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 , 2009, and ending , 20

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: DRAKE GUNGOLL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 6 N.E. 63RD, SUITE 300

City or town, state, and ZIP code: OKLAHOMA CITY, OK 73105

A Employer identification number: 26-0204830

B Telephone number (see page 10 of the instructions): (405) 848-7898

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) ▶ $ 1,588,219.

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) (see page 11 of the instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts grants etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	39,736.	39,736.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-100,844.			
	b Gross sales price for all assets on line 6a 587,691.				
	7 Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11 Other income (attach schedule)	157.	157.		ATCH 2
	12 **Total.** Add lines 1 through 11	-60,951.	39,893.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,675.	168.	0.	0.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	695.	69.	0.	0.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	7,539.	754.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	9,909.	991.	0.	0.
	25 Contributions, gifts, grants paid	82,358.			82,358.
	26 **Total expenses and disbursements** Add lines 24 and 25	92,267.	991.	0.	82,358.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-153,218.			
	b **Net investment income** (if negative, enter -0-)		38,902.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	45,120.	27,018.	27,018.
	2	Savings and temporary cash investments	1,751,896.	1,616,780.	1,561,201.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,797,016.	1,643,798.	1,588,219.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	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	1,797,016.	1,643,798.	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,797,016.	1,643,798.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,797,016.	1,643,798.	

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	1,797,016.
2	Enter amount from Part I, line 27a	2	-153,218.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,643,798.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,643,798.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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				

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	-100,844.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	98,055.	1,658,582.	0.059120
2007	68,000.	2,155,693.	0.031544
2006			
2005			
2004			

2 **Total** of line 1, column (d)	2	0.090664
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.045332
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,482,855.
5 Multiply line 4 by line 3	5	67,221.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	389.
7 Add lines 5 and 6	7	67,610.
8 Enter qualifying distributions from Part XII, line 4	8	82,358.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 ruling 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	389.
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	
3	Add lines 1 and 2	3	389.
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	389.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 0.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	0.
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	389.
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** ▶ 0. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*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*			
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 ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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 page 19 of the instructions) ▶ OK,			
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 on page 27)? *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)*

			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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FOUNDATION Telephone no ▶ (405)848-7898

Located at ▶ 6 N.E. 63RD, SUITE 300 OKLAHOMA CITY, OK ZIP + 4 ▶ 73105

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)?		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 page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If "Yes," attach the statement required by Regulations section 53 4945-5(d)*	☐ Yes ☒ No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*	**6b**		X
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?	**7b**		X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 5		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3 (	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,469,368.
b	Average of monthly cash balances	1b	36,069.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	1,505,437.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,505,437.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	22,582.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,482,855.
6	**Minimum investment return.** Enter 5% of line 5	6	74,143.

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

1	Minimum investment return from Part X, line 6			1	74,143.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	389.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	389.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	73,754.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	73,754.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	73,754.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	82,358.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	82,358.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	389.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	81,969.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				73,754.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			22,616.	
b Total for prior years 20 07 ,20 06 ,20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 82,358.				
a Applied to 2008, but not more than line 2a			22,616.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				59,742.
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				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				14,012.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
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 0.				

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

1a 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
2a 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 page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

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

N/A

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

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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*				
ATTACHMENT 6				
Total . . . . . . ▶ **3a**				82,358.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	39,736.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-100,844.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER INCOME			01	157.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-60,951.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -60,951.

(See worksheet in line 13 instructions on page 28 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) (See page 29 of the instructions)
	NOT APPLICABLE

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		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

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

x Carole J Drake | x 6/11/10 | Director

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date 5-14-2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00157741
Firm's name (or yours if self-employed), address, and ZIP code	GRANT THORNTON LLP 211 N ROBINSON STE 1200 OKLAHOMA CITY, OK 73102		EIN 36-6055558 Phone no 405-218-2800

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					55.	
		BANK OF OKLAHOMA S-T (SEE ATTACHED)				P	VAR	VAR
56,128.		62,475.					-6,347.	
		BANK OF OKLAHOMA L-T (SEE ATTACHED)				P	VAR	VAR
531,508.		626,060.					-94,552.	
TOTAL GAIN(LOSS)							-100,844.	

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust: DRAKE GUNGOLL FOUNDATION

Employer identification number: 26-0204830

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-6,347.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-6,347.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-94,552.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	55.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-94,497.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions* **before** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-6,347.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-94,497.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-100,844.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet**, *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 — 16 (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *on page 7 of the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: DRAKE GUNGOLL FOUNDATION

Employer identification number: 26-0204830

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a BANK OF OKLAHOMA S-T (SEE ATTACHED)			56,128.	62,475.	-6,347.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -6,347.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a BANK OF OKLAHOMA L-T (SEE ATTACHED)			531,508.	626,060.	-94,552.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					-94,552.

TAX PREPARER DFP
TRUST ADMINISTRATOR 20
INVESTMENT OFFICER 416

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
80 0000 AFLAC INC 001055102 MINOR = 465						
SOLD		02/03/2009	1864 78			
ACQ	30 0000	05/31/2007	699 29	1535 20	-885 91	LT15
	30 0000	06/05/2007	699 29	1533 40	-884 11	LT15
	20 0000	07/11/2007	466 20	1022 60	-556 41	LT15
59 7010 AIM REAL ESTATE - INS FD#4725 - 00142C466 - MINOR = 586						
SOLD		10/14/2009	1000 00			
ACQ	59 7010	05/31/2007	1000 00	2081 77	-1081 77	LT15
10 0000 APACHE CORPORATION - 037411105 - MINOR = 31001						
SOLD		07/06/2009	670 98			
ACQ	10 0000	06/22/2007	670 98	852 40	-181 42	LT15
20.0000 APACHE CORPORATION - 037411105 - MINOR = 31001						
SOLD		10/14/2009	2001 94			
ACQ	5 0000	06/05/2007	500 49	415 90	84 59	LT15
	5 0000	06/22/2007	500 49	426.20	74 29	LT15
	10 0000	07/11/2007	1000 97	832 60	168 37	LT15
70 0000 ARCHER DANIELS MIDLAND CO - 039483102 - MINOR - 420						
SOLD		02/03/2009	1866 18			
ACQ	10 0000	05/31/2007	266 60	355 90	-89 30	LT15
	35 0000	06/05/2007	933 09	1234 35	-271 26	LT15
	25 0000	10/16/2007	666 49	873 50	-207 01	LT15
30 0000 ARCHER DANIELS MIDLAND CO - 039483102 - MINOR = 420						
SOLD		07/06/2009	800 39			
ACQ	15 0000	06/05/2007	400 20	516 15	-115 95	LT15
	15 0000	08/02/2007	400 20	514 95	-114 76	LT15
40 0000 ARCHER DANIELS MIDLAND CO - 039483102 - MINOR = 420						
SOLD		10/14/2009	1159 96			
ACQ	20 0000	06/22/2007	599 98	678 60	-78 62	LT15
	15 0000	11/05/2008	449 99	374 10	75 89	ST
	5 0000	08/02/2007	150 00	171 65	-21 66	LT15
35 0000 AVON PRODUCTS INC - 054303102 - MINOR = 413						
SOLD		10/14/2009	1193 46			
ACQ	35 0000	11/05/2008	1193 46	912 10	281 36	ST
20 0000 BAKER HUGHES INC - 057224107 - MINOR = 447						
SOLD		02/03/2009	658 19			
ACQ	20 0000	10/16/2007	658 19	1994 00	-1335 81	LT15
30 0000 BAKER HUGHES INC - 057224107 - MINOR 447						
SOLD		07/06/2009	1027 77			
ACQ	15 0000	06/22/2007	513.89	1323 45	-809 57	LT15
	10 0000	07/11/2007	342 59	869 70	-527 11	LT15
	5 0000	10/16/2007	171 30	498 50	-327 21	LT15
25 0000 BAKER HUGHES INC - 057224107 - MINOR = 447						
SOLD		10/14/2009	1147 47			
ACQ	5 0000	05/31/2007	229 49	411 05	-181 56	LT15
	20 0000	06/05/2007	917 98	1703 40	-785 42	LT15
60 0000 BANK AMER CORP COM - 060505104						
SOLD		02/03/2009	331 19			
ACQ	30 0000	05/31/2007	165 60	1523 10	-1357 51	LT15
	30 0000	06/05/2007	165 60	1521 90	-1356 31	LT15
10 0000 BECTON DICKINSON & CO - 075887109 - MINOR = 31001						
SOLD		07/06/2009	700 58			
ACQ	10 0000	11/08/2007	700 58	811 03	-110 45	LT15
15 0000 BECTON DICKINSON & CO - 075887109 - MINOR - 31001						
SOLD		10/14/2009	1031 97			
ACQ	15 0000	11/08/2007	1031 97	1216 54	-184 57	LT15
90 0000 BEST BUY INC - 086516101 - MINOR = 433						
SOLD		07/06/2009	2867 37			
ACQ	5 0000	05/31/2007	159 30	239 90	-80 50	LT15
	50 0000	06/05/2007	1592 98	2408 00	-815 02	LT15
	35 0000	10/16/2007	1115 09	1703 45	-588 36	LT15
10 0000 BEST BUY INC - 086516101 - MINOR = 433						
SOLD		10/14/2009	400 63			
ACQ	10 0000	05/31/2007	400 63	479 60	-79 12	LT15
416 3330 WM BLAIR INTL GROWTH-I FD#1747 - 093001774 - MINOR = 497						
SOLD		02/03/2009	5200 00			
ACQ	416 3330	10/04/2007	5200 00	14188 63	-8988 63	LT15
464 5160 WM BLAIR INTL GROWTH-I FD#1747 - 093001774 - MINOR = 497						
SOLD		07/06/2009	7200 00			
ACQ	464 5160	10/04/2007	7200 00	15830 71	-8630 71	LT15
85 0000 BOEING CO - 097023105 - MINOR = 400						
SOLD		04/01/2009	2991 13			
ACQ	10 0000	06/22/2007	351 90	961 60	-609 70	LT15
	10 0000	10/16/2007	351 90	947.60	-595 70	LT15
	15 0000	11/08/2007	527 85	1452 30	-924 45	LT15
	50 0000	07/03/2008	1759 49	3223.00	-1463 51	ST
30 0000 BRISTOL MYERS SQUIBB CO - 110122108 - MINOR = 31000						
SOLD		02/03/2009	665 15			
ACQ	30 0000	10/16/2007	665 15	883.80	-218 65	LT15
10 0000 BRISTOL MYERS SQUIBB CO - 110122108 - MINOR = 31000						
SOLD		07/06/2009	196 00			
ACQ	10 0000	10/16/2007	196.00	294 60	-98 60	LT15
35 0000 BRISTOL MYERS SQUIBB CO - 110122108 - MINOR = 31000						
SOLD		07/23/2009	729.03			
ACQ	35 0000	10/16/2007	729 03	1031 10	-302 07	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER DEP
TRUST ADMINISTRATOR 20
INVESTMENT OFFICER 416

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
5 0000 BRISTOL MYERS SQUIBB CO - 110122108 - MINOR = 31000						
SOLD		10/14/2009	339 59			
ACQ	15 0000	10/16/2007	339 59	441 90	-102 31	LT15
60 0000 BRISTOL MYERS SQUIBB CO - 110122108 - MINOR = 31000						
SOLD		10/29/2009	1327 16			
ACQ	60 0000	10/16/2007	1327 16	1767 60	-440 44	LT15
146 3410 CALAMOS MARKET NEUTRAL-A FD#0605 - 128119203 - MINOR = 585						
SOLD		02/03/2009	1500 00			
ACQ	76 0460	10/04/2007	779 47	1000 00	-220 53	LT15
	70 2950	06/05/2007	720 53	922 27	-201 74	LT15
35 0000 CHESAPEAKE ENERGY CORP - 165167107 - MINOR = 427						
SOLD		10/14/2009	1003 77			
ACQ	35 0000	10/08/2008	1003 77	786 88	216 89	LT15
30 0000 CISCO SYSTEMS - 17275R102 - MINOR = 31000						
SOLD		02/03/2009	454 25			
ACQ	30 0000	10/16/2007	454 25	967 20	-512 95	LT15
40 0000 CISCO SYSTEMS - 17275R102 - MINOR = 31000						
SOLD		07/06/2009	738 01			
ACQ	40 0000	10/16/2007	738 01	1289 60	-551 59	LT15
55 0000 CISCO SYSTEMS - 17275R102 - MINOR = 31000						
SOLD		10/14/2009	1333 71			
ACQ	40 0000	08/02/2007	969 97	1199 20	-229 23	LT15
	15 0000	10/16/2007	363 74	483 60	-119 86	LT15
385 0000 COMCAST CORP-CL A - 20030N101 - MINOR = 432						
SOLD		02/03/2009	5543 96			
ACQ	70 0000	05/31/2007	1007 99	1928 50	-920.51	LT15
	140.0000	06/05/2007	2015 99	3775 80	-1759.81	LT15
	70 0000	08/02/2007	1007 99	1795 50	-787 51	LT15
	105 0000	10/16/2007	1511 99	2542.05	-1030 06	LT15
20 0000 DANAHER CORP - 235851102 - MINOR = 31000						
SOLD		02/03/2009	1106 59			
ACQ	5 0000	06/22/2007	276 65	373.50	-96 85	LT15
	15 0000	08/02/2007	829 94	1150 50	-320 56	LT15
15 0000 DANAHER CORP - 235851102 - MINOR = 31000						
SOLD		10/14/2009	1033 32			
ACQ	5 0000	05/31/2007	344 44	370 30	-25 86	LT15
	10 0000	06/22/2007	688 88	747 00	-58 12	LT15
10 0000 DEVON ENERGY CORPORATION - 25179M103 - MINOR = 427						
SOLD		10/14/2009	703 18			
ACQ	10 0000	08/21/2009	703 18	649 20	53 98	ST
240 9640 DIAMOND HILL LONG/SHORT-I FD#0011 - 252645833 - MINOR = 585						
SOLD		02/03/2009	3200 00			
ACQ	240 9640	10/04/2007	3200 00	4619 29	-1419 29	LT15
180 0000 DISNEY, WALT COMPANY - 254687106 - MINOR = 31001						
SOLD		04/17/2009	3623 30			
ACQ	30 0000	05/31/2007	603 88	1054 80	-450 92	LT15
	40 0000	06/05/2007	805 18	1392 98	-587 80	LT15
	15 0000	06/22/2007	301 94	513 90	-211 96	LT15
	20 0000	07/11/2007	402 59	678 40	-275 81	LT15
	15 0000	08/02/2007	301 94	511 35	-209 41	LT15
	20 0000	10/16/2007	402 59	704 80	-302 21	LT15
	40 0000	11/08/2007	805 18	1348 40	-543 22	LT15
15 0000 DISCOVER FINANCIAL SERVICE - 254709108 - MINOR = 463						
SOLD		10/14/2009	239 99			
ACQ	15 0000	09/14/2009	239 99	219 75	20 24	ST
368 0000 DODGE & COX INTL STK FD#1048 - 256206103 - MINOR = 497						
SOLD		07/06/2009	9200 00			
ACQ	368 0000	06/05/2007	9200 00	18094 56	-8894 56	LT15
40 0000 EATON VANCE CORP COM - 278265103 - MINOR = 463						
SOLD		02/03/2009	774 79			
ACQ	10.0000	06/22/2007	193 70	444 30	-250 60	LT15
	30 0000	07/11/2007	581 09	1357 08	-775 99	LT15
205 0000 EATON VANCE CORP COM - 278265103 - MINOR = 463						
SOLD		09/14/2009	5898 41			
ACQ	50 0000	05/31/2007	1438 64	2195 00	-756 36	LT15
	50 0000	06/05/2007	1438 64	2208.50	-769 86	LT15
	15.0000	06/22/2007	431 59	666 45	-234 86	LT15
	25 0000	08/02/2007	719 32	1040 25	-320 93	LT15
	40 0000	10/16/2007	1150 91	1694 00	-543 09	LT15
	25.0000	11/05/2008	719 32	562 50	156 82	ST
20 0000 ECOLAB INC - 278865100 - MINOR = 409						
SOLD		10/14/2009	924.37			
ACQ	20 0000	12/23/2008	924 37	675 80	248 57	ST
35 0000 ELECTRONIC ARTS COM 285512109 - MINOR = 474						
SOLD		10/14/2009	734 28			
ACQ	35 0000	08/21/2009	734 28	686 35	47.93	ST
155 0000 ELECTRONIC ARTS COM - 285512109 - MINOR = 474						
SOLD		11/23/2009	2672 13			
ACQ	155 0000	08/21/2009	2672 13	3039 55	-367 42	ST
30 0000 EMERSON ELECTRIC CO - 291011104 - MINOR - 5010						
SOLD		02/03/2009	987 89			
ACQ	30 0000	10/16/2007	987 89	1589 40	-601 51	LT15
30.0000 EMERSON ELECTRIC CO 291011104 MINOR = 5010						
SOLD		07/06/2009	1010 99			
ACQ	5 0000	05/31/2007	168 50	243 40	-74 90	LT15
	25 0000	07/19/2007	842 49	1267 92	-425 43	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER DEP
TRUST ADMINISTRATOR 20
INVESTMENT OFFICER 416

LEGEND- F - FEDERAL　S - STATE　I - INHERITED
E - EXEMPT FROM STATE　U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
135 0000 EMERSON ELECTRIC CO - 291011104 - MINOR = 5010						
SOLD		07/21/2009	4785 15			
ACQ	25 0000	05/31/2007	886 14	1217 00	-330 86	LT15
	30 0000	06/05/2007	1063 37	1451 10	-387 73	LT15
	20 0000	06/06/2007	708 91	960 80	-251 89	LT15
	15 0000	06/22/2007	531 68	719 85	-188 17	LT15
	20 0000	07/11/2007	708 91	973 40	-264 49	LT15
	25 0000	08/02/2007	886 14	1195 25	-309 11	LT15
20 0000 EXXON MOBIL CORP COM - 30231G102						
SOLD		07/06/2009	1352 76			
ACQ	20 0000	10/16/2007	1352 76	1898 60	-545 84	LT15
15 0000 EXXON MOBIL CORP COM - 30231G102						
SOLD		10/14/2009	1064 22			
ACQ	5 0000	06/05/2007	354 74	421 30	-66 56	LT15
	10 0000	07/11/2007	709 48	858 10	-158 62	LT15
30 0000 FAMILY DLR STORES INC - 307000109 - MINOR = 433						
SOLD		02/03/2009	850 00			
ACQ	30 0000	05/13/2008	850 00	657 49	192 51	ST
40 0000 FAMILY DLR STORES INC - 307000109 - MINOR = 433						
SOLD		10/14/2009	1132 77			
ACQ	40 0000	05/13/2008	1132 77	889 99	242 78	LT15
20 0000 FEDEX CORP COM - 31428X106 - MINOR = 480						
SOLD		10/14/2009	1589 76			
ACQ	10 0000	06/05/2007	794 88	1106 00	-311 12	LT15
	10 0000	07/11/2007	794 88	1132 50	-337 62	LT15
124 6290 FIDELITY LEVERAGED CO STOCK FD#0122 - 316389873 - MINOR = 585						
SOLD		07/06/2009	2100 00			
ACQ	55 9280	07/11/2007	942 39	2000 00	-1057 61	LT15
	68 7010	06/05/2007	1157 61	2423 08	-1265 47	LT15
43 8410 FIDELITY LEVERAGED CO STOCK FD#0122 - 316389873 - MINOR = 585						
SOLD		10/14/2009	1000 00			
ACQ	43 8410	06/05/2007	1000 00	1546 27	-546 27	LT15
10 0000 GENZYME CORP - 372917104 - MINOR = 442						
SOLD		07/06/2009	549 08			
ACQ	10 0000	06/05/2007	549 08	655 00	-105 92	LT15
20 0000 GOLDMAN SACHS GROUP, INC - 38141G104 - MINOR = 31001						
SOLD		02/03/2009	1641 39			
ACQ	20 0000	10/08/2008	1641 39	2312 70	-671 31	ST
10 0000 HALLIBURTON COMPANY - 406216101 - MINOR = 447						
SOLD		07/06/2009	191 40			
ACQ	10 0000	10/08/2008	191 40	200 50	-9 10	ST
40 0000 HALLIBURTON COMPANY - 406216101 - MINOR = 447						
SOLD		10/14/2009	1153 97			
ACQ	40 0000	10/08/2008	1153 97	802 00	351 97	LT15
132 8590 HARBOR INTERNATIONAL FUND - 411511306 - MINOR = 497						
SOLD		07/06/2009	5600 00			
ACQ	132 8590	07/09/2008	5600 00	8402 00	-2802 00	ST
100 0000 INTEL CORP - 458140100 - MINOR = 31001						
SOLD		02/03/2009	1334 99			
ACQ	30 0000	07/11/2007	400 50	740 10	-339 60	LT15
	15 0000	08/02/2007	200 25	363 30	-163 05	LT15
	55 0000	10/16/2007	734 24	1414 05	-679 81	LT15
20 0000 INTEL CORP - 458140100 - MINOR = 31001						
SOLD		02/06/2009	289 19			
ACQ	20 0000	08/07/2007	289 19	481 60	-192 41	LT15
30 0000 INTEL CORP - 458140100 - MINOR = 31001						
SOLD		07/06/2009	492 90			
ACQ	30 0000	08/02/2007	492 90	726 60	-233 70	LT15
80 0000 INTEL CORP - 458140100 - MINOR = 31001						
SOLD		07/23/2009	1555 15			
ACQ	20 0000	08/02/2007	388 79	484 40	-95 61	LT15
	60 0000	08/07/2007	1166 36	1444 80	-278 44	LT15
10 0000 INTERNATIONAL BUSINESS MACHINESCORP - 459200101 - MINOR = 31001						
SOLD		10/14/2009	1268 76			
ACQ	10 0000	12/23/2008	1268 76	806 90	461 86	ST
130 0000 ISHARES S&P MIDCAP 400/GWTH - 464287606 - MINOR = 478						
SOLD		02/03/2009	6774 26			
ACQ	130 0000	10/04/2007	6774 26	11,964 79	-5190 53	LT15
55 0000 ISHARES S&P MIDCAP 400/GWTH - 464287606 - MINOR = 478						
SOLD		07/06/2009	3299 95			
ACQ	55 0000	10/04/2007	3299 95	5062 03	-1762 08	LT15
45 0000 ISHARES TR S&P MIDCAP 400/VAL - 464287705 - MINOR = 478						
SOLD		02/03/2009	2081 23			
ACQ	45 0000	05/31/2007	2081 23	4019 40	-1938 17	LT15
20 0000 ISHARES TR S&P MIDCAP 400/VAL - 464287705 - MINOR = 478						
SOLD		07/06/2009	1012 97			
ACQ	20 0000	05/31/2007	1012 97	1786 40	-773 43	LT15
30 0000 ISHARES S&P SMALLCAP 600/VAL FD - 464287879 - MINOR = 478						
SOLD		07/06/2009	1369 46			
ACQ	10 0000	06/05/2007	456 49	817 50	-361 01	LT15
	20 0000	06/22/2007	912 97	1609 40	-696 43	LT15
75 0000 ISHARES S&P SMALLCAP 600/VAL FD - 464287879 - MINOR = 478						
SOLD		10/14/2009	4313 13			
ACQ	75 0000	06/22/2007	4313 13	6035 25	-1722 12	LT15

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TAX PREPARER LBP
TRUST ADMINISTRATOR 20
INVESTMENT OFFICER 416

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
70 0000 ISHARES S&P SMALLCAP 600/350 FD - 464287887 - MINOR - 478						
SOLD		07/03/2009	796 39			
ACQ	20 0000	10/04/2007	796 39	1473 40	-677 01	LT15
45 0000 ISHARES S&P SMALLCAP 600/350 FD - 464287887 MINOR = 478						
SOLD		07/06/2009	2016 44			
ACQ	45 0000	10/04/2007	2016 44	3315 15	-1298 71	LT15
10 0000 JP MORGAN CHASE & CO - 46625H100 - MINOR = 31001						
SOLD		10/14/2009	468 58			
ACQ	10 0000	04/01/2009	468 58	277 80	190 78	ST
10 0000 KIMBERLY CLARK CORP - 494368103 - MINOR = 4.4						
SOLD		10/14/2009	591 68			
ACQ	10 0000	02/03/2009	591 68	506 30	85 38	ST
60 0000 KOHLS CORP - 500255104 - MINOR - 433						
SOLD		07/03/2009	2249.38			
ACQ	30 0000	05/31/2007	1124 69	2284 20	-1159 51	LT15
	30 0000	06/05/2007	1124 69	2271 00	-1146 31	LT15
50 0000 KOHLS CORP - 500255104 - MINOR = 433						
SOLD		07/06/2009	2122 94			
ACQ	15.0000	06/22/2007	636 88	1057 20	-420 32	LT15
	20.0000	07/11/2007	849 18	1375.40	-526 22	LT15
	15.0000	08/02/2007	636 88	915 75	-278 87	LT15
30 0000 KOHLS CORP - 500255104 - MINOR = 433						
SOLD		10/14/2009	1799 96			
ACQ	30 0000	10/16/2007	1799 96	1729 53	70 43	LT15
10 0000 L-3 COMMUNICATIONS HLDGS INC - 502424104 - MINOR = 400						
SOLD		07/06/2009	657 98			
ACQ	10 0000	08/02/2007	657 98	993 70	-335 72	LT15
60 0000 LOCKHEED MARTIN CORP - 539830109 - MINOR = 400						
SOLD		08/21/2009	4487 28			
ACQ	60 0000	07/21/2009	4487 28	4606 54	-119 26	ST
45 0000 MATTEL INC - 577081102 - MINOR = 403						
SOLD		10/14/2009	865 79			
ACQ	45 0000	07/06/2009	865 79	579 60	286 19	ST
30 0000 MCDONALDS CORP - 580135101 - MINOR = 3 001						
SOLD		02/03/2009	1732 49			
ACQ	30 0000	05/13/2008	1732 49	1852 80	-120 31	ST
15 0000 MCDONALDS CORP - 580135101 MINOR - 3.001						
SOLD		10/14/2009	864 57			
ACQ	15 0000	05/13/2008	864 57	926 40	-61 83	LT15
120 0000 MEAD JOHNSON NUTRITION - 582839106 - MINOR = 434						
SOLD		08/21/2009	4771 07			
ACQ	120 0000	04/01/2009	4771 07	3402.00	1369 07	ST
272 3460 MERGER FD#C260 - 589509108 - MINOR = 585						
SOLD		02/03/2009	3900 00			
ACQ	126 2020	10/04/2007	1807 22	2100 00	-292 78	LT15
	121 3590	07/11/2007	1737 86	2000 00	-262 14	LT15
	24 7850	06/05/2007	354 92	405 73	-50 81	LT15
175 0000 MICROCHIP TECHNOLOGY INC COM - 595017104 - MINOR - 3100)						
SOLD		11/04/2009	4280 40			
ACQ	40 0000	05/31/2007	978 40	1615 20	-636 80	LT15
	40 0000	06/05/2007	978 40	1610 00	-631 60	LT15
	25 0000	06/27/2007	611 50	947 75	-336 25	LT15
	20 0000	07/11/2007	489 20	755 00	-265 80	LT15
	20 0000	08/02/2007	489 20	746 80	-257 60	LT15
	30 0000	10/16/2007	733 80	952 20	-218 40	LT15
90 0000 MOLSON COORS BREWING CO -B - 60871R209 - MINOR = 420						
SOLD		08/21/2009	4152 49			
ACQ	90 0000	12/23/2008	4152 49	4115 70	36 79	ST
25 0000 NATIONAL-OILWELL INC - 637071101 - MINOR = 447						
SOLD		10/14/2009	1172 96			
ACQ	25 0000	10/08/2008	1172 96	748 50	424 46	LT15
60 0000 NETAPP INC - 64110D104 - MINOR = 425						
SOLD		02/03/2009	882 59			
ACQ	60 0000	05/13/2008	882 59	1508.40	-625 81	ST
40 0000 NETAPP INC - 64110D104 - MINOR = 425						
SOLD		07/06/2009	747 61			
ACQ	40.0000	05/13/2008	747 61	1005 60	-257 99	LT15
35 0000 NETAPP INC - 64110D104 - MINOR = 425						
SOLD		07/23/2009	804 97			
ACQ	35 0000	05/13/2008	804 97	879 90	-74 93	LT15
75.0000 NETAPP INC - 64110D104 - MINOR = 425						
SOLD		09/10/2009	1787 95			
ACQ	75 0000	05/13/2008	1787 95	1885 50	-97 55	LT15
35.0000 NETAPP INC - 64110D104 - MINOR = 425						
SOLD		10/14/2009	1027 57			
ACQ	25 0000	05/13/2008	733 98	628 50	105 48	LT15
	10.0000	11/05/2008	293 59	137 30	156 29	ST
50 0000 NEW YORK COMMUNITY BANCORP - 649445103 - MINOR = 450						
SOLD		02/03/2009	686 04			
ACQ	50 0000	10/08/2008	686 04	749 03	-62 99	ST
230 0000 NEW YORK COMMUNITY BANCORP - 649445103 - MINOR = 450						
SOLD		04/01/2009	2497 78			
ACQ	230 0000	10/08/2008	2497 78	3445 54	-947 76	ST

TRUST YEAR ENDING 12/31/2009

TAX PREPARER DFP
TRUST ADMINISTRATOR 70
INVESTMENT OFFICER 416

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
40 0000 NIKE INC CLASS B - 654106103 - MINOR = 31001						
SOLD		07/06/2009	2075 16			
ACQ	40 0000	06/05/2007	2075 16	2285 20	-210 04	LT15
25 0000 NIKE INC CLASS B - 654106103 - MINOR = 31001						
SOLD		10/14/2009	1606 45			
ACQ	25 0000	05/31/2007	1606 45	1421 75	184 70	LT15
60 0000 NOKIA CORP ADR - 654902204 - MINOR = 5030						
SOLD		02/06/2009	789 59			
ACQ	60 0000	05/13/2008	789 59	1700 78	-911 19	ST
50 0000 NOKIA CORP ADR - 654902204 - MINOR = 5030						
SOLD		07/06/2009	713 50			
ACQ	50 0000	05/13/2008	713 50	1417 31	-703 81	LT15
100 0000 NOKIA CORP ADR - 654902204 - MINOR = 5030						
SOLD		07/23/2009	1332 96			
ACQ	40 0000	05/13/2008	533 18	1133 85	-600 67	LT15
	60 0000	11/05/2008	799 78	998 40	-198 62	ST
180 0000 NOKIA CORP ADR - 654902204 - MINOR = 5030						
SOLD		11/17/2009	2431 73			
ACQ	65 0000	10/14/2009	878 12	998.40	-120 28	ST
	115.0000	11/05/2008	1553 61	1913 60	-359 99	LT15
40.0000 NORFOLK SOUTHERN CORP - 655844108 - MINOR = 433						
SOLD		02/03/2009	1492 39			
ACQ	25 0000	06/05/2007	932 74	1450 50	-517 76	LT15
	15 0000	07/11/2007	559 65	819 00	-259 35	LT15
10 0000 NORFOLK SOUTHERN CORP - 655844108 - MINOR = 433						
SOLD		10/14/2009	466 88			
ACQ	5 0000	06/22/2007	233 44	272 20	-38 76	LT15
	5 0000	07/11/2007	233 44	273 00	-39 56	LT15
130 0000 PATTERSON-UTI ENERGY INC COM - 703481101 - MINOR = 447						
SOLD		07/06/2009	1548 33			
ACQ	130 0000	10/16/2007	1548 33	2849 37	-1301 04	LT15
190 0000 PATTERSON-UTI ENERGY INC COM - 703481101 - MINOR = 447						
SOLD		08/21/2009	2758 74			
ACQ	25 0000	10/16/2007	362 99	547 95	-184 96	LT15
	165 0000	11/05/2008	2395 75	2110 35	285 40	ST
10 0000 PEPSI CO INC - 713448108						
SOLD		07/06/2009	569 89			
ACQ	10 0000	10/16/2007	569 89	715 06	-145 17	LT15
25 0000 PEPSI CO INC - 713448108						
SOLD		10/14/2009	1530 96			
ACQ	15 0000	05/31/2007	918 58	1030 35	-111 77	LT15
	10 0000	10/16/2007	612 38	715 06	-106 68	LT15
10 0000 PHILIP MORRIS INTERNATIONAL - 718172109 - MINOR = 441						
SOLD		10/14/2009	496 68			
ACQ	10 0000	05/13/2008	496 68	524 50	-27 82	LT15
339.5060 PIMCO ALL ASSET-INST FD#0034 - 722005626 - MINOR = 585						
SOLD		02/03/2009	3300 00			
ACQ	339 5060	10/04/2007	3300 00	4444 13	-1144 13	LT15
15 0000 PRAXAIR INC - 74005P104 - MINOR = 31000						
SOLD		02/06/2009	1026 59			
ACQ	5 0000	07/11/2007	342 20	370.25	-28 05	LT15
	10 0000	08/02/2007	684 39	758 60	-74 21	LT15
10 0000 PRAXAIR INC - 74005P104 - MINOR = 31000						
SOLD		07/06/2009	701 38			
ACQ	5 0000	06/22/2007	350 69	369 18	-18 49	LT15
	5 0000	07/11/2007	350 69	370 25	-19 56	LT15
25 0000 PRAXAIR INC - 74005P104 - MINOR = 31000						
SOLD		10/14/2009	2080 44			
ACQ	15.0000	06/05/2007	1248 26	1044.90	203 36	LT15
	10 0000	06/22/2007	832 18	738 37	93 81	LT15
30 0000 PRICE T ROWE GROUP INC COM - 74144T108 - MINOR = 463						
SOLD		07/06/2009	1184 09			
ACQ	5 0000	06/22/2007	197 35	260 20	-62 85	LT15
	25.0000	10/16/2007	986 74	1413 50	-426 76	LT15
15 0000 PRICE T ROWE GROUP INC COM - 74144T108 - MINOR = 463						
SOLD		10/14/2009	683 39			
ACQ	5 0000	06/05/2007	227 80	258 65	-30 85	LT15
	10 0000	06/22/2007	455 59	520 40	-64 81	LT15
30 0000 PRUDENTIAL FINANCIAL INC - 744320102 - MINOR = 465						
SOLD		02/03/2009	787 49			
ACQ	30 0000	05/31/2007	787 49	3070 20	-2282 71	LT15
115 0000 PRUDENTIAL FINANCIAL INC - 744320102 - MINOR = 465						
SOLD		04/01/2009	2264 33			
ACQ	30 0000	06/05/2007	590 69	3019 80	-2429 11	LT15
	15 0000	06/22/2007	295 35	1468 05	-1172 70	LT15
	10 0000	07/11/2007	196 90	958 40	-761.50	LT15
	15 0000	08/02/2007	295 35	1338 45	-1043 10	LT15
	20 0000	10/16/2007	393 80	1970 60	-1576 80	LT15
	25 0000	12/23/2008	492 25	672 75	-180 50	ST
20 0000 QUALCOMM INC - 747525103 - MINOR = 31000						
SOLD		07/06/2009	897 38			
ACQ	15.0000	05/31/2007	674 54	642.45	32 08	LT15
	5 0000	06/22/2007	224 85	214 80	10 05	LT15

TAX PREPARER DFP
TRUST ADMINISTRATOR 20
INVESTMENT OFFICER 416

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
10 0000 REPUBLIC SVCS INC CL A - 760759100 - MINOR = 426						
SOLD		07/06/2009	237 60			
ACQ	10 0000	12/23/2008	237 60	227 20	10 40	ST
35 0000 REPUBLIC SVCS INC CL A - 760759100 - MINOR = 426						
SOLD		10/14/2009	930 27			
ACQ	35 0000	12/23/2008	930 27	735 20	135 07	ST
45 0000 SCHLUMBERGER LTD - 806857108 - MINOR = 5020						
SOLD		09/01/2009	2481 19			
ACQ	45 0000	10/08/2008	2481 19	2864 70	-383 51	ST
15 0000 SMITH INTL INC - 832110100 MINOR = 447						
SOLD		10/14/2009	461 83			
ACQ	15 0000	09/10/2009	461 83	410 40	51 43	ST
15 0000 STRYKER CORP - 863667101 - MINOR = 5010						
SOLD		10/14/2009	684 58			
ACQ	15.0000	05/31/2007	684 58	1009 20	-324 62	LT15
40 0000 SYSCO CORP - 871829107						
SOLD		02/03/2009	950 79			
ACQ	40 0000	10/16/2007	950 79	1372 40	-421 61	LT15
20 0000 SYSCO CORP - 871829107						
SOLD		07/06/2009	443 18			
ACQ	5 0000	06/22/2007	110 80	169 45	-58 66	LT15
	15 0000	10/16/2007	332 38	514 65	-182 27	LT15
45 0000 SYSCO CORP - 871829107						
SOLD		10/11/2009	1158 27			
ACQ	15 0000	05/31/2007	306 09	495 00	-108.91	LT15
	30 0000	06/22/2007	772 18	1016 70	-244.52	LT15
50 0000 SYSCO CORP - 871829107						
SOLD		10/29/2009	1366 46			
ACQ	45 0000	05/31/2007	1229 81	1485 00	-255 19	LT15
	5 0000	06/05/2007	136 65	164 27	-27 62	LT15
20 0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 3161						
SOLD		02/03/2009	838 19			
ACQ	20 0000	07/03/2008	838 19	940 00	-101 81	ST
20 0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 3161						
SOLD		07/06/2009	990 77			
ACQ	20 0000	07/03/2008	990 77	940 00	50 77	LT15
10 0000 TEVA PHARMACEUTICAL INDS LTD ADR 881624209 - MINOR = 3161						
SOLD		10/14/2009	509 78			
ACQ	10 0000	07/03/2008	509 78	470 00	39 78	LT15
40 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 415						
SOLD		02/03/2009	1444 39			
ACQ	5 0000	05/31/2007	180 55	272 65	-92 10	LT15
	35 0000	10/16/2007	1263 84	2061 76	-797 92	LT15
20 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 415						
SOLD		10/14/2009	921 97			
ACQ	20 0000	05/31/2007	921 97	1090 60	169 63	LT15
30 0000 UNITED TECHNOLOGIES CORP - 913017109 - MINOR - 31001						
SOLD		04/17/2009	1429 16			
ACQ	10 0000	06/22/2007	476 39	716 50	-240 11	LT15
	20 0000	07/11/2007	952 77	1453 00	-500 23	LT15
15.0000 UNITED TECHNOLOGIES CORP - 913017109 - MINOR = 31001						
SOLD		10/14/2009	948 87			
ACQ	5 0000	06/05/2007	316 29	353 20	-36 91	LT15
	10 0000	06/22/2007	632 58	716 50	-83 92	LT15
6669 9030 VANGUARD INTERMED INDX-INST FD#0504 - 921937884 - MINOR = 593						
SOLD		02/03/2009	68700 00			
ACQ	6669 9030	10/04/2007	68700 00	68633 30	66 70	LT15
15727 9690 VANGUARD INTERMED INDX-INST FD#0504 - 921937884 - MINOR = 593						
SOLD		07/06/2009	164200 00			
ACQ	11600 2620	10/04/2007	121106.74	119366 70	1740 04	LT15
	4127 7070	07/30/2007	43093.26	41648 56	1444 70	LT15
6759 2590 VANGUARD INTERMED INDX-INST FD#0504 - 921937884 - MINOR = 593						
SOLD		10/14/2009	73000 00			
ACQ	5287 5560	07/30/2007	57105.61	53351 44	3754.17	LT15
	1471 7030	07/11/2007	15894 39	14731 75	1162 64	LT15
4625 3470 VANGUARD INTERMED INDX-INST FD#0504 - 921937884 - MINOR = 593						
SOLD		12/21/2009	50000 00			
ACQ	4625 3470	07/11/2007	50000 00	46299 72	3700 28	LT15
70 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR - 31001						
SOLD		07/06/2009	2113 29			
ACQ	20 0000	10/08/2008	603 80	570 80	33.00	ST
	50 0000	11/05/2008	1509 49	1602.00	-92 51	ST
20 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 31001						
SOLD		10/14/2009	579 59			
ACQ	20 0000	10/08/2008	579 59	570 80	8 79	LT15
90 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 31001						
SOLD		10/22/2009	2622 53			
ACQ	90 0000	10/08/2008	2622 53	2568 60	53 93	LT15
10 0000 VISA INC-CLASS A SHARES - 92826C839 - MINOR = 463						
SOLD		07/06/2009	603.39			
ACQ	10 0000	12/23/2008	603 39	537 20	66 19	ST
15 0000 WATERS CORP - 941848103 MINOR = 415						
SOLD		09/10/2009	803 83			
ACQ	15 0000	05/13/2008	803 83	958.22	-154 39	LT15

ACCT T791 618456015
FROM 01/01/2009
TO 12/31/2009

BANK OF OKLAHOMA, N A , TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
DRAKE GUNGOLL FOUNDATION IMA

TRUST YEAR ENDING 12/31/2009

RUN 02/18/2010
10 19 29 PM

TAX PREPARER DBF
TRUST ADMINISTRATOR 20
INVESTMENT OFFICER 416

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
10 0000 WATERS CORP - 941848103 - MINOR = 415						
SOLD		10/14/2009	577 58			
ACQ	10 0000	05/13/2008	577 58	638 82	-61 24	LT15
50 0000 THE WILLIAMS COMPANIES, INC - 969457100 - MINOR = 486						
SOLD		02/03/2009	685 49			
ACQ	50 0000	07/03/2008	685 49	1907 37	-1221 88	ST
60 0000 THE WILLIAMS COMPANIES, INC - 969457100 - MINOR = 486						
SOLD		10/14/2009	1177 16			
ACQ	60 0000	07/03/2008	1177 16	2288 84	-1111 68	LT15
10 0000 XTO ENERGY INC COM - 98385X106 - MINOR = 427						
SOLD		07/06/2009	337 99			
ACQ	10 0000	10/08/2008	337 99	356 50	-18 51	ST
15 0000 XTO ENERGY INC COM - 98385X106 - MINOR = 427						
SOLD		10/14/2009	665 68			
ACQ	15 0000	10/08/2008	665 68	534 75	130 93	LT15
20 0000 YAHOO INC COM - 984332106 - MINOR = 474						
SOLD		02/03/2009	241 99			
ACQ	20 0000	05/31/2007	241 99	575 00	-333 01	LT15
20.0000 NOBLE CORPORATION SHS - G65422100 - MINOR = 447						
SOLD		02/03/2009	574 49			
ACQ	20 0000	10/08/2008	574 49	638 11	-63 62	ST
30 0000 WEATHERFORD INTERNATIONAL LT COM - G95089101 - MINOR = 447						
SOLD		02/03/2009	316 79			
ACQ	30 0000	11/05/2008	316 79	487 80	-171 01	ST
40 0000 WEATHERFORD INTL LTD - H27013103 MINOR = 447						
SOLD		09/10/2009	855 17			
ACQ	40 0000	07/23/2009	855 17	754 00	[illegible]	ST
20 0000 NOBLE CORP - H5833N103 - MINOR = 428						
SOLD		10/14/2009	832 17			
ACQ	20 0000	10/08/2008	832 17	586 22	245 95	LT15
		TOTALS	587636 17	688534 37		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-6346 59	0 00	-94551 61	0 00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	54.83			0 00
	-6346 59	0 00	-94496 78	0 00	0 00	0 00

STATE	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-6346 59	0 00	-94551 61	0.00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	54 83			0 00
	-6346 59	0.00	-94496 78	0 00	0 00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
OKLAHOMA	N/A	N/A

ATTACHMENT 1

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND INCOME		39,736.	39,736.
	TOTAL	39,736.	39,736.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	157.	157.
TOTALS	157.	157.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INCOME TAXES	665.	66.	0.	0.
FOREIGN TAX WITHHOLDING	30.	3.	0.	0.
TOTALS	695.	69.	0.	0.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNT MANAGEMENT FEES	7,539.	754.	0.	0.
TOTALS	7,539.	754.	0.	0.

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

ATTACHMENT 5

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
CAROLE J. DRAKE 6 N.E. 63RD, SUITE 300 OKLAHOMA CITY, OK 73105	DIRECTOR & PRESIDENT 1.00
RAMSEY W. DRAKE, II 6 N.E. 63RD, SUITE 300 OKLAHOMA CITY, OK 73105	SECRETARY 1.00
ANDREW HUNZICKER 6 N.E. 63RD, SUITE 300 OKLAHOMA CITY, OK 73105	TREASURER 1.00
	GRAND TOTALS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 6

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NICHOLS HILLS PARKS, INC 6407 AVONDALE DRIVE NICHOLS HILLS, OK 73116	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
WESTMINSTER PRESBYTERIAN CHURCH 4400 N SHARTEL OKLAHOMA CITY, OK 73118	NONE EXEMPT	GENERAL CONTRIBUTION	10,000
THE SALVATION ARMY P O. BOX 2536 OKLAHOMA CITY, OK 73101	NONE EXEMPT	GENERAL CONTRIBUTION	6,000
INTEGRIS BAPTIST MEDICAL 3030 NORTHWEST EXPRESSWAY, SUITE 1600 OKLAHOMA CITY, OK 73112	NONE EXEMPT	GENERAL CONTRIBUTION	10,000
REGIONAL FOOD BANK OF OKLAHOMA P O BOX 268988 OKLAHOMA CITY, OK 73126	NONE EXEMPT	GENERAL CONTRIBUTION	5,358
AMERICAN DIABETS ASSOCIATION PO BOX 444 MOUNT MORRIS, IL 61054	NONE EXEMPT	GENERAL CONTRIBUTION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 6 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OK MEDICAL RESEARCH FOUNDATION 825 NE 13TH STREET OKLAHOMA CITY, OK 73104	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
TOUCHSTONE YOUTH PROJECT 1901 COBBLESTONE CT EDMOND, OK 73034	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
ARF OF NICHOLS HILLS 1009 NW 75TH STREET NICHOLS HILLS, OK 73116	NONE EXEMPT	GENERAL CONTRIBUTION	1,000
BOYS AND GIRLS CLUB OF OK COUNTY PO BOX 18701 OKLAHOMA CITY, OK 73154-0701	NONE EXEMPT	GENERAL CONTRIBUTION	1,000
CARINGBRIDGE ORG, DONATION PROCESSING CENTER PO BOX 131447 HOUSTON, TX 77219-1447	NONE EXEMPT	GENERAL CONTRIBUTION	1,000
CASSIDY SCHOOL 9500 N PENNSYLVANIA AVE OKLAHOMA CITY, OK 73120	NONE EXEMPT	GENERAL CONTRIBUTION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 6 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTRAL OKLAHOMA HABITAT FOR HUMANITY 1025 N BROADWAY PO BOX 1071 OKLAHOMA CITY, OK 73101-1070	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
CITY RESCUE MISSION 800 W CALIFORNIA OKLAHOMA CITY, OK 73106	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
ENID HIGH SCHOOL ALUMNI ASSOCIATION 1710 W WILLOW ROAD, UNIT 17 ENID, OK 73703	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
FREE TO LIVE PO BOX 5884 EDMOND, OK 73083	EXEMPT EXEMPT	GENERAL CONTRIBUTION	1,000
THE LOVETT SCHOOL 4075 PACES FERRY ROAD N W ATLANTA, GA 30327-3099	NONE EXEMPT	GENERAL CONTRIBUTION	5,000
OKLAHOMA CITY MUSEUM OF ART 415 COUCH DRIVE OKLAHOMA CITY, OK 73102	NONE EXEMPT	GENERAL CONTRIBUTION	10,000
		TOTAL CONTRIBUTIONS PAID	82,358