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Return of Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE ARCH L FERGUSON FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

601 EAST ABRAM STREET

Room/suite

City or town, state, and ZIP code

ARLINGTON, TX 76010-1205

A Employer identification number

23-7103241

B Telephone number

817-460-1841

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:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col (c), line 16)

\$ 7126458. (Part I, column (d) must be on cash basis)

J Accounting method: ☐ Cash ☒ Accrual☐ Other (specify)

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

14815.

N/A

2 Check ☐ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

213447.

213447.

STATEMENT 1

4 Dividends and interest from securities

86536.

86536.

STATEMENT 2

5a Gross rents

154355.

154355.

STATEMENT 3

b Net rental income or (loss) 135931.

STATEMENT 4

6a Net gain or (loss) from sale of assets not on line 10

<430023.>

b Gross sales price for all
assets on line 6a 2740983.

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

1481.

1481.

STATEMENT 5

12 Total. Add lines 1 through 11

40611.

455819.

13 Compensation of officers, directors, trustees, etc

62883.

9432.

53451.

14 Other employee salaries and wages

31683.

4752.

26931.

15 Pension plans, employee benefits

16a Legal fees STMT 6

619.

93.

526.

b Accounting fees STMT 7

9450.

1418.

8032.

c Other professional fees STMT 8

12114.

12114.

0.

17 Interest STMT 9

13982.

13982.

0.

18 Taxes

20359.

10388.

6149.

19 Depreciation and depletion

9239.

6931.

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses STMT 10

97054.

14468.

82586.

24 Total operating and administrative
expenses. Add lines 13 through 23

257383.

73578.

177675.

25 Contributions, gifts, grants paid

169200.

169200.

26 Total expenses and disbursements.
Add lines 24 and 25

426583.

73578.

346875.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

<385972.>

b Net investment income (if negative, enter -0-)

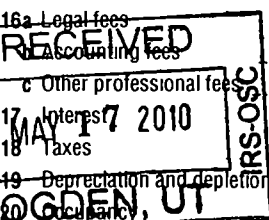
382241.

c Adjusted net income (if negative, enter -0-)

N/A

SCANNED MAY 20 2010

089 Operating and Administrative Expenses

8
17

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	100.	100.	100.
	2 Savings and temporary cash investments	118389.	489340.	489340.
	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 ▶ 25869. Less: allowance for doubtful accounts ▶	30430.	25869.	25869.
	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 11	3958410.	2543392.	2237508.
	c Investments - corporate bonds STMT 12	2500438.	2698542.	2438935.
	11 Investments - land, buildings, and equipment basis ▶ 237430. Less accumulated depreciation STMT 13 ▶ 92700.	148711.	144730.	144730.
	12 Investments - mortgage loans STMT 14	302770.	273577.	273577.
	13 Investments - other STMT 15	645840.	1144814.	1516374.
Liabilities	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)	721.	25.	25.
	16 Total assets (to be completed by all filers)	7705809.	7320389.	7126458.
	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 ▶ EXCISE TAX PAYABLE)	0.	552.	
	23 Total liabilities (add lines 17 through 22)	0.	552.	
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	7705809.	7319837.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	7705809.	7319837.	
	31 Total liabilities and net assets/fund balances	7705809.	7320389.	

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	7705809.
2 Enter amount from Part I, line 27a	2	<385972.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7319837.
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	7319837.

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 SHORT TERM CAPITAL LOSS			
b LONG TERM CAPITAL LOSS			
c GENERAL ELEC CAP CORP MED TERM	P	04/09/09	07/16/09
d UNRECAP SECTIN 1250-1099DIV	P		
e CAPITAL GAINS DIVIDENDS			

(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			<25425.>
b			<407807.>
c 96443.		93458.	2985.
d 11.			11.
e 213.			213.

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			<25425.>
b			<407807.>
c			2985.
d			11.
e			213.

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	<430023.>
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	348424.	6934260.	.050247
2007	348601.	7118048.	.048974
2006	357990.	7436892.	.048137
2005	345858.	6805193.	.050823
2004	335450.	7342275.	.045687

2 Total of line 1, column (d)	2	.243868
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	.048774
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6350647.
5 Multiply line 4 by line 3	5	309746.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3822.
7 Add lines 5 and 6	7	313568.
8 Enter qualifying distributions from Part XII, line 4	8	346875.

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	3822.
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	3822.
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	3822.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3270.	
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	3270.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	9.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	561.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ Refunded ☐	11		

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?		X
1b 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		X
1c 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. ☒ \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col. (c), and Part XV		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX		
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		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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► GARY HOOD GENERAL MANAGER Telephone no. ► 817-460-1841 Located at ► 601 EAST ABRAM STREET ARLINGTON TX ZIP+4 ► 76010			
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.

	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)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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

Form 990-PF (2009)

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
SEE STATEMENT 16		62883.	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

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."

[illegible]

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	5820419.
b	Average of monthly cash balances	1b	477761.
c	Fair market value of all other assets	1c	149177.
d	Total (add lines 1a, b, and c)	1d	6447357.
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	6447357.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	96710.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6350647.
6	Minimum investment return. Enter 5% of line 5	6	317532.

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	317532.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3822.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3822.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	313710.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	313710.
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	313710.

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	346875.
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	346875.
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	3822.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	343053.

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				313710.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			168357.	
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: ▶ \$ 346875.				
a Applied to 2008, but not more than line 2a			168357.	
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				178518.
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				135192.
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				

N/A

- 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 | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2009 | (b) 2008 | (c) 2007 | (d) 2006 | |

- (4) Gross investment income**

Form **990-PF** (2009)

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

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. | | |

[illegible]

- 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		

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.

Sign Here

Signature of officer or trustee <i>[Signature]</i>		Date 5/13/10		Title Vice-President	
Paid Preparer's Use Only	Preparer's signature <i>[Signature]</i> R BARRY JOHNSON, CPA		Date 05/11/10		Check if self-employed ☐
	Firm's name (or yours if self-employed), address, and ZIP code R. BARRY JOHNSON & COMPANY, P.C. 1504 W ABRAM ST ARLINGTON, TX 76013		Preparer's identifying number EIN Phone no. 817-277-7614		

Phone no. 817-277-7614

Form **990-PF** (2009)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

THE ARCH L FERGUSON FOUNDATION

23-7103241

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

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

Special Rules

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

THE ARCH L FERGUSON FOUNDATION

23-7103241

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ST PAUL CHURCH OF CHRIST 274 MADISON 4391 COMBS, AR 72721	\$ 10000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK CHECKING & SAVINGS	209822.
OID-WF	3625.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	213447.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST	86749.	213.	86536.
TOTAL TO FM 990-PF, PART I, LN 4	86749.	213.	86536.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
COMMERCIAL BLDG-ARLINGTON TX	1	25274.
OIL & GAS LEASE INCOME	2	139148.
FARM RENTAL	3	1377.
NET RENTAL REAL ESTATE FROM K-1S	4	<11444.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		154355.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		9239.	
PROPERTY TAX ON RENTAL PROPERTY		9185.	
- SUBTOTAL -	1		18424.
TOTAL RENTAL EXPENSES			18424.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			135931.

FORM 990-PF	OTHER INCOME		STATEMENT	5
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MISCELLANEOUS INCOME	1481.	1481.		
TOTAL TO FORM 990-PF, PART I, LINE 11	1481.	1481.		

FORM 990-PF	LEGAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	619.	93.		526.
TO FM 990-PF, PG 1, LN 16A	619.	93.		526.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	9450.	1418.		8032.
TO FORM 990-PF, PG 1, LN 16B	9450.	1418.		8032.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	12114.	12114.		0.
TO FORM 990-PF, PG 1, LN 16C	12114.	12114.		0.

FORM 990-PF	TAXES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	7234.	1085.		6149.
FOREIGN TAX WITHHOLDING	118.	118.		0.
FEDERAL EXCISE TAX 2009	3822.	0.		0.
PROPERTY TAX ON RENTAL PROPERTY	9185.	9185.		0.
TO FORM 990-PF, PG 1, LN 18	20359.	10388.		6149.

FORM 990-PF	OTHER EXPENSES	STATEMENT	10
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE & UTILITIES	12336.	1850.		10486.
INSURANCE - HEALTH & OTHER	73414.	11012.		62402.
REPAIRS & MAINTENANCE	5231.	785.		4446.
MISCELLANEOUS	799.	120.		679.
OFFICE EXPENSE	4674.	701.		3973.
ADVERTISING	600.	0.		600.
TO FORM 990-PF, PG 1, LN 23	97054.	14468.		82586.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-SEE ATTACHED SUPPORTING SCHEDULE	2543392.	2237508.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2543392.	2237508.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-SEE ATTACHED SUPPORTING SCHEDULE	2698542.	2438935.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2698542.	2438935.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT 13
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
5601 E ABRAM ST	124000.	45970.	78030.
HEATING & A/C OFFICE	3038.	1030.	2008.
PHONE	1892.	1891.	1.
COMPUTER	4773.	4773.	0.
FURN & FIXTURES VARIOUS	20084.	20084.	0.
COPIER	1120.	1120.	0.
LAND 601 E ABRAM ST	27000.	0.	27000.
COMPUTER	3117.	3117.	0.
BLDG IMPROVEMENTS	3750.	628.	3122.
OFFICE EQUIP	452.	452.	0.
AIR CONDITION UNIT	4001.	476.	3525.
AIR CONDITION UNIT	5023.	543.	4480.
ROOFING IMPROVEMENT	23401.	2325.	21076.
OFFICE EQUIPMENT	2615.	1471.	1144.
DELL COMPUTER SYSTEM	7181.	5135.	2046.
ALARM SYSTEM	724.	530.	194.
COMPUTER	592.	355.	237.
COMPUTER	553.	332.	221.
SAFE	4113.	2468.	1645.
TOTAL TO FM 990-PF, PART II, LN 11	237429.	92700.	144729.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS-SEE ATTACHED SUPPORTING SCHEDULE	273577.	273577.
TOTAL TO FORM 990-PF, PART II, LINE 12	273577.	273577.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 15
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHURCH BONDS-SEE ATTACHED SUPPORTING SCHEDULE	COST	445000.	445000.
LAND	COST	123038.	236680.
MINERAL RIGHTS TO LAND	COST	57802.	315720.
CADENCE SENIOR LIVING	FMV	218974.	218974.
BEHRINGER HARVARD REIT 1, INC	FMV	300000.	300000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1144814.	1516374.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 16
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WAYNE HOOD 601 EAST ABRAM STREET ARLINGTON, TX 76010	PRESIDENT/DIRECTOR 20.00	0.	0.	0.
GARY HOOD 601 EAST ABRAM STREET ARLINGTON, TX 76010	VP/DIRECTOR-MGR 40.00	62883.	0.	0.
EDWIN BONNEAU 601 EAST ABRAM STREET ARLINGTON, TX 76010	SEC/TREAS/DIRECTOR 0.00	0.	0.	0.
SCOTT GAGE 601 EAST ABRAM STREET ARLINGTON, TX 76010	DIRECTOR 0.00	0.	0.	0.
QUINTON GAGE 601 EAST ABRAM STREET ARLINGTON, TX 76010	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		62883.	0.	0.

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization RENT**
(Including Information on Listed Property)

1

OMB No 1545-0172

2009Attachment
Sequence No 67

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

THE ARCH L FERGUSON FOUNDATION**COMMERCIAL
BLDG-ARLINGTON TX****23-7103241****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	2630.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	6084.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		2628.	5 YRS.	HY	200DB	525.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs	MM	S/L	
	/		27 5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr	22	9239.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V**Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use**25****26** Property used more than 50% in a qualified business use

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use

		%			S/L -			
		%			S/L -			
		%			S/L -			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1**28****29** Add amounts in column (i), line 26. Enter here and on line 7, page 1**29****Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2009 tax year

43 Amortization of costs that began before your 2009 tax year**43****44** Total. Add amounts in column (f). See the instructions for where to report**44**

ARCH L. FERGUSON FOUNDATION
Corporate Stocks, Bonds & Mutual Funds
12/31/2009

STATEMENT 11 & 12

Part II, Line 10b and 10c - Investment - Corporate Stocks, Bonds & Mutual Funds

Description		Line 10b Book Value 12/31/2009	Line 10c FMV 12/31/2009
<u>Bonds</u>			
AMR Corp 9 88%	was4038,2971	47,879 00	26,875 00
Delta Airlines Inc Debentures 9 0%	was4038,2971	46,361 00	46,361 00
General Motors Corp Note 8 375%	was4038,2971	160,317 50	39,348 00
General Motors Corp 7 25% Sr Notes	was4038,2971	37,500 00	8,025 00
Total-Wells Fargo - Select Advisor 1 Account 2971	2971	292,057 50	120,609 00
AMR Corp 7 875%	4038	50,958 00	40,653 20
BAC Capital Trust IV 5 875% Preferred Debt	4038	50,000 00	38,041 80
Bank of New York	4038	100,000 00	99,437 00
Citigroup Capital VII	4038	105,178 33	83,560 00
Comcast Corp	4038	51,225 50	50,080 20
Ford Motor Co 6 5%	4038	49,130 00	42,815 50
GMAC 7 25%	4038	50,000 00	88,125 00
GMAC 8 00%	4038	99,755 00	49,655 50
Hartford Life Insurance IncomeNotes 6 25%	4038	50,000 00	110,650 00
JP Morgan Chase Cap IX	4038	121,102 16	19,140 00
Merrill Lynch Capital Trust I	4038	25,725 50	84,800 00
Morgan Stanley Cap Trust 6 25%	4038	100,998 06	43,291 80
Motorola, Inc 7 5%	4038	43,429 00	100,076 00
NationsBank Corp-2	4038	51,254 00	43,900 00
Protective Life	4038	100,000 00	100,076 00
Saturns BankAmerica 7 25%	4038	59,505 09	43,900 00
United Parcel Svc Inc (UPS)	4038	100,000 00	100,036 00
US West Commun, Inc	4038	95,629 00	87,402 00
US Treasury Notes 3 250%	4038	151,884 69	150,328 50
US Treasury Notes 2 625%	4038	151,632 73	151,137 00
US Treasury Notes 3 125% 5/15/19	4038	146,218 67	142,137 00
US Treasury Notes 3 50%	4038	195,094 00	180,450 60
US Treasury Notes 5 250%	4038	201,109 77	189,696 50
Wells Fargo Capital IV 7%	4038	50,999 00	50,340 00
Wells Fargo Capital VII 5 85%	4038	50,000 00	44,500 00
		2,250,828 50	2,134,229 60
HJS Bond Portfolio		155,655 75	184,096 00
Supplement to Stmt 12-Total Bonds		2,698,541 75	2,438,934 60

ARCH L. FERGUSON FOUNDATION
Corporate Stocks, Bonds & Mutual Funds
12/31/2009

STATEMENT 11 & 12

Part II, Line 10b and 10c - Investment - Corporate Stocks, Bonds & Mutual Funds

Description		Line 10b Book Value 12/31/2009	Line 10c FMV 12/31/2009
<u>Corporate Stocks</u>			
American Church Mortgage Co	2971	49209 66	11750 00
Delta Air Lines Inc New ??? 45629 11	2971	18516 60	11061 36
Delta Air Lines Inc New	2971	n/a	739 70
Terex Corporation New	2971	49905 70	12876 50
Totals-Wells Fargo - Select Advisor 1 Account	2971	117,631 96	36,427 56
Amazon Com Inc	3452	20586 91	30939 60
Apple Inc	3452	8214 00	8429 28
Apple Inc	3452	8920 96	9061 47
Baidu Inc ADR	3452	8128 47	9047 06
Baidu Inc ADR	3452	8180 62	8224 60
Ishares Ftse/Xinhua China 25 Index Fund	3452	25176 96	24341 76
NetFlix com Inc	3452	16404 61	16802 45
Powershares QQQ Series 1	3452	70523 04	76311 00
S&P Midcap 400 Index Spdr Trust Series 1	3452	46218 83	47558 14
S&P Midcap 400 Index Spdr Trust Series 1	3452	14778 93	15150 10
Starbucks Corp	3452	8110 31	9408 48
Teva Pharmaceutical	3452	16077 16	17752 88
Visa Inc Class A	3452	16549 12	19591 04
Totals-Wells Fargo - Professional 1 Advisor Account	3452	267,869 92	292,617 86
Burlington Northern Santa Fe (624 shs)	4038	49,911 35	61538 88
Exxon Mobil Corp (700 shs)	4038	47,835 97	47733 00
Metlife, Inc 6 5% in preferreds/fixed rate	4038	60,000 00	57624 00
Public Storage Pref 6 45%	4038	50,000 00	44180 00
Public Storage Pref 6 95%	4038	25,605 00	23800 00
Royal Bank of Scotland	4038	76,445 50	32944 50
Wells Fargo Corp 8%	4038	64,226 80	66151 80
Barclays Bank PLC preferred 7 1%	4038	51,405 50	44180 00
Total Corporate Stock		810,932 00	707,197 60

ARCH L. FERGUSON FOUNDATION
Corporate Stocks, Bonds & Mutual Funds
12/31/2009

STATEMENT 11 & 12

Part II, Line 10b and 10c - Investment - Corporate Stocks, Bonds & Mutual Funds

Description		Line 10b Book Value 12/31/2009	Line 10c FMV 12/31/2009
<u>Funds</u>			
Wells Fargo - Select Advisor 1 Account	2971	482,482 19	255,078 25
Nexregen Real Estate Investment Trust (K-1)	outside	79,093 70	79,093 70
Sims Benchmark IV LLC (K-1)	outside	8,988 00	35,000 00
Metlife Investors Insurance Co	4038-	131,118 63	125,267 01
Capital World Bond Fund	4038	77,847 17	77,471 49
PIMCO Fds Real Return Bd Fd Cl C	4038	225,084 81	256,249 50
Van Kampen Merritt Utility Fd Cl A	4038	239,551 70	264,957 23
Cohen & Steers REIT and Pfd Income Fd	4038	149,213 59	62,100 00
Eaton Vance Risk Managed Diversified Equity Income	4038	238,173 66	249,000 00
Permanent Family of Funds	outside	100,906 44	126,093 55
Total Funds		1,732,459 89	1,530,310 73
Stmt 11 totals		2,543,391 89	2,237,508 33
All		5,241,933 64	4,676,442 93

ARCH L FERGUSON FOUNDATION
MORTGAGE LOANS
12/31/2009

Supplement to Statement 14

Part II, Line 12 - Mortgage loans

Debtor	Int Rate	Date of Note	Term of note	Loan Amount	Book Value 12/31/2009	FMV 12/31/2009
BIRDSONG	9.50%	3/1/1999	15 years	\$ 150,000.00	\$ 54,870.00	\$ 54,870.00
BIRDSONG PRODUCTS, INC	8 25%	6/18/2004	20 years	\$ 253,385.00	\$ 218,706.29	\$ 218,706.29
					<u>\$ 273,576.29</u>	<u>\$ 273,576.29</u>

ARCH L. FERGUSON FOUNDATION
INVESTMENTS
12/31/2009

Supplement to Statement 15

Part II, Line 13 - Investments - Other

Description	Book Value 12/31/2008	FMV 12/31/2008
BONDS		
Chapel Hills	144,000.00	144,000.00
Church of the Living God-5	12,000.00	12,000 00
Church of the Living God-6	3,000.00	3,000 00
Church of the Living God-7	10,000.00	10,000.00
Church of the Living God-8	6,000 00	6,000.00
Full Gospel Holy Temple-2	20,000.00	20,000.00
Full Gospel Holy Temple-3	5,000 00	5,000 00
Full Gospel Holy Temple-4	51,000.00	51,000 00
Full Gospel Holy Temple-5	19,000.00	19,000 00
Full Gospel Holy Temple-6	25,000.00	25,000 00
St Agnes Missionary Baptist Church	50,000 00	50,000.00
United Baptist Church-1	25,000 00	25,000 00
United Baptist Church-2	47,000 00	47,000.00
United Baptist Church-3	3,000.00	3,000.00
United Baptist Church-4	25,000.00	25,000 00
Total Church Bonds:	445,000.00	445,000.00
Total	445,000.00	445,000 00

Supplement to Statement 15

Directors

Wayne C Hood
Edwin V Bonneau
Quinton Gage
Delos V Johnson
Gary D Hood
Scott Gage



THE ARCH L. FERGUSON FOUNDATION

601 EAST ABRAM STREET
P O. BOX 1839
ARLINGTON, TEXAS 76004-1839
(817) 460-1841

DONATIONS RECEIVED BY THE FERGUSON FOUNDATION - 2009

St. Paul Church of Christ %Bob Gullede 274 Madison 4391 Combs, AR 72721	10,000.00
Martha McCully Guy Thomas McCully 10830 Gerald Ave. Granada Hills, CA 91344	2,400.00
Larry W. Harding Vernia Harding 4013 SE 10th Oklahoma City, OK 73115	600.00
B.J. Evans 3171 CS 2850 Ninnekah, OK 73067-9558	600.00
Scott Gage LaDonna Gage 4409 Chaparral Lane Fayetteville, AR 72704-5531	255.00
Third Avenue Church of Christ 196 S. 3rd Ave. Upland, CA 91786	235.00
Fairview Church of Christ, Inc. 301 Ramble Lane Austin, TX 78745	200.00
Ayleen Boyett 105 Hillcrest Drive Brookhaven, MS 39601	200.00

DONATIONS RECEIVED BY THE FERGUSON FOUNDATION - 2009

Roger Gomez	100.00
Judy Gomez	
5329-30th	
Lubbock, TX 79407-3515	
Nelta G. Smith	100.00
204 Edinburgh	
Victoria, TX 77901	
Madalyn Cordell	75.00
628 Garland	
El Dorado, AR 71730-6722	
Norma Blevins	<u>50.00</u>
398 Arney	
Sand Springs, OK 74063-9415	
TOTAL 2009 DONATIONS	14,815.00

Directors

Wayne C Hood
Edwin V Bonneau
Quinton Gage
Delos V Johnson
Gary D Hood
Scott Gage



THE ARCH L. FERGUSON FOUNDATION

601 EAST ABRAM STREET
P O. BOX 1839
ARLINGTON, TEXAS 76004-1839
(817) 460-1841

SUMMARY OF FUNDS DISTRIBUTED IN 2009

Amount required by IRS to be distributed in 2009	168,357.00
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Distributions:

I. Benevolent Grants	
a. To Individuals	6,500.00
b. Through Churches	39,000.00
 II. Mission Funds	
a. Foreign	53,700.00
b. Domestic	29,700.00
 III. Preacher Training	18,400.00
 IV. Grants to supplement support for Ministers and Retired Ministers	14,200.00
 v. Grants for General Church Work and Miscellaneous Works	7,700.00

TOTAL FUNDS DISTRIBUTED IN 2009:	169,200.00
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**FOUNDATION FUNDS DISTRIBUTED
IN YEAR 2009**

1. Grants for benevolence:

a. Individual grants

(None of the grants were make to person(s) related to any Officer or Manager of this Foundation unless otherwise indicated.)

Arlington Charities 811 Secretary Arlington, TX 76015	For: Benevolence	2,000.00
Leland Langham PO Box 1002 Parson, KS 67357	For: Benevolence	1,000.00
Arlington Charities 811 Secretary Drive Arlington, Tx 76015	For: Benevolence	3,500.00
TOTAL INDIVIDUAL GRANTS		6,500.00

FUNDS DISTRIBUTED IN 2009

1. Grants for benevolence

b. Through Churches

Pleasant Street Church of Christ 1020 South Pleasant Street Springdale, AR 72764	For: Lorenzo Razo	1,000.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Cora Beth Smith	1,000.00
Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602	For: Berean Children's Home, Inc.	1,000.00
Southside Church of Christ 4800 S. Loop 340 Waco, TX 76706-4642	For: Sue Holland	500.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Ruth Ann Parish	1,000.00
Quitaque Church of Christ %Delos Johnson PO Box 235 Quitaque, TX 79255	For: Robert Kaiser	2,000.00
Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602	For: Berean Children's Home, Inc.	1,000.00
Grants Pass Church of Christ %Jeff Prosise 3780 Redwood Grants Pass, OR 97527-9221	For: Benevolent	1,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Jerry Rogers	500.00
Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602	For: Berean Children's Home, Inc.	1,000.00

FUNDS DISTRIBUTED IN 2009

1. Grants for benevolence

b. Through Churches

Coleman Avenue Church of Christ PO Box 998 Colbert, OK 74733	For: Benevolent	1,500.00
Elk Avenue Church of Christ 2113 Elk Avenue Duncan, OK 73533	For: Benevolent	1,500.00
California Lane Church of Christ 1906 California Lane Arlington, TX 76015	For: Benevolent	1,500.00
South Hill Church of Christ PO Box 3425 Fayetteville, AR 72702-3425	For: Benevolent	1,500.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Benevolent	1,500.00
Ninth Street Church of Christ PO Box 561 Ballinger, TX 76821-0561	For: Benevolent	1,500.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Yvonne Smith, Maggie Smith, Nadine Burchfield, Nancy Brown, Rosemary Blakeley, Shannon Brooks	6,000.00
Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602	For: Berean Children's Home, Inc.	14,000.00

TOTAL GRANTS THRU CHURCHES	39,000.00
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FUNDS DISTRIBUTED IN 2009

II. Grants for mission funds:

a. Foreign

50th Street Church of Christ PO Box 726 Bethany, OK 73008	For: India Travel	4,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	1,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	1,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: India Mission	1,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, TX 76114	For: Ukraine Mission	1,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	1,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, TX 76114	For: Ukraine Mission	1,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: India Mission	1,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	1,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: India Mission	1,000.00

FUNDS DISTRIBUTED IN 2009

II. Grants for mission funds:

a. Foreign

Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	1,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, TX 76114	For: Ukraine Mission	1,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	1,000.00
Quaker Avenue Church of Christ 1701 Quaker Avenue Lubbock, TX 79416	For: Uganda Mission	3,000.00
Westside Church of Christ %Bevard M. Keele 3307 Robinson Pearland, TX 77581	For: Nigeria Mission	3,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: India Mission	14,500.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	9,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, TX 76114	For: Ukraine Mission	6,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	2,200.00

TOTAL GRANTS FOR FOREIGN MISSION	53,700.00
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FUNDS DISTRIBUTED IN 2009

II. Grants for mission funds:

b. Domestic

50th Street Church of Christ PO Box 726 Bethany, OK 73008	For: Sooner Boom	1,200.00
South Hill Church of Christ PO Box 3425 Fayetteville, AR 72702-3425	For: Blytheville, AR.	16,500.00
North 50th Street Church of Christ %Bruce Langham 2309 Meadow Lane Barling, AR 72923	For: Preacher Support	800.00
Northwest Church of Christ 1141 N. Willis Street Abilene, TX 79603	For: Prison Ministry	7,000.00
Church of Christ %Marion Jones 26188 Rd. 132 Visalia, CA 93292	For: Preacher Support	4,200.00
TOTAL GRANTS FOR DOMESTIC MISSION		29,700.00

FUNDS DISTRIBUTED IN 2009

III. Grants for preacher training:

**Coleman Avenue Church of Christ
PO Box 998
Colbert, OK 76733**

**For:
Preacher Training**

14,400.00

**Southwest Bible Institute
3200 San Antonio
San Angelo, TX 76901**

**For:
Preacher Training**

4,000.00

TOTAL GRANTS FOR PREACHER TRAINING

18,400.00

FUNDS DISTRIBUTED IN 2009

IV. Grants to supplement support for ministers and retired ministers:

Birdie Lawrence 1209 N. Grand Blvd. Duncan, OK 73533	For: Widow of Claude Lawrence	1,200.00
Opel Stapp 2080 County Line Rd. Shelbyville, IN 37160	For: Widow of Ottest Stapp	1,200.00
Mary Louise Gipson 30315 Gill Road Holden, LA 70744	For: Widow of Bill Gipson	1,500.00
Ruby Stewart 1714 Arizona Chickasha, OK 73018	For: Widow of Buford Stewart	1,000.00
Frank Duckworth PO Box 275 Lockney, TX 79241-0275	For: Retired Minister	1,500.00
Delos Johnson PO Box 235 Quitaque, Tx 79255	For: Retired Minister	1,500.00
Walter Jones 1007 Washington Sand Springs, TX 74063	For: Retired Minister	1,200.00
George Gray 109 Koldin Lane Fort Worth, TX 76114	For: Retired Minister	2,000.00

FUNDS DISTRIBUTED IN 2009

IV. Grants to supplement support for ministers and retired ministers:

Wendell Langham	For:	2,000.00
1401 Valentine	Retired Minister	
Hurst TX 76053		

Roberto Lara Z.	For:	1,100.00
FCO, Perez Baeza 27	Retired Minister	
Moroleon, GTO, Mexico 38800		

TOTAL GRANTS FOR MINISTERS AND RETIRED MINISTERS		14,200.00
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FUNDS DISTRIBUTED IN 2009

V. Church general and miscellaneous grants:

South Hill Church of Christ PO Box 3425 Fayetteville, AR 72702-3425	For: Printing of Basic Christianity	6,000.00
Christian Appeal Publishers, Inc. 2310 Anna Street Amarillo, TX 79106-4717	For: Printing of Christian Appeal	500.00
Moments of Inspiration PO Box 1593 Canyon, TX 79015	For: Moments of Inspiration	1,200.00
TOTAL GRANTS FOR CHURCH GENERAL AND MISCELLANEOUS		7,700.00