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#### SCANNED NOV 2 2 2010

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

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

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OMB No 1545-0052

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GC	heck a		turn of a former public	$\neg$		Final return	
			ress change	Name	change	loyer identification num	hor
	the IR: abel.	LARRY E. & JOYCE M. WILLIA	AMS			-0065441	Dei
	abei. erwise	DRIVING COURTAIN THE				phone number (see page 1	0 of the instructions)
	orint	Number and street (or P O box number if mail is not delivere	d to street address)	Room/suite	1	7 - 645 - 4700	o or the mandonoroy
	type.	300 PARK AVENUE NORTH	0 10 011 011 010 1000,			emption application is pend	ing check here
See	Specifi				1	oreign organizations, check	· . 🗖
Instr	uction		32789-3878		l .	oreign organizations meetii	
H C	heck ty	/pe of organization X Section 501(c)(3) exempt private	foundation		1	5% test, check here and at	7
	Section	4947(a)(1) nonexempt chantable trust Other taxable	e private foundation		] E lfpπ∖	ate foundation status was	terminated under
I Fa	ıır mark	ket value of all assets at end J Accounting method	X Cash Acc	rual	section	on 507(b)(1)(A), check her	• ♦ ∐
		rom Part II, col (c), Uther (specify)			F If the	foundation is in a 60-mont	th termination
		\$ 1,720,119 (Part I, column (d) must	be on cash basis)		unde	r section 507(b)(1)(B), che	ck here • 📗
Pa	art I	Analysis of Revenue and Expenses (The	(a) Revenue and	/s		, , , , , ,	(d) Disbursements
		total of amounts in columns (b), (c), and (d) may not necessarily equal	expenses per books	(b) Net in	vestment ome	(c) Adjusted net income	for charitable purposes
		the amounts in column (a) (see page 11 of the instructions) )					(cash basis only)
	1	Contributions, gifts, grants, etc , received (attach schedule)			·····		
		Check ◆ X if the foundation is <b>not</b> required to attach Sch B					
		Interest on savings and temporary cash investments	6,153		6,153		
	4	Dividends and interest from securities	42,884		42,884	42,884	
		Gross rents			······································		
ne	b	Net rental income or (loss)	71				
en.		Net gain or (loss) from sale of assets not on line 10 STMT 1 Gross sales price for all assets on line 6a 550, 275	-71				
Revenue					0		
Ľ	7   8	Capital gain net income (from Part IV, line 2)  Net short-term capital gain			<u>U</u>	0	
	9	Income modifications					
	10a	Gross sales less returns & allowances					
		Less: Cost of goods sold					
		Gross profit or (loss) (attach schedule)					
		Other income (attach schedule) STMT 2	-3,462		2,399	-3,462	
		Total. Add lines 1 through 11	45,504		51,436		
<u> </u>		Compensation of officers, directors, trustees, etc					
xpenses	14	Other employee salanes and wages					
ē	15	Pension plans, employee benefits					
	16a	Legal fees (attach schedule)					
e	b	Accounting fees (attach schedule) STMT 3	3,190		3,190	-n \	
Ę.	С	Other professional fees (attach schedule) STMT 4	22,176	-05	22 [176		
tra	17	Interest		KI		10	
nis		Taxes (attach schedule) (see page 14 of the instructions)	<u> </u>	1	10U 19	3010 / 20/	
Ē		Depreciation (attach schedule) and depletion			101 1.		
Ad		Occupancy		12/	<del></del>	TUT -	
ğ		Travel, conferences, and meetings		1	OGNE		
Operating and Administrative E	22	Printing and publications					· · · · · · · · · · · · · · · · · · ·
ī		Other expenses (att sch.)					
ati		Total operating and administrative expenses.  Add lines 13 through 23	25,366		25,366		0
bei		Contributions, gifts, grants paid	56,000		23,300		56,000
Ō		Total expenses and disbursements. Add lines 24 and 25	81,366	************************	25,366	0	56,000
	27	Subtract line 26 from line 12	22,350		,_,		33,000
	a a	Excess of revenue over expenses and disbursements	-35,862				
		Net investment income (if negative, enter -0-)	,		26,070		
		Adjusted net income (if negative, enter -0-)		_		45,575	
<u></u>		Act and Panerwork Peduction Act Notice, see page 3	0 -646- !44!	·			Eart 990-PE (2000)

(a) Book Value (b) Book Value (c) Fair Market Value	1	Part I	Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End of	year
2 Savings and temporary cash investments 3 Accounts receivable ♦ Less allowance for doubtful accounts ♦ 4 Pledges receivable ↑ 5 Grants receivable ↑ 6 Receivable due from officers, directors, trustees, and other dequalified persons (attach schedule) (see page 16 of the instructions) 7 Other relia sort laws receivable for schools) ↑ 10a investments—corporate bonds (attach schedule) 8 Inventiones for salor or use 9 Prepaga despenses and deferred charges 10a investments—corporate bonds (attach schedule) 9 SEE STMT 5 1, 099, 093 1, 124, 934 1, 444, 247 11a investments—corporate bonds (attach schedule) 9 SEE STMT 6 3 000, 316 3000, 316 2077, 697 11a seasonal season		-	should be for end-of-year amounts only (See instructions )	(a) Book Value		(c) Fair Market Value
Accounts receivable ◆ Less allowance for doubtful accounts ◆ 4 Pitedges receivable ◆ Less allowance for doubtful accounts ◆ 5 Cerath's receivable of the form officers, directors, trustees, and other disqualified persons (statch schedule) (see page 16 of the instructions) 7 Ohe mine and brain reversite (all schedule) (see page 16 of the instructions) 8 Inventions for sale or use and brain reversite (all schedule) 9 Prapad expenses and deferred charges 10 Investments—Orporate book (attach schedule) 11 Investments—Corporate book (attach schedule) 12 Investments—corporate book (attach schedule) 13 Investments—orporate book (attach schedule) 14 Investments—orporate book (attach schedule) 15 Investments—orporate book (attach schedule) 16 Investments—orporate book (attach schedule) 17 Investments—orporate book (attach schedule) 18 Investments—orporate book (attach schedule) 19 Investments—orbor (attach schedule) 10 Investments—orbor (attach schedule) 11 Investments—orbor (attach schedule) 12 Investments—orbor (attach schedule) 13 Investments—orbor (attach schedule) 14 Investments—orbor (attach schedule) 15 Other assets (describe ◆ 16 Total assets (be completed by all filers—see the instructions Also, see page 1. term i) 17 Accounts payable and accruad expenses 18 Grante payable 19 Deferred revenue 20 Loans from officers, directors, frustees, and other disqualified persons 21 Investmented 22 Other Instruction by Article (attach schedule) 23 Total liabilities (add lines 17 through 23 and times 20 and 31. 24 Temporary restricted 25 Temporary restricted 26 Temporary restricted 27 Total liabilities (add lines 17 through 23 and times 20 and 31. 28 Temporary restricted 29 Temporary restricted 20 Temporary restricted 20 Temporary restricted 21 Temporary restricted 22 Temporary restricted 23 Temporary restricted 24 Temporary restricted 25 Temporary restricted 26 Temporary restricted 27 Total liabilities (add lines 27 through 31 and complete lines 27 through 31 and complete lines 27 through 31 and complete lines 37 through 31		1	Cash—non-interest-bearing	123,902	68,175	68,175
Less allowance for doubtful accounts ◆  1 Pledges receivable ◆ 1 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 Oher rose and loan ineventible of schedule) (see page 16 of the instructions) 9 Prepared accorded that accounts ◆ 1 Investments—corporate stock (attach schedule) 1 Investments—corporate stock (attach schedule) 2 Investments—corporate stock (attach schedule) 3 EE STMT 5 1 Investments—corporate stock (attach schedule) 4 It laws territory and suppress and experted toxe ◆ 1 Investments—corporate stock (attach schedule) 5 Investments—corporate stock (attach schedule) 5 Investments—corporate stock (attach schedule) 6 Investments—corporate stock (attach schedule) 7 Investments—corporate stock (attach schedule) 8 Investments—corporate stock (attach schedule) 9 Investments—orthor (attach schedule) 9 In		2	Savings and temporary cash investments			
Pledges receivable   Eless allowance for doubthul accounts   Eless accounts   Eless accounts   Eless accounts   Eless accounts   Eless accounts de operation   Eless accounts		3	Accounts receivable ◆			
Less allowance for doubtful accounts ◆  Grants receivable  Receivables due from officers, directors, trustees, and other disqualified persons (affacts schedule) (see page 16 of the instructions)  7. Other sites are basis executable (at schedule) ◆  Less allowance for doubtful accounts ◆  1. Less allowance for doubtful accounts ◆  2. B Inventiones for sale or use  3. Prepared expenses and deferred charges  4. The inventiones for sale or use  3. Prepared expenses and deferred charges  4. The inventiones for sale or use  4. The inventiones for sale or use  5. Prepared expenses and deferred charges  6. The inventiones of sale or use  6. The compared bonds (attach schedule)  7. Investments—corporate bonds (attach schedule)  8. EE STMT 5  1. (0.99,093) 1,124,934  1. (1.444,247  c. Investments—comprate bonds (attach schedule)  1. Investments—mortigage loans  1. Investments—orbid (attach schedule)  1. Investments—mortigage loans  1. Investments—orbid (attach schedule)  1. Total assats (no be completed by all filers—see the instructions Also, see page 1, item 1)  1. The compared expenses of a state of the completed by all filers—see the instructions Also, see page 1, item 1)  1. The compared expenses of state of the completed by all filers—see the instructions Also, see page 1, item 1)  2. Other insibilities (describe \$\frac{1}{2}\$ by \$1			Less allowance for doubtful accounts ◆			
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disqualified persons (attach schedule) (see page 16 of the instructions)		6	Receivables due from officers, directors, trustees, and other			
1.						
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Investments—corporate stock (attach schedule)    Total Investments—corporate stock (attach schedule)   SEE STMT   5   1,099,093   1,124,934   1,444,247		•	·	İ	į	
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Investments—mortgage loans   13   Investments—other (attach schedule)		•••		1	Ī	
Investments—other (attach schedule)  14 Land, buildings, and equipment basis ♦  Less soundated depression (plach sch) ♦  15 Other assets (describe ♦  16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)  17 Accounts payable and accrued expenses  18 Grants payable  19 Defered revenue  20 Loans from officers, directors, trustees, and other disqualified persons  21 Mortgages and other notes payable (attach schedule)  22 Other liabilities (describe ♦ SEE STATEMENT 7)  33 Total liabilities (add lines 17 through 22)  34 Foundations that follow SFAS 117, check here ♦ SEE STATEMENT 7  35 Total restricted  36 Foundations that follow SFAS 117, check here ♦ SEE STATEMENT 7  36 Total restricted  37 Foundations that do not follow SFAS 117, check here ♦ SEE STATEMENT 7  38 Foundations that do not follow SFAS 117, check here ♦ SEE STATEMENT 7  39 Total restricted  20 Foundations that do not follow SFAS 117, check here ♦ SEE STATEMENT 7  30 Total restricted  31 Foundations that do not follow SFAS 117, check here ♦ SEE STATEMENT 7  31 Total liabilities and net assets or fund balances (see page 17 of the instructions)  31 Total liabilities and net assets/fund balances (see page 17 of the instructions)  32 Part III Analysis of Changes in Net Assets or Fund Balances  17 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 pnor year's return)  21 Enter amount from Part I, line 27a  22 -35,862  33 Other increases not included in line 2 (itemize) ◆  34 Add lines 1, 2, and 3  35 Decreases not included in line 2 (itemize) ◆		40	, , ,			
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5 Decreases not included in line 2 (itemize) ◆			· · · · · · · · · · · · · · · · · · ·			1 401 077
					<del></del>	T, 701, 0//
			·	h) line 20	<del></del>	1 401 077
	<u> </u>	iolai	The assets of fund balances at end of year finite 4 minus line 5)—Part II, Column (I	oj, iiile ov	0	Form <b>990-PF</b> (2009)

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

7

96,432

56,000

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

Part VI instructions on page 18

3 Add lanes 1 and 2 Subtile A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 1 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 2 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 3 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Credits/Payments 2 2009 estimated tax payments and 2008 overpayment credited to 2009 2 Exempl foreign organizations—tax withheld at source 3 Exempl foreign organizations—tax withheld at source 5 Tax paid with application for restression of time to file (Form 8868) 6 Exempl foreign organizations—tax withheld at source 7 Total credits and payments to destinated tax Check here		990-PF (2009) LARRY E. & JOYCE M. WILLIAMS 30-0085441			Р	age <b>4</b>		
Domestic foundations that meet the section 4940(e) requirements in Part V, check here			ctions)					
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ◆ □ and enter 134 of Part 1, Ine 276.  c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part 1, Ine 17c, coll (b) □ and enter 134 of line 27b Exempt foreign organizations enter 4% of Part 1, Ine 17c, coll (b) □ Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 5 3 5 5.2  3 Add lines 1 and 2 5 5.2  3 Add lines 1 and 2 5 5.2  4 Subbtle 4 (normed) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 5 5 5.2  5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 5 5.2  5 Credits/Payments  a 2009 estimated tax payments and 2008 overpayment of estimated to 2009 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6	1a	Exempt operating foundations described in section 4940(d)(2), check here ◆ ☐ and enter "N/A" on line 1.						
here ♦		, , , , , , , , , , , , , , , , , , , ,						
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Did the foundation have unrelated business gross income of \$1,000 or more during the year?  b If "Yes," has it filed a tax return on Form 990-T for this year?  Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  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?  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  To 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  To 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  To 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  To Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," attach explanation  If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attomey General (or designate) of each state as required by General Instruction G? If "No," attach explanation  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  Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their	3							
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27)? If "Yes," complete Part XIV  10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their	9			1				
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their								
- I I I			<u> </u>	9		X		
	10							
	<del>-</del>		47		0.55	X		

Form	990-PF (2009) LARRY E. & JOYCE M. WILLIAMS 30-0085441				P	age <b>5</b>
Pa	rt VII-A Statements Regarding Activities (continued)					
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the					
	meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)			11		_X_
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before					
	August 17, 2008?			12		_X_
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption applica	tion?		13	X	
	Website address ◆ N/A					
14		none no 💠				
	300 N PARK AVENUE STE 200					
	Located at ◆ WINTER PARK, FL	ZIP+4 ◆	32789	,		
15	Section 4947(a)(1) nonexempt chantable trusts filing Form 990-PF in lieu of Form 1041—Check here		1			<b>◆</b> ∐
	and enter the amount of tax-exempt interest received or accrued during the year	•	15			
_Pa	art 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	X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a					
	disqualified person?	Yes	X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	∐ Yes	X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for	□ <b>v</b>	X No			
	the benefit or use of a disqualified person)?  (6) Agree to pay managers property to a covernment official? (Expension, Check "No." of the	∐ Yes	X 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	X No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulation	_	[2E] 140			
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	J113	N/A	1b		ĺ
	Organizations relying on a current notice regarding disaster assistance check here		<b>♦</b> □			
С	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?		N/A	1c		
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))					
а	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	X No			
	If "Yes," list the years ♦ 20 , 20 , 20 , 20					
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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)		N/A	2b		<u> </u>
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here					
	◆ 20     , 20     , 20      , 20					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise		<u></u>			
	at any time during the year?	Yes	X 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		N/A	26		
40	foundation had excess business holdings in 2009.)	. 2	TA\W	3b		X
4a h	Did the foundation invest during the year any amount in a manner that would jeopardize its chantable purposes. Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its	• •		4a		<u> </u>
b	charitable purpose that had not been removed from jeonardy before the first day of the tax year beginning in 20	1092		46		x

Form **990-PF** (2009)

		& JOYCE M. WILLIAMS		0085441			Page <b>6</b>
Pa	art VII-B Statements Re	garding Activities for Which For	m 4720 May Be F	Required (conf	tinued)		
5a	During the year did the foundation	pay or incur any amount to					
	(1) Carry on propaganda, or other	wise attempt to influence legislation (section	on 4945(e))?	<u></u>	res 🛚 X No		
	(2) Influence the outcome of any	specific public election (see section 4955),	or to carry on,	_	_		
	directly or indirectly, any voter	registration drive?		\	res X No		
	(3) Provide a grant to an individua	al for travel, study, or other similar purposes	s?	□ ,	res 🛚 X No		
	(4) Provide a grant to an organiza	tion other than a charitable, etc , organizat	ion described in	_			
	section 509(a)(1), (2), or (3), o	or section 4940(d)(2)? (see page 22 of the i	nstructions)	· 📙 <b>'</b>	res <u>X</u> No		
	(5) Provide for any purpose other	than religious, charitable, scientific, literary	, or educational				
	purposes, or for the prevention	n of cruelty to children or animals?			res X No		
b	If any answer is "Yes" to 5a(1)-(5),	, did <b>any</b> of the transactions fail to qualify u	nder the exceptions d	escribed in			
	Regulations section 53 4945 or in	a current notice regarding disaster assista	nce (see page 22 of th	ne instructions)?	_N/A	5b	
	Organizations relying on a current	notice regarding disaster assistance check	k here		◆ 📙		
С	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 🗌	res 🗌 No		
	If "Yes," attach the statement requ	ired by Regulations section 53 4945-5(d)					
6a	Did the foundation, during the year	r, receive any funds, directly or indirectly, to	pay premiums		_		
	on a personal benefit contract?			_ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	res 🛚 X No		
b	Did the foundation, during the year	r, pay premiums, directly or indirectly, on a	personal benefit cont	ract?		6b	X
	If "Yes" to 6b, file Form 8870			_			
7a	At any time during the tax year, wa	as the foundation a party to a prohibited tax	shelter transaction?		res X No		
<u>b</u>		any proceeds or have any net income attrib			N/A	7b	
P		ut Officers, Directors, Trustees,	Foundation Man	agers, Highly	Paid Employe	ees,	
	and Contractors						
<u>1 l</u>	List all officers, directors, trustees	, foundation managers and their compe	nsation (see page 22	of the instruction	ns).		
			(b) Title, and average	(c) Compensation	(d) Contributions to	(a) Ev	nanca ananunt
	(a) Nam	ne and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred		pense account, r allowances
			devoted to position	<del></del>	compensation	<u> </u>	
LA	ARRY E. WILLIAMS	WINTER PARK	DIRECTOR				
30	00 PARK AVENUE N	FL 32789	5.00	0	0	<u> </u>	0
JC	OYCE M. WILLIAMS	WINTER PARK	DIRECTOR				
30	00 PARK AVENUE N	FL 32789	5.00	0	0		0
KE	ENT WILLIAMS	WINTER PARK	DIRECTOR				
30	00 PARK AVENUE N	FL 32789	5.00	0	0	<u> </u>	0
						<u> </u>	
2		id employees (other than those included	l on line 1—see page	23 of the instruc	tions).		
	If none, enter "NONE."	<del></del>		1	<b>.</b>	т—	
	(a) Mana and address of a co	A50.000	(b) Title, and average		(d) Contributions to employee benefit	(e) Exr	pense account,
	(a) Name and address of eac	h employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	plans and deferred		r allowances
					compensation	├	
NC	ONE				ļ		
		<u> </u>			<del> </del>	$\vdash$	
						₩	
					1		
						+	
		· .				<del></del>	
	I number of other employees paid o	ver \$50,000	<u> </u>	<u> </u>	<u> </u>	<del></del>	<del></del>
ota	r number of other employees paid o	νει ψου,υυυ 				00/	
					For	m yyl	)-PF (2009)

Form 990-PF (20	009) LARRY E. & JOYCE M. WILLIAMS	30-0085441	Page 7
Part VIII	Information About Officers, Directors, Trustees, Founda	ation Managers, Highly Paid Em	iployees,
3 Five highe	and Contractors (continued) est-paid independent contractors for professional services (see page 23	of the instructions) If your outer MNO	AIF R
3 Five night	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	(a) Name and address of each person paid more than \$50,000	(b) Type of Service	(c) Compensation
	<del></del>		
	· · · · · · · · · · · · · · · · · · ·		
		į	İ
Total number of	others receiving over \$50,000 for professional services		<b>•</b>
Part IX-A	Summary of Direct Charitable Activities		
	on's four largest direct chantable activities during the tax year. Include relevant statistical d other beneficianes served, conferences convened, research papers produced, etc.	information such as the number of	Expenses
1 N/A			
2			
3			
<del></del>			
4			
Part IX-B	Summary of Program-Related Investments (see page 2	24 of the instructions)	<u> </u>
	largest program-related investments made by the foundation during the tax year on lines	1	Amount
1 N/A			
2			
All other program	n-related investments. See page 24 of the instructions		
3	· -		
Total Add lines	1 through 2		

Form 990-PF (2009)

56,000

3a

3b

4

5

6

3

b

Amounts set aside for specific charitable projects that satisfy the

Enter 1% of Part I, line 27b (see page 26 of the instructions)

Adjusted qualifying distributions. Subtract line 5 from line 4

qualifies for the section 4940(e) reduction of tax in those years

Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation

Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income

Suitability test (prior IRS approval required)

Cash distribution test (attach the required schedule)

Pa	rt XIII Undistributed Income (see page 26 of	the instructions)			
		(a)	(b)	(c)	(d)
1	Distributable amount for 2009 from Part XI,	Corpus	Years prior to 2008	2008	2009
_	line 7				76,178
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only	<u></u>			
b	Total for prior years 20, 20, 20				
3 a	Excess distributions carryover, if any, to 2009: From 2004				
a h	From 2005 47,282	į.			
C	From 2006 48,454				
q	From 2007				
-	From 2008 9,456				
f	Total of lines 3a through e	105,192			
4	Qualifying distributions for 2009 from Part XII,				
-	line 4: ◆ \$ 56,000				
а	Applied to 2008, but not more than line 2a				
	Applied to undistributed income of prior years				
	(Election required—see page 26 of the instructions)				
С	Treated as distributions out of corpus (Election				
	required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				56,000
е	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009	20,178			20,178
	(If an amount appears in column (d), the same				
	amount must be shown in column (a).)				
6	Enter the net total of each column as				
	indicated below:				
а	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	85,014			
b	Prior years' undistributed income Subtract				
	line 4b from line 2b			····	
С	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			·····	
u	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
	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				0
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	85,014			
10	Analysis of line 9	<u> </u>			
a	Excess from 2005 27,104	<b>i</b>			
b	Excess from 2006 48,454				
q	Excess from 2007 Excess from 2008  9,456	1			
d		{			
e	Excess from 2009	I			L

	rt XIV Private Operating Fou	indations (see p	age 27 of the inst	tructions and Part	VII-A. auestion 9)	r age 1
	If the foundation has received a ruling or				,, ,, ,,	
	foundation, and the ruling is effective for			•		
b	Check box to indicate whether the found	•	•	ibed in section 49	942(J)(3) or 4942	2(ֈ)(5)
2a	Enter the lesser of the adjusted net	Tax year	<b>—</b>	Prior 3 years	<u> </u>	
	income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
	investment return from Part X for					
	each year listed					
b	85% of line 2a					
С	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					
е	Qualifying distributions made directly	<del></del> ,				
	for active conduct of exempt activities				İ	
	Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the					
	alternative test relied upon				į	
а	"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					
С	"Support" alternative test—enter					
	(1) Total support other than gross					
	investment income (interest,					
	dividends, rents, payments on					
	secunties loans (section 512(a)(5)), or royalties)					
	(2) Support from general public		<del></del>			<del></del>
	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		<u> </u>			
Pa	art XV Supplementary Inform				ad \$5,000 or more	e in assets at
	any time during the ye		of the instruction	ons.)	<u></u>	
1	Information Regarding Foundation Mai	-				
а	List any managers of the foundation who				•	
	before the close of any tax year (but only	if they have contribut	ed more than \$5,000)	(See section 507(d)(2)	).)	
	N/A	100:				
b	List any managers of the foundation who				portion of the	
	ownership of a partnership or other entity	) of which the foundat	tion has a 10% or grea	ater interest		
_	N/A	0:6   0-1-				
2	Information Regarding Contribution, G Check here • X if the foundation only					
	<del></del>				•	
	unsolicited requests for funds. If the foun		· · · · · ·	8 of the instructions) to	individuals or	
-	organizations under other conditions, cor The name, address, and telephone numb			lld be addressed		
а	N/A	ei oi tile person to Wi	ioiii applications snot	no de addressed.		
	**/ **					
b	The form in which applications should be	submitted and inform	ation and materials th	iev should include:	<del>, </del>	
U	N/A	Submitted and million	iauvii anu matendis tr	iey siloulu liicidde:		
c	Any submission deadlines:					
•	N/A					
d	Any restrictions or limitations on awards,	such as by geographi	cal areas chantable t	ields, kinds of institution	ns, or other factors	
_	N/A		G. GGG, Gridinable I	.c.ac, miles of moutation	, or ourer rectors	

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or show any relationship to status of Amount any foundation manager contribution recipient Name and address (home or business) or substantial contributor a Paid during the year GRACE MEDICAL HOME 10,000 CHRISTIAN COUNSELING ASSO 11,000 HIS WAY CHRISTIAN FELLOWS 8,500 GOD'S FINAL WORD MINISTRY 500 ALEXANDER CHRISTIAN FOUND 1,000 FRESH START 25,000 Total 56,000 **♦** 3a b Approved for future payment N/A Total **♦** 3b

Part XVI-A	Analysis of Income-Producing Act	ivities				
Enter gross amo	ounts unless otherwise indicated		d business income	Exclude	d by section 512, 513, or 514	(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of
1 Program se				ļ		the instructions )
	_					
f						
g Fees an	d contracts from government agencies					
_	dues and assessments					
3 Interest on s	savings and temporary cash investments					6,153
4 Dividends a	nd interest from secunties					42,884
	come or (loss) from real estate					
	anced property					
	t-financed property					
	come or (loss) from personal property			-		
7 Other invest				18	-71	
	s) from sales of assets other than inventory or (loss) from special events			18	- / 1	
	or (loss) from sales of inventory					
11 Other reven	•					<del></del>
	R INVESTMENT INCOME					2,399
c TAX	RETURN REFUND					248
d K-1	INVESTMENT ACTIVITY	900099	-6,109			
е						
	dd columns (b), (d), and (e)		-6,109		-71	
	ine 12, columns (b), (d), and (e)				<sup>13</sup>	45,504
See worksheet Part XVI-B	In line 13 instructions on page 28 to verify calculation		ant of Framet D			
Line No.	Relationship of Activities to the Activities to the Activities to the Activity for which income					
Line No.	accomplishment of the foundation's exempt purpo	•	, ,			
	instructions)		, e, promaining variables		p, ( p-g	
N/A						
· · · · · · · · · · · · · · · · · · ·						
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						<u></u>
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	<u>.                                    </u>				<del> </del>	

•		Exempt Organiza	_			u.			·	itubio		
1	Did the o	rganization directly or ind		ge in any of the follo	owing with any c	ther or	rganization descr	nbed			Yes	No
		n 501(c) of the Code (othe		<del>-</del>			-					
	organiza	tions?			•		• ,					į
а	Transfer	s from the reporting found	ation to a no	nchantable exemp	t organization of	F						
	(1) Cash	1			-					1a(1)		X
	(2) Othe	r assets								1a(2)		X
þ	Öther tra	nsactions										
	(1) Sale:	s of assets to a nonchant	able exempt	organization						1b(1)		_X_
	(2) Purc	hases of assets from a no	onchantable	exempt organization	on					1b(2)		_X_
	(3) Rent	al of facilities, equipment,	or other ass	sets						1b(3)		_X_
	(4) Reim	bursement arrangements	5							1b(4)		_X_
	( <b>5</b> ) Loan	s or loan guarantees								1b(5)		<u> </u>
	(6) Perfo	ormance of services or me	embership o	r fundraising solicit	ations					1b(6)		X
	-	of facilities, equipment, m	_							1c		<u> </u>
d	If the ans	swer to any of the above i	s "Yes," com	plete the following	schedule. Colu	mn (b)	should always sh	now the fair m	arket			
		the goods, other assets, o	_	• •	•							
		any transaction or sharing										
	(a) Line no	(b) Amount involved	(c) Name	of nonchantable exem	npt organization	•	(d) Description of tra	ansfers, transac	tions, and sh	naring arrange	ements	
N/	A											
		<del>                                     </del>	<u> </u>									
												—
-		· · · · · · · · · · · · · · · · · · ·										—
		-			<del></del>							
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	<u>- ·                                     </u>		<u> </u>		- "							
				<del></del> -								
							··· ·					
2a	Is the for	indation directly or indirec	tly affiliated	with, or related to	one or more tax	-exemi	nt organizations					
		d in section 501(c) of the								П ү	s X	No
b		complete the following sc			,,,,					ш.,	_	,
		(a) Name of organization		(b) Type of or	rganization		(	(c) Description of	f relationship	p		
	N/A											
					_							
	Under pen	alties of penury declare that	I have exami	ned this return, includi	ing accompanying	schedul	les and statements,	and to the best	of my knowl	edge and		
	belief, it is	true correct and complete 1	eclaretton of	oreparer (other than ta	expayer or fiduciary	) is bas	ed on all information	n of which prepa	irer has any	knowledge		
		1) My E.	wo		11/14	10	_					
<u>e</u>	Signa	ture of officer or trustee			Date		T	itle				
욷ㅣ		11	1 1	N			Date	Charlest		Preparer's identif number (see Sig		nn
Sign Here	ا ج ع	Preparer's	7/16	/				Check if self-employed		page 30 of the in:		
รั	Paid Preparer's Use Only	signature /// 80	ww	<u> </u>			11/11/10	0				
ļ	Pa Se Pa	Firm's name (or yours if	BORCHE						_			
ļ	₫ ⊃	self-employed), address,		ST CANTON			TE 110		EIN ◆			
		and ZIP code	WINTE	R PARK, F	L 32789	9			Phone no 4	107-62	2-6	600
										Form 99	Λ DE	(2000)

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	Net Gain / Loss	\$ 4,337		-I,U54	-1,018	-3.929	l	-719	- 146		-33	0 7	L,468	1,379		1,658		988-	-119		685		484	1,613		361	-628	
	_!	!																										
	Depreciation	ν <sub>2</sub>	-																									
	Expense																											
	Cost	6,422 \$		7,832	3,677	6.778		1,792	5,541		406		3,017	1,392		4,731	,	5,677	6,201		1,626	C	1,296	3,834		1,923	5,385	
How Received	Sale Price	FURCHASE 10,759 \$	[+]	6,7/8 PURCHASE	2,659	PURCHASE 2.849	PURCHASE	1,073 PURCHASE	5,395	PURCHASE	373	FURCHASE	4,485 PURCHASE	2,771	PURCHASE	6,389	PURCHASE	4,791 PURCHASE	6,082	PURCHASE	2,311	PURCHASE	L, /85 PITRCHASE	5.447	PURCHASE	2,284	4,757	
	Date Sold	8/25/09 \$		5/26/09	3/09/09	3/13/09		3/27/09 (KMP)	3/27/09		3/27/09	00/31/01	12/13/09 (CTSH			9/11/09		9/24/09	8/02/09			_	8/18/03	8/21/09		7/01/09	7/13/09	
Description	Date Acquired	VARIOUS	1	VAKIOUS ANK (CM)	VARIOUS	VARIOUS		VARIOUS PARTNERS	S		VARIOUS	21707-0-417	SOLUTIONS			VARIOUS	,	VARIOUS RP (DNB)	VARIOUS		VARIOUS	SS MACHINE	VAKIOUS	VARIOUS		VARIOUS	, VARIOUS	
De	Whom Sold	TEPPCO (TPP)	WELLS FARGO (WFC)	VAKIOU CANADIAN IMPERIALE BANK (CM)		US BANCORP (USB)	GENERAL ELECTRIC (GE)	KINDER MORGAN ENERGY		WINDSTREAM CORPORATION (WIN)		MICKOSOFI (MSFI)	COGNIZANT TECHNOLOGY		VALE S.A. (VALE)		MOODY'S CORP (MCO)	VARIOU DUMN & BRADSTREET CORP (DNB)		GOOGLE INC. (GOOG)		INTERNATIONAL BUSINESS MACHINE	TIPS CORP (TIPS)		POTASH CORP SASK INC.	(CHA) UNI ADGGNG CHA	ALC EMENCI INC. (ALC)	

## Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

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	Net Gain / Loss	395		V C I	1,323	263	102	470	0 -	1,00° I	972		7 # 6	211	-1,316	-867	A & C L -	05211-	- 124	-877	146		79
	'	່ ຜ	-																				
	Depreciation	ഗ	-																				
	Expense																						
	Cost	954 \$		69/	4,095	5,200	1,506	1,278	П 202	5,404	4,811	7	1,921	1,421	3,631	3.860		4,740	1,339	5,981	2, 699	-	1,824
How Received	Sale Price	PURCHASE	F+1	908 PURCHASE	5,418 PITRCHASE	5,463 DITECTANCE	1,608	FURCHASE 1,748	PURCHASE	4,540 PURCHASE	5,783	PURCHASE	2,2/4 PURCHASE	1,632 PITRCHASE	2,315	PURCHASE 2.993	PURCHASE	3,509 PURCHASE	1,215	PURCHASE 5,104	PURCHASE	PURCHASE	1,903
	Date Sold	7/13/09 \$		// 13/09	7/13/09	7/27/09	5/19/09	5/19/09	00/01/0	60/61/6	5/20/09	00/00/4	4/22/09	4/22/09	3/03/09	3/11/09	00/ 11/ 6	3/11/09	3/30/09	2/12/09	1/14/09		1/14/09
Description	Date Acquired	(AAPL) VARIOUS		VAKIOUS D. (WFT)	- 0	VARIOUS	VARIOUS	CO. (SWN) VARIOUS		VAKLOUS PBR)	VARIOUS		VAKIOUS CO. (SWN)	VARIOUS	VARIOUS	VARTOHS	011011011	VAKIOUS AR (MTCC)	VARIOUS	VN) VARIOUS	CO. (SWN)	RP (DNB)	VARIOUS
De	Whom Sold	APPLE INCORPORATED (1	POTASH CORP SASK INC.	WEATERFORD INTNTL LTD.	VZ (ROM) ANAGMOS STASOM FHT	(OHX) ONI ADGING OHX	AIO ENERGI INC. (AIO	SOUTHWESTERN ENERGY CO. (SWN) VARIOUS	EXXON MOBIL CORP (XOM)	VA PETROLEO BRASIL SA (PBR)		RANGE RESOURCES (RRC)	SOUTHWESTERN ENERGY CO. (SWN)	) (CHIN) ONI SONICION IIN		AMGEN INC (AMGN)	MOODY'S CORP (MCO)	VAKIOUS MILITOM INTL CELLITAR (MICC)		DEVON ENERGY CORP (DVN)	SOUTHWESTERN ENERGY CO. (SWN)	DUNN & BRADSTREET CORP (DNB)	

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	Net Depreciation Gain / Loss	\$ S	-	1	1,979	2,202	1,435	812	186	•	443	732	277		729	198	716	1 1	410		62	187		-1,705
		ស	•																					
	Expense																							
	Cost	1,407 \$	080		2,462	2,160	2,160	771	592	( (	6//	1,219	795		810	1,034	086	1	1,440	c c	00%	860		6,239
How Received	Sale Price	PURCHASE 1,315 \$	F+7	PURCHASE	4,441 PURCHASE	4,362 PURCHASE	3,595 PIRCHASE	1,583	FURCHASE 778	PURCHASE	I,222 PURCHASE	1,951	1,072	PURCHASE	1,539 PURCHASE	1,232	PURCHASE	PURCHASE	1,850	PURCHASE	762 300 AD OTTO	1,047	PURCHASE	4,534
	Date Sold	1/14/09 \$		1) 1	12/01/09	12/01/09 Y)	12/01/09	10/16/09	9/02/09		9/02/09	9/02/09	9/05/09		9/02/09	9/05/09	BGPY) 9/02/09		9/02/09	(TEF) 6/38/88	9/02/09	9/05/09	,	7/08/09
Description	Date Acquired	J) VARIOUS	VARIOUS	) ) ) !	VARIOUS	VARIOUS 1	VARIOUS	VARIOUS	VARIOUS	I)	VAKIOUS IL)	VARIOUS	various	(S)	VARIOUS	VARIOUS	JP PLC (R. VARIOTIS	DR (SBMR	VARIOUS		VARIOUS	VARIOUS	<u>.</u>	VARIOUS
Desc	Whom Sold	DEVON ENERGY CORP (DVN)	FOREST OIL CORP (FST)	ALCON INC (ACL)	VA CREDIT SUISSE GROUP (CS)	SAB MILLER P/C SPONS A	VARIOU	(ממג) תייו ממג	(agy) din agy	ARM HOLDINGS PLC (ARMH)	ASML HOLDING N.V. (ASML)	VARIOUS	BIR BILLION FLC DR (E	CREDIT SUISSE GROUP (CS)	OIAGEN N.V. (OGEN)	VARIOUS 9/02/09	RECKITT BENCKISER GROU	SAB MILLER P/C SPONS ADR (SBMRY)		TELEFONICA DE ESPANA S.A. ADR	VARICATION OF THE CONTRACT OF		HSBC HOLDINGS ADR (HBC)	

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Description	on		How Received					
Whom Sold Ac	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / L	et Loss
ABB LTD (ABB)	VADIOTIC	00/00/1	PURCHASE 5 743 \$	\$ 727		v	v	7.30
TELEFONICA DE ESPANA S.A.	ADR		[+1	o		n-	<b>ጉ</b>	0 0
ICICI BANK LIMITED ADR (IBN)	(IBN)	60//0/5	3,512 PURCHASE	4, 202				0 1
VAR VODAFONE GROUP PLC (VOD)	VARIOUS D)	5/28/09	2,065 PURCHASE	1,349				716
VARIOUS SOCIETE GENERALE SPON (SCGLY)	VARIOUS (SCGLY)	4/23/09	3,680 PURCHASE	4,086				-406
VAR	VARIOUS	4/23/09	3,939 PIRCHASE	4,367				-428
VAR TOTA BY (KDE)	y, VARIOUS	4/30/09	3,450 preduxe	2,430				1,020
•	VARIOUS	12/08/09	4,333	5,413			I	1,080
SUPERVALUE INC. (SVU) VAR		12/08/09	PURCHASE 1,402	1,530				-128
AMERIPRISE FINANCIAL (AMP) VARIOUS		11/06/09	PURCHASE 1,056	654				402
FOSTER WHEELER AG (FWLT)	r) Various	11/06/09	PURCHASE 2.674	2.394				280
WALTER ENERGY INC (WLT)	0110	00/00/01	PURCHASE					
VAKIOUS 10/03/03 DR. PEPPER SNAPPLE GROUP INC (DPS)	INC (DI	LU/ US/ US PS)	6,499 PURCHASE	2,133				4,366
VAR TEREDATA CORP (TDC)	SIOUS	8/13/09	5,149 PURCHASE	3,544				1,605
	VARIOUS	7/16/09	4,385 ptrochase	2,854				1,531
(mmr) NOT	VARIOUS	7/24/09	3,939 precuse	4,384				-445
Ė		6/15/09	2,710	2,767				-57
MADTETTA MATERIAL (MIM.	VARIOUS	5/13/09	6,547 FORCHASE	4,103				2,444
VAR	VARIOUS	5/13/09	2,636	2,940				-304

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Description		How Received				
Whom Date Sold Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
FRONTIER COMMUNICATIONS (FTR)	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	r-1	L		1	
MUELLER WATER PRODUCTS INC (MWA	5/18/03/4WA)	5,635 7 PURCHASE	¢ 860'0		Λ·	\$ T' 023
	3/10/09	709	2,700			-1,991
MANITOWOC CO INC (MTW) VARIOUS	9/14/0	PURCHASE	7 9 1			1854
ASHLAND INC (ASH)	70/01/2	PURCHASE	0 1 7 7 1			μ ) )
VARIOUS WORLDWIDE CORPORATION	2/25/09 (WYN)	1,234 PITRCHASE	2,134			006-
VARIOUS		1,204	2,243			-1,039
FLOWERS FOODS INC (FLO) VARIOUS	1/02/09	PURCHASE 7 706	7 923			716-
ALLETE INC (ALE)	100	PURCHASE	,			j 1
	1/02/09	1,554	1,552			2
MUELLER WATER PRODUCTS INC (MWA)		PURCHASE	c c			-
VAKIOUS DILLARDS INC (DDS)	1/02/03	L, U66 PURCHASE	960			9 N T
VARIOUS	1/02/09	1,709	2,050			-341
VORNADO REALTY LP		PURCHASE				
VARIOUS INTL GAME TECHNOLOGY	12/02/09	9,000 PURCHASE	6,840			2,160
! !	12/16/09	12,000	11,280			720
CONTRA ERP OPERATING LP EQR		PURCHASE	C			
VARIOUS ISHARES TRUST GS SINVESTOR TOP	12/31/09 P CORP	5,000 PURCHASE	4,757			243
		5,234	4,821			413
MERCK & CO INC (MRK)	00/06/11	PURCHASE	3			r r
TSHARES TRUST GS SINVESTOR TOP	_	PURCHASE				C3 -
VARIO		2,623	2,411			212
NEXTEL COMMUNICATIONS INC		PURCHASE				
VARIOUS	9/01/09	9,000 9,000	7,470			1,530
LEGG MASON INC (:524901503) VARIOUS	60/90/8	1,816	3,000			-1,184

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)	_
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	Net Gain / Loss	146	700	9	531	240	146	18	. α		473	-171	1	135		7/7	- 184	977-	3,261	•	156	74	7.0	
	Depreciation	<u></u>																						
	Expense																							
	Cost	8,854 \$	15 937	107101	10,124	4,770	3,488	1,928	A 821	-	8,527	14 452	•	8,865		5,828	4,469	3,350	11.312	•	4,026	1,932	3,435	
How	Sale Price	PURCHASE 9,000 \$	PURCHASE	PURCHASE	10,655 PURCHASE	5,010 DITPCHASE	3,634	1,946	PURCHASE	PURCHASE	000'6	PURCHASE	PURCHASE	000'6	PURCHASE	6,000 PURCHASE	4,285 procuses	2,574	PURCHASE 14.573	PURCHASE	4,182	2,006	PURCHASE 3,505	
	Date Sold	7/15/09 \$	00/10/1	CORP	7/27/09 CREDIT	7/27/09	7/27/09	COKE 6/03/09	CORP	0000	6/12/09	SURY B	CO /OT /F	3/16/09	0	3/16/09	2/09/09	2/26/09	BNI) 11/10/09	10 /01 /11	11/13/09	11/16/09	11/11/09	
Description	Date Acquired	VARIOUS	INC	\$INVESTOR TOP	VARIOUS TNTERMEDIATE	VARIOUS		AINVESIOR 10F VARIOUS	\$INVESTOR TOP		VARIOUS	3 YEAR TREASURY B	SOOTWY!	VARIOUS	1	VARIOUS (ETR PRA)	VARIOUS	rΩ	SANTA FE ()		VARIOUS	VARIOUS	VARIOUS	
	Whom Sold	CB WYETH CV	DOMINION RESOURCES	ISHARES TRUST GS \$11	TSHARES BARCIAYS IN	איא דייטאט		ი ე	ISHARES TRUST GS \$11	CB PRUDENTIAL FINE CV		ISHARES BARCLAYS 1-3	AMDOCS LIMITED		CB AVNET INC	ENTERGY CORPORATION	doay Mostimad Vadit	AVERI DENNISON CROF	BURLINGTON NORTHERN	SUNOCO, INC (SUN)			SUNOCO, INC (SUN)	

### Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Desc	Description		How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
INTEGRYS ENERGY GROUP	(TEG) VARIOUS	10/02/09 \$	PURCHASE 5,418 \$	4,693 \$		                                   	\$ 725
EXELON CORP (EXC)	VARIOUS		PURCHASE 9 765	11 144			7 2 1 3 7 9
THE SOUTHERN COMPANY (SO)	(80)	, , , , , , , , , , , , , , , , , , ,	PURCHASE	1 L			· (
VAKION CONSOLIDATED EDISON INC (ED)	VAKIOUS NC (ED)	80/57/6	12,707 PURCHASE	12,759			-52
V NATIONAL GRID PLC (NGG)	VARIOUS	7/22/09	3,725 PURCHASE	3,698			27
ULTRA PETROLEUM (UPL)	VARIOUS	60/08/9	6,710 PURCHASE	7,769			-1,059
ENERGEN CORP (EGN)	VARIOUS	60/08/9	6,071 PITRCHASE	5,298			773
(HOH) WOTHWEGOTTON HOT	VARIOUS	60/08/9	8,023	000'9			2,023
EQI CORPORALION (EQI)	VARIOUS	60/08/9	20KCHASE 3,438	3,205			233
SEMPRA ENERGY (SRE)	VARIOUS	60/08/9	PURCHASE 4.940	4.185			ፑ <i>ር</i>
SOUTH JERSEY INDUSTRIES INC (SJI)	ES INC (SU	(I.	PURCHASE	•			)
VASOUTHWEST GAS CORP (SWX)	VARIOUS VX)	60/08/9	5,110 PURCHASE	5,471			-361
VZ VZ SPECTRA ENERGY CORP (SE)	VARIOUS	60/08/9	2,166 PITRCHASE	2,450			-284
WILLIAMS COMPANIES (WMB)	VARIOUS	60/08/9	6,714 PITECHASE	6,440			274
VADARONE CEDITORIALES VICTORIALES ARIOUS	60/08/9	4,654 pite Cun se	4,500			154	
(Tital Division Indiana)	VARIOUS	60/08/9	966	1,022			- 56
BANER HOGHES INC (BHI)		3/04/09	1,471	1,576			- 105
ADK AMEKICA MOVIL S.A. DE C.V VARIOUS		(AMA) 2/11/09	3,068	3,380			-312
GREAI FLAINS ENERGI INC (GAF) VARIOU	VARIOUS	2/17/09	6,225	7,600			-1,375

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	Statement 1 - Fo	Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)	e 6a - Sale of Ass	ets (continue	ଶ			
Description		How Received						
Whom Date Sold Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	iation	Net Gain / Loss	
TECO ENERGY INC (TE)		PURCHASE				   		
VARIOUS (WINDSTREAM CORPORATION (WIN)	IS 2/24/09	\$ 5,563 \$ PIRCHASE	\$ 988'9		₩	₩	-1,323	
VARIOUS	JS 2/26/09	8,142	9,933				-1,791	
UNITED STATES STEEL CORP (X) VARIOUS	JS 11/02/09	PURCHASE 5,532	7,523				-1,991	
BURLINGTON NORTHERN SANTA FE VARIOUS	V.	PURCHASE 9,782	7,541				2,241	
BOSTON SCIENTIFIC CORP (BSX)		PURCHASE						
VARIOUS	JS 11/12/09	405 9100000000000000000000000000000000000	459				- 54	
DRISHLES INC: (DRIS) VARIOUS	8/01/09 SI	2.997	24.989				-21.992	
COMMERICAL METALS CO (CMC)		PURCHASE					 	
VARIOUS	JS 6/12/09	13,537	9,333			     	4,204	
TOTAL		\$ 550,275 \$	550,346 \$	0	w	\$ 0	-71	
	Statement	Statement 2 - Form 990-PF, Part I,	t I, Line 11 - Other Income	r Income				
Description	ş		Revenue per Books	Net Investment	stment	Adjus	Adjusted Net	
OTHER INVESTMENT INCOME TAX RETURN REFUND K-1 INVESTMENT ACTIVITY		ั <b>ผ</b>	2,399 248 -6,109	φ.	2,399	w.	2,399 248 -6,109	•
TOTAL		<b>፞</b> ∙ኍ"	-3,462	w w	2,399	w   	.  .	
								_

11/11/2010 12:31 PM Charitable Purpose Charitable Purpose Adjusted Net Adjusted Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees 3,190 3,190 22,176 22,176 Net Investment Investment Federal Statements Net ᇲ ູດ, 3,190 3,190 22,176 22,176 Total Total 5239 LARRY E. & JOYCE M. WILLIAMS PORTFOLIO MANAGEMENT EXPENSE INDIRECT ACCOUNTING FEES Description Description FYE: 12/31/2009 TOTAL 30-0085441 TOTAL

11/11/2010 12:31 PM

5239 LARRY E. & JOYCE M. WILLIAMS

**Federal Statements** 

FYE: 12/31/2009

30-0085441

Description		<u></u>				
	_	Beginning of Year	End of Year	Basis of Valuation		Fair Market Value
	\$_	1,099,093 \$	1,124,934	COST	\$_	1,444,247
TOTAL	\$_	1,099,093 \$	1,124,934		\$_	1,444,247

#### Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

	Description							
			Beginning of Year	_	End of Year	Basis of Valuation	_	Fair Market Value
		\$_	300,316	\$_	300,316	COST	\$_	207,697
TOTAL		\$_	300,316	\$_	300,316		\$_	207,697

#### Statement 7 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Be	eginning of Year	 End of Year
INVESTMENT	\$	5,572	\$ 11,548
TOTAL	\$	5,572	\$ 11,548

LARRY E. & JOYCE M. WILLIAMS PRIVATE FOUNDATION, INC.

30-0085441 FORM 990-PF ESTIMATES

Form	98	<del>3</del> 0-	W

(WORKSHEET) Department of the Treasury Internal Revenue Service **Estimated Tax on Unrelated Business Taxable Income for Tax-Exempt Organizations** 

(and on Investment Income for Private Foundations) (Keep for your records. Do not send to the Internal Revenue Service.) OMB No 1545-0976 2010

	Haralakad buruna kanakis		4					
1	Unrelated business taxable income ex	фестеа	in the tax year				1	
2	Tax on the amount on line 1. See instruc	tions for	tax computation				2	· · · · · ·
3	Alternative minimum tax (see instructi	ons)					3	<del></del>
4	Total Add lines 2 and 3						4	
5	Estimated tax credits (see instructions	s)					5	
6	Balance. Subtract line 5 from line 4						6	
7	Other taxes (see instructions)						7	
8	Total Add lines 6 and 7						8	
9	Credit for federal tax paid on fuels (se	e ınstru	ctions)				9	
10a	Subtract line 9 from line 8 Note. If les is not required to make estimated tax		•					
b	see instructions Enter the tax shown on the 2009 retur zero or the tax year was for less than		· ·		10a	521		
С	enter the amount from line 10a on line 2010 Estimated Tax. Enter the smalle	er of line		nization is required to	10b	521		F 2.1
	skip line 10b, enter the amount from li	ne 10a					10c	521
		$\longrightarrow$	(a)	(b)		(c)		(d)
11	Installment due dates (see instructions)	11	05/17/10	06/15/10		09/15/10		12/15/10
12	Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see							
	instructions)	12						521
13	2009 Overpayment (see instructions)	13						
14	Payment due. (Subtract line 13 from line 12)	14						521
For F	Paperwork Reduction Act Notice, see	the ins	tructions on page 8.					Form <b>990-W</b> (2010)

5239 LARRY E. & JOYCE M. WILLIAMS 11/11/2010 12:31 PM Federal Statements 30-0085441 FYE: 12/31/2009 **Taxable Interest on Investments** Unrelated Exclusion Postal Description Amount **Business Code** Code Code 6,153 6,153 TOTAL **Taxable Dividends from Securities** Unrelated Exclusion Postal **Business Code** Description Amount Code Code 42,884 TOTAL 42,884

Form 8868

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

(KBY, April 2009)	'		,		·				
Department of the Treasury Internal Revenue Service		File a separate application for each return.							
		tomatic 3-Month Extension	n, complete only Fart I and check this box			<b>▶</b> X			
-	-		Month Extension, complete only Part II (on page 2 of this fo						
		• -	granted an automatic 3-month extension on a previously filed		}				
Part I			of Time. Only submit original (no copies neede		<del></del>				
A sametine	······································	Some District and membering	an automatic 6-month extension—check this box and comple	nto.					
	iedanen in me	LOURI ASOLI BIRO IAMOSONA	an entruetic dimondit Extension—check fulls now and confus	puc		<b>►</b> □			
Part I only									
All other corpo time to file inc	•	•	nips, REMICs, and trusts must use Form 7004 to request an e	odension o	•				
Electronic Fil	ing (e-file). Ge	enerally, you can electronica	illy file Form 8868 if you want a 3-month automatic extension	of time to f	ile				
one of the retu	rms noted belo	ow (6 months for a corporati	on required to file Form 990-T). However, you cannot file Fort	n 6868					
electronically i	f (1) you want	the additional (not automati	c) 3-month extension or (2) you file Forms 990-BL, 6069, or 8	870, group	)				
returns, or a c	amposite or a	onsolidated Form 990-T. Ins	lead, you must submit the fully completed and signed page 2	(Part II) of	Form				
8868. For mor	e details on th	e electronic filing of this for	m, visit www.irs.gov/efile and click on e-file for Charities & Nor	iprofits.					
Type or	Name of Ex	empt Organization		Employer identification number					
orint	LARRY	E. & JOYCE M. WILLIAMS		1	• • • • • • • • • • • • • • • • • • • •				
File by the	PRIVAT	E FOUNDATION,	INC.	30-0085441					
due date for	Number, str	eet, and room or suite no. If	a P.O. box, see instructions.						
filing your return, See	300 PA	RK AVENUE NOR	TH		_				
instructions.	City, town o	City, town or post office, state, and ZIP code. For a foreign address, see instructions.							
	WINTER	PARK	FL 32789-3878						
Chack type of	return to be	Med (file a separate applica	tion for each return):			,			
Form 99	10		Form 990-T (corporation)		Fon	m 4720			
Form 98	10-BL		Form 990-T (sec. 401(a) or 408(a) trust)		Fon	m 5227			
Form 99	0-EZ		Form 990-T (trust other than above)		Fon	m 6089			
X Form 95	0-PF		Form 1041-A		For	m 8870			
		<del></del>							
The backs	em in the car	e of DAVID WI	LSON						
- THE BOOKS	e de de de met can	CO. P							
Telephone	No. ▶		FAX No. >						
		nut have an office or place (	of business in the United States, check this box			▶ □			
				. If this is		ب ٠٠٠٠٠٠			
			t is for part of the group, check this box						
-		Ne of all members the exten							
			orporation required to file Form 990-T) extension of time			<del></del>			
•		· · · · · · · · · · · · · · · · · · ·	zation return for the organization named above. The extension	n is					
	manization's								
	calendar vest	2009 or							
	tay year henin	ning and	d ending						
- 4	my log: och	,							
2 If this ta	x year is for le	ss than 12 months, check n	eason: Initial return Final return Change	н эссоип	ting period				
3a If this ar	polication is fo	Form 990-BL, 990-PF, 990	0-T, 4720, or 6069, enter the tentative tax,						
	•	e credits. See instructions.		3a	\$	0			
			ter any refundable credits and estimated tax						
•	•	de any prior year overpaym		35	\$	0			
			de your payment with this form, or, if required,	130		· · · · · · · · · · · · · · · · · · ·			
c Balance Due. Subtract line 3b from line 3a. include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment									
•	. See instruct			3c	\$	0			
			thdrawal with this Form 8868, see Form 8453-EO and Form 8			_ <del></del>			
for payment in									
For Privacy A	ct and Paper	work Reduction Act Notice	, see Instructions.		Form	8868 (Rev. 4-2009)			

Form 8	3858 (Rev. 4-2009)			Page 2
	you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box			<b>♦ </b> 🗆
	Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Fo	m 8888.		
	you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).			
Тура с	Name of Exempt Organization	Employer Identification number		
print	LARRY E. & JOYCE M. WILLIAMS	20 0005441		
File by t		30-0085441		
de de	Trainer, dubit, and reality to the state of	For IR5 use only		
filing th	mit. A			
return. I Instructi				
Chack	type of return to be filed (File a separate application for each return):			
	Form 990 X Form 990-PF Form 1041-A		Form	6069
	Form 990-BL Form 990-T (sec. 401(a) or 408(a) trust) Form 4720		Form	6870
H	Form 990-EZ Form 990-T (trust other than above) Form 5227			
STOP	Do not complete Part II if you were not already granted an automatic 3-month extension on a previously f	led Form	8868.	
● Th	ne books are in the care of ♦ DAVID WILSON			
	elephone No. ◆ FAX No. ◆			_
	the organization does not have an office or place of business in the United States, check this box			♦ 🔲
• 1f1	this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)	is is		
		and attach	8	
	h the names and EINs of all members the extension is for.			
4 1	request an additional 3-month extension of time until 11/15/10			
	For calendar year 2009, or other tax year beginning, and ending and ending fif this tax year is for less than 12 months, check reason: Initial return Final return Change	• •		
		in account	ing period	
	State in detail why you need the extension  ADDITIONAL TIME IS REQUESTED TO GATHER INFORMATION TO	DDEDS	DE 8 CO	ATAT WATER
	ADDITIONAL TIME IS REQUESTED TO GATHER INFORMATION TO	PKEPA	RE A CO	MPLE IE
;	AND ACCORDE RETORM.	·· · ·		
Ba	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax,			
	less any nonrefundable credits. See Instructions.	88	•	٥
	If this application is for Form 990-PF, 990-T, 4720, or 6059, enter any refundable credits and		<del></del>	<u>_</u>
	estimated tax psyments made, include any prior year overpayment allowed as a credit and any			
	amount paid previously with Form 8868.	8b	2	0
c	Balance Due. Subtract line 6b from line 8a. Include your payment with this form, or, if required, deposit			· · · · · · · · · · · · · · · · · · ·
	with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	. \$	0
	Signature and Verification			
Under p	penalties of perjuny, I declare that I have examined this form, including accompanying schedules and statements, and to the best of correct, and complete and that Jeyn primarized to prepare this form.	f my knowie	dge and belief,	
it is true	e, correct, and complete and that lam sometized to prepare this form.			
Signatu	me " M X Bull Tale "CAT			8/10/10
	•		Form <b>886</b>	<b>8</b> (Rev. 4-2009)

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