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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

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

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

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

Name of foundation
JONES FAMILY FUND

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
P.O. BOX 129

City or town, state, and ZIP code
LAPRYOR, TX 78872

A Employer identification number
26-0426186

B Telephone number
205-540-5469

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 foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 9,287,130. (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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	53,635.	53,635.		STATEMENT 1
	4 Dividends and interest from securities	146,728.	146,728.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<5,009.>			
	b Gross sales price for all assets on line 6a	122,826.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<290,602.>	0.		STATEMENT 3
	12 Total. Add lines 1 through 11	<95,248.>	200,363.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	270.	270.		0.
	b Accounting fees STMT 5	5,420.	5,420.		0.
	c Other professional fees				
17 Interest	1,147.	1,147.		0.	
18 Taxes STMT 6	261.	0.		0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7	10,796.	10,289.		0.	
24 Total operating and administrative expenses Add lines 13 through 23	17,894.	17,126.		0.	
25 Contributions, gifts, grants paid	531,057.			531,057.	
26 Total expenses and disbursements. Add lines 24 and 25	548,951.	17,126.		531,057.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<644,199.>				
b Net investment income (if negative, enter -0-)		183,237.			
c Adjusted net income (if negative, enter -0-)			N/A		

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	14,655.	8,098.	8,098.	
	2 Savings and temporary cash investments	6,245,025.	484,507.	484,507.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 9	2,548,485.	7,663,980.	8,784,485.	
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶ STATEMENT 10)	4,092.	10,040.	10,040.	
	16 Total assets (to be completed by all filers)	8,812,257.	8,166,625.	9,287,130.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)	0.	0.		
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	0.	0.	
		28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	8,812,257.	8,166,625.	
30 Total net assets or fund balances	8,812,257.	8,166,625.			
31 Total liabilities and net assets/fund balances	8,812,257.	8,166,625.			

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	8,812,257.
2 Enter amount from Part I, line 27a	2	<644,199.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,168,058.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	1,433.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,166,625.

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 ARLINGTON TRUST COMPANY - VARIOUS SECURITIES	P	VARIOUS	VARIOUS
b 1231 LOSS PASS-THROUGH: ENBRIDGE K-1	P	VARIOUS	VARIOUS
c 1231 LOSS PASS-THROUGH: TARGA K-1	P	VARIOUS	VARIOUS
d 1231 LOSS PASS-THROUGH: ENTERPRISE K-1	P	VARIOUS	VARIOUS
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 118,500.		115,653.	2,847.
b		8,938.	<8,938.>
c		71.	<71.>
d		3,173.	<3,173.>
e 4,326.			4,326.

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			2,847.
b			<8,938.>
c			<71.>
d			<3,173.>
e			4,326.

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	<5,009.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	N/A

If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	404,433.	11,171,743.	.036201
2007	0.	14,654,538.	.000000
2006			
2005			
2004			

2 Total of line 1, column (d)	2	.036201
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	.018101
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,526,770.
5 Multiply line 4 by line 3	5	154,343.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,832.
7 Add lines 5 and 6	7	156,175.
8 Enter qualifying distributions from Part XII, line 4	8	531,057.

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	1,832.
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	1,832.
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	1,832.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,339.	
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	5,339.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,507.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 3,507. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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

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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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>MR. D. PAUL JONES, JR.</u> Telephone no. ► <u>205-540-5469</u> Located at ► <u>P.O. BOX 129, LAPRYOR, TX</u> ZIP+4 ► <u>78872</u>			
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	N/A ► ☐	1b	
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

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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
D. PAUL JONES, JR P.O. BOX 129 LAPRYOR, TX 78872	PRESIDENT 2.00	0.	0.	0.
D. PAUL JONES, JR P.O. BOX 129 LAPRYOR, TX 78872	SECRETARY, TREASURER 1.00	0.	0.	0.
ALLISON J. HOLT 4005 ROCK CREEK WAY BIRMINGHAM, AL 35223	VICE PRESIDENT 0.00	0.	0.	0.
HOLLY J. TERRELL 110 STRATFORD ROAD BIRMINGHAM, AL 35209	VICE PRESIDENT 0.00	0.	0.	0.

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

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

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

0

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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	0.
b	Average of monthly cash balances	1b	2,951,835.
c	Fair market value of all other assets	1c	5,704,784.
d	Total (add lines 1a, b, and c)	1d	8,656,619.
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	8,656,619.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	129,849.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,526,770.
6	Minimum investment return. Enter 5% of line 5	6	426,339.

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	426,339.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,832.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,832.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	424,507.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	424,507.
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	424,507.

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	531,057.
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	531,057.
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	1,832.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	529,225.

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.

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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				424,507.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			520,793.	
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: ► \$ 531,057.				
a Applied to 2008, but not more than line 2a			520,793.	
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				10,264.
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:	0.			
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				414,243.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 11				
Total				531,057.
b Approved for future payment				
NONE				0.
Total				0.

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

SOURCE	AMOUNT
ARLINGTON TRUST COMPANY	14,447.
INTEREST-ARLINGTON-SG K-1	36,975.
INTEREST-BOARDWALK K-1	1,099.
INTEREST-ENBRIDGE K-1	43.
INTEREST-ENTERPRISE K-1	993.
INTEREST-TARGA K-1	78.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	53,635.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ARLINGTON TRUST COMPANY	150,981.	4,326.	146,655.
DIVIDENDS-ENTERPRISE K-1	73.	0.	73.
TOTAL TO FM 990-PF, PART I, LN 4	151,054.	4,326.	146,728.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME (LOSS) FROM PUBLICLY TRADED PARTNERSHIPS	<290,602.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<290,602.>	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	270.	270.		0.
TO FM 990-PF, PG 1, LN 16A	270.	270.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	5,420.	5,420.		0.
TO FORM 990-PF, PG 1, LN 16B	5,420.	5,420.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	261.	0.		0.
TO FORM 990-PF, PG 1, LN 18	261.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,789.	6,789.		0.
BANK FEES	207.	0.		0.
FIDUCIARY FEES	3,500.	3,500.		0.
DUES	300.	0.		0.
TO FORM 990-PF, PG 1, LN 23	10,796.	10,289.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES FROM PASS-THROUGH ENTITIES	1,433.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,433.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOARDWALK PIPELINE PARTNERS, LP	COST	431,217.	566,396.
TARGA RESOURCES PARTNERS, LP	COST	217,674.	486,200.
QUICKSILVER GAS SERVICES, LP	COST	200,250.	213,642.
ENTERPRISE PRODUCTS PARTNERS, LP	COST	819,423.	1,099,350.
ENBRIDGE ENERGY PARTNERS, LP	COST	369,076.	521,276.
ARLINGTON-SG, LLC	COST	397,562.	423,869.
FIXED INCOME - ARLINGTON TRUST CO.	COST	4,068,778.	4,301,313.
INTEREST RATE HEDGE-ARLINGTON TRUST CO.		160,000.	172,439.
MALTA OFFSHORE, LTD	COST	1,000,000.	1,000,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,663,980.	8,784,485.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDEND RECEIVABLE	405.	9,662.	9,662.
INTEREST RECEIVABLE	3,687.	378.	378.
TO FORM 990-PF, PART II, LINE 15	4,092.	10,040.	10,040.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CHARITABLE DONATION FROM FLOW THROUGH ENTITIES	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	82.
CHILDREN'S HOSPITAL 1600 7TH AVE SOUTH BIRMINGHAM, AL 35233	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	35,500.
HELEN KELLER FOUNDATION 1201 11TH AVE SOUTH, STE 300 BIRMINGHAM, AL 35205	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	25,000.
JIMMIE HALE MISSION P.O. BOX 10472 BIRMINGHAM, AL 35202-0472	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	1,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 3840 RIDGEWAY DRIVE BIRMINGHAM, AL 35209	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	10,500.
NY UNIVERSITY SCHOOL OF LAW 161 AVENUE OF THE AMERICAS, 5TH FLOOR NEW YORK, NY 10013-1205	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	5,000.
REACH OUT AND READ 56 ROLAND ST, STE 100D BOSTON, MD 02129-1243	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	4,000.
ROTARY FOUNDATION ONE ROTARY CENTER, 1560 SHERMAN AVE EVANSTON, IL 60201	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	1,125.

JONES FAMILY FUND		26-0426186
SALVATION ARMY 615 SLATERS LANE, P.O. BOX 269 ALEXANDRIA, VA 22313	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 6,100.
THE BELL CENTER 1700 29TH COURT SOUTH BIRMINGHAM, AL 35209	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 10,000.
UAB LIVER CENTER 1918 UNIVERSITY BLVD, MCCALLUM BLDG 2ND FLOOR BIRMINGHAM, AL 35294	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 76,000.
UNITED WAY 50 WAUGH DRIVE HOUSTON, TX 77007	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 100,000.
UNIVERSITY OF ALABAMA P.O. BOX 870122 TUSCALOOSA, AL 35487	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 105,500.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 500.
BOY SCOUTS OF AMERICA P.O. BOX 152079 IRVING, TX 75015-2079	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 2,500.
BIRMINGHAM-SOUTHERN COLLEGE 900 ARKADELPHIA ROAD BIRMINGHAM, AL 35254	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 10,000.
NATIONAL WILD TURKEY FEDERATION P.O. BOX 530 EDGEFIELD, SC 29824-0530	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 275.
BIRMINGHAM MUSEUM OF ART 2000 REV ABRAHAM WOODS JR BLVD BIRMINGHAM, AL 35203	CHARITABLE CONTRIBUTION	PUBLIC CHARITY 5,925.

JONES FAMILY FUND

26-0426186

ARGO ASSEMBLY OF GOD 983 VAUGHN ROAD TRAFFORD, AL 35172	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	200.
CALHOUN COMMUNITY COLLEGE FOUNDATION P.O. BOX 2216 DECATUR, AL 35609-2216	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	5,000.
LEADERSHIP BIRMINGHAM P.O. BOX 2641 BIRMINGHAM, AL 35291	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	500.
HANDS ON BIRMINGHAM 3600 8TH AVE SOUTH BIRMINGHAM, AL 35232	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	1,000.
DAVIDSON COLLEGE BOX 7173 DAVIDSON, NC 28035-7173	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	1,000.
MUSCULAR DYSTROPHY ASSOCIATION 3300 E SUNRISE DRIVE TUSCON, AZ 85718	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	500.
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	200.
COMMUNITY GRIEF SUPPORT SERVICE 1119 OXMOOR ROAD BIRMINGHAM, AL 35209	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	150.
MOUNTAIN BROOK BAPTIST CHURCH 3631 MONTEVALLO ROAD, SOUTH BIRMINGHAM, AL 35213-4205	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	12,500.
ST. LUKES EPISCOPAL CHURCH 3736 MONTROSE ROAD BIRMINGHAM, AL 35213	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	25,000.

JONES FAMILY FUND

26-0426186

ALABAMA SYMPHONY ORCHESTRA 3621 6TH AVENUE SOUTH BIRMINGHAM, AL 35222	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	20,000.
CHILDREN'S HARBOR 1 OUR CHILDREN'S HIGHWAY ALEXANDER CITY, AL 35010-8620	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	30,000.
CORNERSTONE SCHOOLS 116 55TH STREET NORTH BIRMINGHAM, AL 35212	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	5,000.
COMMUNITY KITCHENS 1024 SOUTH 12TH STREET BIRMINGHAM, AL 35205	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	5,000.
MAKE-A-WISH FOUNDATION 4742 NORTH 24TH STREET, STE 400 PHOENIX , AZ 85016	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	25,000.
A+ EDUCATION P.O. BOX 4433 MONTGOMERY, AL 36103	CHARITABLE CONTRIBUTION	PUBLIC CHARITY	1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

531,057.