XII, line 4	8	17,381.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b		1	146.
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	146.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-		5	146.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 602.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	602.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	456.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	456. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ HALLOWELL DUNLAP Telephone no ▶ (717) 394-0764

Located at ▶ 53 TIMBERLINE DR, LEOLA, PA ZIP+4 ▶ 17540

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 N/A

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	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			
	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 instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)*	N/A	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)*

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)? ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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.

(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
MS MARY FRANCES DUNLAP LINDSTROM 415 7TH STREET SOUTH WEST WILLMAR, MN 56201	DIR, V PRES, SEC AND TREA 0.00	0.	0.	0.
MR HALLOWELL DUNLAP 53 TIMBERLINE DR LANCASTER, PA 17540	DIR, PRES, ASST SEC & TREA 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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 ▶ 0

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	275,122.
b	Average of monthly cash balances		1b	55,401.
c	Fair market value of all other assets		1c	
d	Total (add lines 1a, b, and c)		1d	330,523.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	330,523.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	4,958.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	325,565.
6	**Minimum investment return.** Enter 5% of line 5		6	16,278.

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

1	Minimum investment return from Part X, line 6		1	16,278.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 146.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	146.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	16,132.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	16,132.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	16,132.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	17,381.
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	
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	17,381.
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	5	146.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	17,235.

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				16,132.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			16,305.	
b Total for prior years ____ , ____ , ____		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 ▶ $ 17,381.				
a Applied to 2008, but not more than line 2a			16,305.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				1,076.
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				15,056.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	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				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

NONE

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

NONE

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

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

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

MR HALLOWELL DUNLAP, PRESIDENT, (717)394-0764
53 TIMBERLINE DR, LEOLA, PA 17540

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

SEE STATEMENT 9

c Any submission deadlines

SEE STATEMENT 9

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

SEE STATEMENT 9

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 8				
Total			▶ 3a	16,106.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	18,642.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099	-790.			
8 Gain or (loss) from sales of assets other than inventory			18	-25,005.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-790.		-6,363.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -7,153.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	N/A

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Hallowell Dunlap 6/28/10 President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ROBERT E. NEWCOMER	Date 6/28/10	Check if self-employed ☐
Preparer's identifying number		
Firm's name (or yours if self-employed), address, and ZIP code PARENTEBEARD LLC 1869 CHARTER LANE STE 301 LANCASTER, PA 17601	EIN	Phone no 717-393-5696

Form **990-PF** (2009)

923622 02-02-10

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	350 SH ALLIED IRISH BANK	P	04/11/08	10/02/09
b	435 SH LLOYDS BANKING	P	04/11/08	10/02/09
c	1231 LOSS FROM ENBRIDGE ENERGY PARTNERS K-1	P	VARIOUS	VARIOUS
d	LLOYDS BANKING CASH IN LIEU	P	VARIOUS	VARIOUS
e	LLOYDS BANKING CASH IN LIEU	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	3,003.		14,782.	-11,779.
b	2,645.		14,192.	-11,547.
c			1,830.	-1,830.
d	3.			3.
e	377.		377.	0.
f	148.			148.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-11,779.
b				-11,547.
c				-1,830.
d				3.
e				0.
f				148.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	-25,005.
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) If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-24-09

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ENBRIDGE ENERGY PARTNERS	1.	0.	1.
MERRILL LYNCH	18,789.	148.	18,641.
TOTAL TO FM 990-PF, PART I, LN 4	18,790.	148.	18,642.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ENBRIDGE ENERGY PARTNERS - ORDINARY BUSINESS LOSS	-790.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-790.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,550.	1,275.		1,275.
TO FORM 990-PF, PG 1, LN 16B	2,550.	1,275.		1,275.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH INVESTMENT MANAGEMENT FEES	2,573.	2,573.		0.
TO FORM 990-PF, PG 1, LN 16C	2,573.	2,573.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ENBRIDGE PARTNERS K-1 - NON-DEDUCTIBLE EXPENSES	10.	0.		0.
TO FORM 990-PF, PG 1, LN 23	10.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	141,173.	119,636.
TOTAL TO FORM 990-PF, PART II, LINE 10B	141,173.	119,636.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PREFERRED STOCK	COST	188,241.	181,705.
ENBRIDGE ENERGY PARTNERS	COST	10,577.	16,107.
MUTUAL FUNDS	COST	14,850.	11,592.
TOTAL TO FORM 990-PF, PART II, LINE 13		213,668.	209,404.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BONNYVALE ENVIRONMENTAL CENTER PO BOX 2318 WEST BRATTLEBORO, VT 05303	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1,000.
BETHLEHEM LUTHERAN CHURCH 4100 LYNDALE AVENUE SOUTH MINNEAPOLIS, MN 5409	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	2,038.
BICKSLER-MUHLENBURG ASSOCIATES 206 W JAMES STREET LANCASTER, PA 17602	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	2,038.
HANOVER INSTITUTE 1653 MARTON ROAD WINDSOR, VT 05089	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	500.
THE SCHOOL OF SISTERS OF NOTRE DAME 13105 WATERTOWN PLANK ROAD ELM GROVE, WI 53122	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1,019.
SISTERS OF THE PRESENTATION OF THE BLESSED VIRGIN MARY 84 PRESENTATION WAY NEW WINDORS, NY 12553	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1,019.
FRIENDS OF THE RAILROAD MUSEUM PO BOX 125 STRASBURG, PA 17579	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1,000.
FULTON THEATER 12 N PRINCE STREET LANCASTER, PA 17602	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1,000.

NORTH MUSEUM OF NATURAL HISTORY 400 COLLEGE AVE. LANCASTER, PA 17602	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1,000.
NORTHWEST YOUTH & FAMILY SERVICES 3490 LEXINGTON AVENUE N, SUITE 205 SHOREVIEW, MN 55126	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	2,038.
PHILADELPHIA MUSEUM OF ART PO BOX 7646 PHILADELPHIA, PA 19101	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	300.
SAMARITAN COUNSELING CENTER 1803 OREGON PIKE LANCASTER, PA 17601	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	615.
SMITHSONIAN PO BOX 37012, SI BUILDING, ROOM 153, MRC 010 WASHINGTON, DC 20013	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	500.
ST JOHN'S UNIVERSITY 8000 UTOPIA PARKWAY QUEENS, NY 11439	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	2,038.
ENBRIDGE ENERGY PARTNERS - PASSTHROUGH CHARITABLE CONTRIBUTION	N/A UNRESTRICTED - FOR OPERATIONS	PUBLIC	1.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			16,106.

LAWRENCE H. AND ELIZABETH S. DUNLAP FOUNDATION

STANDING RULES

Background. The Lawrence H. and Elizabeth S. Dunlap Foundation (the "Foundation") is a nonprofit corporation formed under the Pennsylvania Nonprofit Corporation Law of 1972 and described in Section 501(c)(3) of the Internal Revenue Code of 1986 ("I.R.C."). The purpose of the Foundation is to promote education and scholarship within the areas of Lancaster County, Pennsylvania, and Kandiyohi County, Minnesota ("Scholarship Area") through the awarding of scholarships to graduating high school seniors within the Scholarship Area. Under the By-Laws of the Foundation, the Board of Directors of the Foundation ("Board") is required to adopt standing rules governing the establishment and administration of its scholarship programs. In accordance with such requirement, the Board has formulated and hereby adopts the following Standing Rules.

I. Establishment of Programs.

A. **The Lawrence H. and Elizabeth S. Dunlap General Scholarship Fund.** The primary scholarship program of the Foundation is the Lawrence H. and Elizabeth S. Dunlap General Scholarship Fund ("General Scholarship Fund"). The object of the General Scholarship Fund shall be to encourage scholastic achievement among students in the Scholarship Area in acknowledgment of the scholastic and intellectual encouragement given to their communities by Lawrence H. and Elizabeth S. Dunlap throughout their lives. General Scholarships may be offered for general higher education studies or for the study of special areas of scholastic endeavor such as, but not limited to, art, music, history or science. In furtherance of such objectives, the Board shall endeavor, as the finances of the Foundation permit, to award annually up to 5 scholarships of up to $5,000 apiece to graduating high school seniors within the Scholarship Area for use in paying qualifying tuition and related expenses of such seniors (as defined in Section B(1) of Article II of these Rules) at a college, university or other institution of higher learning to which such seniors shall have been accepted. The recipients of such scholarships shall be those persons who are determined by the Board, as among all those considered for such scholarships, (a) to have achieved the greatest degree of academic and scholastic excellence, (b) to have a genuine and demonstrable need for financial assistance in the furtherance of their higher education and (c) to have made a significant contribution to their school and community after the fashion of Lawrence H. and Elizabeth S. Dunlap in whose name the General Scholarship Fund is established. The Board may from time to time increase or decrease the number and amount of scholarships as the Board shall deem appropriate under the circumstances.

B. Other Programs. The Board shall establish, develop, fund, and administer such additional scholarships or programs as it shall approve from time to time using the general funds of the Foundation, consistent with the purposes of the Foundation. The Board may in its discretion accept and segregate as restricted funds monies donated to the Foundation and use the same for additional scholarship purposes or programs as directed by the donors, provided such directions are consistent with the purposes and objectives of the Foundation, its Articles of Incorporation. its By-Laws and these Rules. Unless a donor shall designate otherwise, all donations shall be made to the General Scholarship.

II. Applicant Eligibility and Program Requirements.

A. Eligibility. Every graduating senior within the Scholarship Area shall be eligible to be considered for a scholarship from the General Scholarship Fund or any other scholarship fund. The Board may establish appropriate eligibility criteria for each additional scholarship program as the Board from time to time shall approve with the advice of qualified educators having appropriate experience in the evaluation of scholastic aptitude provided, however, that if the Board shall not expressly provide otherwise, each graduating senior shall be eligible to be considered for every such scholarship. In the event that any recipient of a scholarship shall fail to attend the institution described in the applicant's application or otherwise fail or be unable or unwilling within a reasonable time to use the funds awarded for the purposes for which awarded, such scholarship may, at the option of the Board, be revoked and the funds shall be returned to the Foundation. Each applicant who is awarded a scholarship shall, as a condition of receiving any scholarship moneys be required to execute a scholarship agreement in the form approved by the board.

B. General Restrictions. Every scholarship given by the Foundation shall satisfy each of the following requirements.

(1) Such funds must be expended only for "qualified tuition and related expenses" as defined in I.R.C. Section 117(b)(2).

(2) Such funds must be expended only with respect to persons who certify that they are candidates for and will pursue a degree at the institution with respect to which the funds are qualified tuition or related expenses.

C. Non-discrimination. All recipients of Foundation scholarships shall be chosen, and all Foundation programs shall be administered, without regard to race, religion, national origin, handicap, age or sex.

B. <u>Screening Committee Review.</u>

(1) Upon expiration of the period for acceptance of applications, the Screening Committee of the Board shall review each application for preliminary qualification, completeness, and general eligibility of the applicant. Whenever an application contains any material defect which appears to be easily correctable the Screening Committee may, but shall not be required, to notify the applicant and afford the applicant a reasonable time in which to make the correction. Any application containing a material defect which does not appear to be thus correctable or which is not, after notice, corrected, shall be eliminated from consideration.

(2) After preliminary review of the applications as described in Section B.(1) of this Article, the Screening Committee shall take appropriate and reasonable steps to verify the truth and accuracy of the information set forth in each application, including, without limitation, academic, personal and financial information. The Screening Committee shall be authorized to conduct investigations and to request additional information from any applicant. The Screening Committee may, in the name of the Foundation, contract for and obtain analyses of financial data by private or public agencies, including the Pennsylvania Higher Education Assistance Agency for the purposes of determining financial need.

(3) Upon completion of its review, but in no event later than May 15 of each year (or such other date as the Board shall determine), the Screening Committee shall prepare and submit to each member of the Board a summary report with respect to each scholarship program of the Foundation setting forth a brief description of each applicant, the amount and purpose of the funds requested, the applicant's prior scholastic performance, the approximate financial need of the applicant, if known, and such other information as the Board may require. The Screening Committee thereafter recommend to the Board a slate of applicants for award of scholarships. Such recommendation.shall be non-binding and advisory only.

C. <u>Board Review</u>. Upon receipt of the Screening Committee's report, the President shall call a special meeting of the Board to be held not less than ten nor more than thirty days after receipt of such report at which time the Board shall discuss the report and if possible, determine the recipients of the scholarships involved. In making its determination the Board may:

(1) request additional information or clarification of any part of any application,

(2) postpone its determination to one or more subsequent special meetings.

(3) request and pay for the services of educational experts to aid the Board in making its decision.

The Board may determine both a primary recipient of each scholarship and an alternate recipient who shall receive the same if the primary recipient is disqualified, dies or is otherwise unable to accept or use the scholarship funds.

IV. Reliance Upon Rules.

These standing Rules are for the internal use of the Foundation only. They may not be relied upon by any person other than officers or directors of the Foundation and appropriate governmental agencies (including the Internal Revenue Service) and they shall not give rise to any legal right or cause of action in any such other person.

V. Amendment.

These Rules may be altered, amended or supplemented by the Board at any regular or special meeting thereof for which notice has been given which includes a statement of the purposes of the meeting.

These Rules as amended are hereby approved this _____ day of May, 1998 by the Board of Directors of the Lawrence H. and Elizabeth S. Dunlap Foundation.

____

____

Being all of the Directors

NOTICE OF AVAILABILITY OF
SCHOLARSHIP FUNDS

LAWRENCE H. AND ELIZABETH S. DUNLAP FOUNDATION

All resident members of the graduating class of high school seniors within Lancaster County, Pennsylvania, [Kandiyohi County, Minnesota], are invited to make application for consideration for the award of scholarship funds under the Lawrence H. and Elizabeth S. Dunlap General Scholarship Fund for educational expenses at a college, university or other institution of higher education for next year. Founded in 1998, this Program is administered by the Lawrence H. and Elizabeth S. Dunlap Foundation to honor Lawrence H. and Elizabeth S. Dunlap and their devotion to scholastic and intellectual excellence. Under this Program up to __________ scholarships of $__________ each are awarded each year to graduating seniors who demonstrate an ability for the achievement of academic excellence and a potential for significant public service. Some weight is given to the relative financial need of applicants as well as other non-academic factors. Scholarships are not available to the children and certain other family members of members of the Board of Directors of the Foundation.

If you wish to apply, you must complete and return an application and financial disclosure statement. Applications may be requested from the Foundation, 241 West Chestnut Street, Lancaster, Pennsylvania 17603. All questions on both the application and the financial disclosure statement must be completed in full and the application must be filed with the Application Office not later than ____________________. Extensions will be granted only for good cause. Consequently, you should not count on the ability to file late.

The decision of the Foundation is final and will be announced in early May. Questions about General Scholarship Fund scholarships should be directed to the Foundation in writing or by telephoning (717) _____________.

Thank you.

The Lawrence H. and Elizabeth S. Dunlap Foundation

LAWRENCE H. AND ELIZABETH S. DUNLAP FOUNDATION

APPLICATION

This application ("Application") is submitted pursuant to the scholarship programs of the Lawrence H. and Elizabeth S. Dunlap Foundation ("Foundation"). The undersigned applicant ("Applicant") acknowledges that the information given in this Application will be relied upon by the Foundation in determining the Applicant's eligibility to receive and to use scholarship monies of the Foundation ("Foundation Aid"). Having acknowledged the foregoing, the Applicant hereby applies for the Foundation Aid described below and in support of such application supplies the following information with respect to himself or herself: (Please print or type)

1. Type of scholarship being applied for (e.g., General Scholarships): ______________________________

2. Applicant's Personal Information:

   A. Name. ______________________________

   B. Parents/Guardian. ______________________________

   C. Address. ______________________________

   ____

   D. Telephone Number. (____)______________________________

   E. Birthdate. ______________________________

   F. Social Security Number. ______________________________

   G. High school being attended. ______________________________

   H. Class. ______________________________

J. Educational Background.

Middle School/Junior High School ______________________

Years Attended ______________________

Years in attendance at present high school ______________________

I. Homeroom Teacher. ______________________

J. Curriculum. (e.g., College Prep., Industrial Arts, etc.)

____

K. Grades

(1) Grade point averages for 9th grade through present (including first semester of senior year if completed)

9th______________

10th______________

11th______________

12th______________

(2) Current Class Rank ______________

(Use 11th grade or first semester of senior year if available)

L. Scholastic Aptitude Test (SAT) or American College Testing (ACT) Examiniation Scores.

Year and Month Taken	Math Score	Verbal Score
(1)______________	__________	__________
(2)______________	__________	__________

M. Extracurricular Activities.

Activities	Year
(1)______________	_____
(2)______________	_____

(3)________________________ _____

(4)________________________ _____

N. Academic distinctions, awards, honors, etc. received, if any.

(1)____

(2)____

(3)____

(4)____

O. Work experience within the past five years (Optional).

	Employer Name and Address	Duties	Hours	Name and Telephone No. of Person to Contact for Verification
(1)				
(2)				
(3)				
(4)				

P. Community service within the past 5 years. (e.g., church service, Big Brothers, etc.)

	Activity	Year Performed
(1)		
(2)		
(3)		

Q. Addresses and telephone numbers of educators, employers and others who are familiar with your character and prior academic performance or work experience and who you would want to give their opinion regarding the same to the Foundation. *

	Name	Address	Telephone No
(1)	____________	____________ ____________	____________
(2)	____________	____________ ____________	____________
(3)	____________	____________ ____________	____________

* Applicant may attach letters of recommendations. (Optional)

R. Other pertinent facts about yourself which you believe are relevant to your qualifications for the scholarship or other program assistance named in paragraph 1 of this Application. (Attach additional sheets if more space is needed.)

____

____

____

____

____

S. Attach a writing sample on a topic of interest or concern to you. (Optional)

T. Give a general description of your academic and professional interests and goals. (Include the name and location of the educational institution you wish to attend, the intended course of study, degree desired, work desired, etc.)

____

____

____

____

____

U. Identify the institution (college or university) you plan to attend and give a specific description of the amount and intended use of Foundation funds for which you are applying and the expenses for which they will be used. (State specific needs e.g., room, board, tuition, books, etc. to fill needs.)[1]

Institution	Amount	Expenses for Which Funds are Needed
____________________	__________	____________________________
		____________________________
		____________________________

3. Applicant's financial Information.

A. Complete and return the attached financial disclosure statement and have your parents do the same. (All information submitted may be disclosed to the Pennsylvania Higher Education Assistance Agency or other agencies for purposes of determining financial need).

B. Describe any other organizations to which you have applied for educational assistance for the same institution and academic year for which you are seeking Foundation funds, the aid sought and the results, if any, of the application.

[1] The Foundation only pays for tuition, room, board, books, supplies and certain fees required for courses. The Foundation reserves the right to make payments of any scholarship funds or other assistance directly to the educational institution in connection with which any Foundation funds are awarded. All recipients will be required, as a condition of receiving scholarship monies, to enter a Scholarship Agreement with the Foundation. Copies of the form of Scholarship Agreement are available from the Foundation.

Organization Applied To	Aid Requested	Disposition of Application

APPLICANT:

____

Date:__________________________

CONSENT TO RELEASE AND
DISCLOSURE OF INFORMATION

The undersigned acknowledge that some or all of the information set forth on the foregoing Application and the attached financial statement (1) must be verified in order for the Applicant to receive Foundation funds and (2) may be disclosed to private or public educational agencies including, for example, the Pennsylvania Higher Education Assistance Agency for the purposes of analyzing the Applicant's financial need. The undersigned hereby agree to such disclosure of information to the Foundation with respect to the undersigned by all persons or entities described in the foregoing Application and the attached financial statement and further consent to the disclosure of the information set forth in this Application and the financial statement to such educational agencies for the purpose of determining Applicant's financial need.

____

Applicant Date

____

(Father or Legal Date
Guardian of Applicant)

____

(Mother or Legal Date
Guardian of Applicant)

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No. 1545-1709

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

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

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

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

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated 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* and click on *e-file for Charities & Nonprofits.*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization LAWRENCE H AND ELIZABETH S DUNLAP FOUNDATION C/O MR HALLOWELL DUNLAP	**Employer identification number** 23-2964287
	Number, street, and room or suite no. If a P O box, see instructions 53 TIMBERLINE DR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LEOLA, PA 17540	

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

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

- The books are in the care of ▶ HALLOWELL DUNLAP 53 TIMBERLINE DR - LEOLA, PA 17540
  Telephone No ▶ (717) 394-0764 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 AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] 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.	**3a**	$ 0.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 602.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 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