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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
JUSTICE FAMILY FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
6900 SOUTH GRAY ROAD

City or town, state, and ZIP code
INDIANAPOLIS IN 46237

A Employer identification number
35-1935338

B Telephone number (see page 10 of the instructions)
317-783-5461

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 579,461

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	50,000			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	837	837		
	4	Dividends and interest from securities	7,931	7,931		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-15,417			
	b	Gross sales price for all assets on line 6a 58,875				
	7	Capital gain net income (from Part IV, line 2)		168		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 2	-3,246	-3,246		
	12	**Total.** Add lines 1 through 11	40,105	5,690	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) Stmt 3	7,213	7,213		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	229	229		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	7,442	7,442		0
	25	Contributions, gifts, grants paid	45,235			45,235
	26	**Total expenses and disbursements.** Add lines 24 and 25	52,677	7,442	0	45,235
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-12,572			
	b	**Net investment income** (if negative, enter -0-)		0		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	973	973	973
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		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 (attach schedule)			
	b	Investments—corporate stock (attach schedule) See Stmt 5	383,983	371,411	578,488
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	384,956	372,384	579,461
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	384,956	372,384	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	384,956	372,384	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	384,956	372,384	

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	384,956
2	Enter amount from Part I, line 27a	2	-12,572
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	372,384
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	372,384

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	Capital Gain Distribution			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	168			168
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				168
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 168

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	36,506	533,632	0.068410
2007	64,607	551,766	0.117091
2006	46,872	511,648	0.091610
2005	26,879	529,433	0.050769
2004	22,098	492,480	0.044871

2	**Total** of line 1, column (d)	2	0.372751
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.074550
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	455,515
5	Multiply line 4 by line 3	5	33,959
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	33,959
8	Enter qualifying distributions from Part XII, line 4	8	45,235

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: **(attach copy of 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	
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	
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	0
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
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	
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	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ Refunded ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. **(1)** On the foundation ▶ $ **(2)** On foundation managers. ▶ $			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ IN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JEAN DEUSER Telephone no ▶ 317-783-5461

6900 SOUTH GRAY ROAD

Located at ▶ INDIANAPOLIS, IN ZIP+4 ▶ 46237

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	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 ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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** No: 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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE	0.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	461,479
b	Average of monthly cash balances	1b	973
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	462,452
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	462,452
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	6,937
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	455,515
6	**Minimum investment return.** Enter 5% of line 5	6	22,776

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

1	Minimum investment return from Part X, line 6	1	22,776
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	22,776
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,776
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,776

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	45,235
b	Program-related investments—total from Part IX-B	1b	
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	45,235
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	45,235

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					22,776
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only					
b Total for prior years. 20 ____ , 20 ____ , 20 ____					
3 Excess distributions carryover, if any, to 2009					
a From 2004					
b From 2005	586				
c From 2006	21,582				
d From 2007	37,407				
e From 2008	10,048				
f **Total** of lines 3a through e		69,623			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ $ 45,235					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2009 distributable amount					22,776
e Remaining amount distributed out of corpus		22,459			
5 Excess distributions carryover applied to 2009 (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:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		92,082			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions					
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions					
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					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		92,082			
10 Analysis of line 9.					
a Excess from 2005	586				
b Excess from 2006	21,582				
c Excess from 2007	37,407				
d Excess from 2008	10,048				
e Excess from 2009	22,459				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 6				45,235
Total			▶ 3a	45,235
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	837	
4 Dividends and interest from securities			14	7,931	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-3,246	
8 Gain or (loss) from sales of assets other than inventory					-15,417
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		5,522	-15,417

13 Total. Add line 12, columns (b), (d), and (e) 13 -9,895

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] 4/23/10 Director

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	[signature]	Date 04/22/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions) P00873353
Firm's name (or yours if self-employed), address, and ZIP code	Turtle Creek Management, Inc. 6900 South Gray Road Indianapolis, IN 46237			EIN 35-6037054 Phone no 317-783-5461

00697 04/22/2010 2 37 PM

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

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization	Employer identification number
JUSTICE FAMILY FOUNDATION, INC.	35-1935338

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $

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

Name of organization	Employer identification number
JUSTICE FAMILY FOUNDATION, INC.	35-1935338

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DAVID JUSTICE 10397 COUREGEOUS DRIVE INDIANAPOLIS IN 46236	$ 50,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Federal Statements

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

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
INTUITIVE SURGICAL INC (46120E602)			Purchase				
	7/02/08	1/08/09	$ 316	$ 767	$	$	$ -451
TUPPERWARE BRANDS CORP (899896104)			Purchase				
	7/02/08	1/08/09	289	388			-99
WAL-MART STORES INC (931142103)			Purchase				
	7/02/08	1/08/09	508	569			-61
MEDCO HEALTH SOLUTIONS (58405U102)			Purchase				
	7/02/08	1/09/09	416	467			-51
TUPPERWARE BRANDS CORP (899896104)			Purchase				
	7/02/08	1/09/09	215	291			-76
INTUITIVE SURGICAL INC (46120E602)			Purchase				
	7/02/08	1/12/09	509	1,278			-769
TUPPERWARE BRANDS CORP (899896104)			Purchase				
	7/02/08	1/12/09	208	291			-83
TUPPERWARE BRANDS CORP (899896104)			Purchase				
	7/02/08	1/13/09	201	291			-90
BANK OF AMERICA CORP (060505104)			Purchase				
	10/28/08	1/20/09	292	1,041			-749
SECTOR SPDR TR SBI (81369Y605)			Purchase				
	10/10/08	1/20/09	226	363			-137
CASH AMERICA (14754D100)			Purchase				
	1/08/09	1/21/09	402	547			-145
MICROSOFT CORP (594918104)			Purchase				
	7/02/08	1/22/09	456	685			-229
MCDONALDS CORP (580135101)			Purchase				
	7/02/08	1/26/09	575	577			-2
JUNIPER NETWORKS INC (48203R104)			Purchase				
	7/25/08	1/30/09	417	763			-346
DISNEY WALT COMPANY (254687106)			Purchase				
	7/02/08	2/04/09	314	497			-183
GOODRICH CORP (382388106)			Purchase				
	7/02/08	2/04/09	157	188			-31
BANK OF AMERICA CORP (060505104)			Purchase				
	11/24/08	2/05/09	326	993			-667

Federal Statements

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

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
CEPHALON INC (156708109)			Purchase				
	7/02/08	2/13/09	$ 539	$ 471	$	$	$ 68
PROCTER AND GAMBLE COMPANY (74271810			Purchase				
	7/02/08	2/17/09	301	375			-74
AGILENT TECHNOLOGIES INC (00846U101)			Purchase				
	1/07/09	2/18/09	510	567			-57
HEWLETT-PACKARD COMPANY (428236103)			Purchase				
	7/02/08	2/19/09	346	484			-138
GENENTECH INC (368710406)			Purchase				
	7/02/08	3/12/09	1,035	860			175
CONOCOPHILLIPS (20825C104)			Purchase				
	7/02/08	3/13/09	982	2,534			-1,552
GENERAL MILLS INC (370334104)			Purchase				
	11/24/08	3/18/09	245	322			-77
NIKE INC CLASS B (654106103)			Purchase				
	7/02/08	3/20/09	675	880			-205
ACCENTURE LIMITED (G1150G111)			Purchase				
	7/02/08	3/27/09	1,046	1,534			-488
EMERSON ELECTRIC COMPANY (291011104)			Purchase				
	7/02/08	4/06/09	302	488			-186
HARRIS CORP DEL (413875105)			Purchase				
	7/02/08	4/06/09	589	970			-381
GRANITE CONSTR INC (387328107)			Purchase				
	11/25/08	4/14/09	192	197			-5
BANK OF NEW YORK (064058100)			Purchase				
	7/02/08	4/16/09	698	880			-182
SECTOR SPDR TR SBI (81369Y605)			Purchase				
	10/10/08	4/16/09	163	232			-69
BANK OF NEW YORK (064058100)			Purchase				
	7/02/08	4/20/09	638	803			-165
ISHARES TRUST (464287655)			Purchase				
	9/08/08	4/27/09	143	218			-75
SMITH INTERNATIONAL INC (832110100)			Purchase				
	7/02/08	4/27/09	509	1,734			-1,225

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

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
STANDARD AND POORS (78462F103)	12/08/08	4/27/09	Purchase $ 87	$ 91	$	$	$ -4
AGCO CORP (001084102)	7/31/08	4/28/09	Purchase 284	738			-454
ALBEMARLE CORP (012653101)	7/02/08	4/28/09	Purchase 309	478			-169
PRICELINE.COM INC (741503403)	7/02/08	4/28/09	Purchase 558	648			-90
CORNING INC (219350105)	7/02/08	4/29/09	Purchase 240	254			-14
SAFEWAY INC (786514208)	7/02/08	4/30/09	Purchase 915	1,328			-413
AON CORP (037389103)	7/02/08	5/01/09	Purchase 332	424			-92
GAMESTOP CORP (36467W109)	1/08/09	5/06/09	Purchase 335	303			32
HARRIS CORP DEL (413875105)	7/02/08	5/06/09	Purchase 826	1,359			-533
SAFEWAY INC (786514208)	5/08/09	5/08/09	Purchase 916	915			1
GAMESTOP CORP (36467W109)	1/29/09	5/21/09	Purchase 706	768			-62
AON CORP (037389103)	7/02/08	5/26/09	Purchase 648	848			-200
PROCTER AND GAMBLE COMPANY (74271810	7/02/08	5/26/09	Purchase 538	625			-87
PROCTER AND GAMBLE COMPANY (74271810	7/02/08	5/28/09	Purchase 623	749			-126
APOLLO GROUP INC (037604105)	11/14/08	6/03/09	Purchase 65	68			-3
BP PLC (055622104)	12/29/08	6/03/09	Purchase 51	45			6
CHEVRON CORP (166764100)	7/02/08	6/03/09	Purchase 135	199			-64

Federal Statements

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

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
COLGATE-PALMOLIVE (194162103)	7/02/08	6/03/09	Purchase $ 211	$ 209	$	$	$ 2
DELTA AIRLINES INC (247361702)	9/29/08	6/03/09	Purchase 225	262			-37
DIAMOND OFFSHORE (25271C102)	3/13/09	6/03/09	Purchase 84	59			25
DPL INC (233293109)	7/02/08	6/03/09	Purchase 66	80			-14
GOODRICH CORP (382388106)	7/02/08	6/03/09	Purchase 52	47			5
HAIN CELESTIAL GROUP INC (405217100)	7/02/08	6/03/09	Purchase 111	138			-27
HASBRO INC (418056107)	7/02/08	6/03/09	Purchase 102	142			-40
INTEGRYS ENERGY GROUP (45822P105)	7/02/08	6/03/09	Purchase 112	207			-95
ISHARES TRUST (464287655)	9/08/08	6/03/09	Purchase 52	73			-21
JOHNSON AND JOHNSON (478160104)	7/02/08	6/03/09	Purchase 112	130			-18
MARATHON OIL CORP (565849106)	11/07/08	6/03/09	Purchase 62	58			4
MCAFEE INC (579064106)	11/05/08	6/03/09	Purchase 79	65			14
MIDDLEBY CORP (596278101)	7/02/08	6/03/09	Purchase 98	86			12
NORFOLK SOUTHERN CORP (655844108)	7/02/08	6/03/09	Purchase 79	118			-39
ORACLE CORP (68389X105)	7/02/08	6/03/09	Purchase 81	84			-3
OWENS ILL INC (690768403)	5/12/09	6/03/09	Purchase 58	53			5
PEPSICO INC (713448108)	7/02/08	6/03/09	Purchase 108	132			-24

Federal Statements

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

Whom Sold (Description)	Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
PRICELINE.COM INC (741503403)	7/02/08	6/03/09	$ 115	Purchase	$ 108	$	$	$ 7
PROGRESS ENERGY INC (743263105)	7/02/08	6/03/09	71	Purchase	84			-13
SAINT JUDE MEDICAL INC (790849103)	7/02/08	6/03/09	243	Purchase	244			-1
SCHLUMBERGER LTD (806857108)	11/07/08	6/03/09	57	Purchase	50			7
SNAP ON INC (833034101)	7/02/08	6/03/09	65	Purchase	102			-37
STANDARD AND POORS (78462F103)	12/08/08	6/03/09	93	Purchase	91			2
TRIUMPH GROUP INC (896818101)	7/02/08	6/03/09	205	Purchase	223			-18
ISHARES TRUST (464287655)	9/08/08	6/09/09	158	Purchase	218			-60
PNC FINANCIAL SERVICES (693475105)	10/14/08	6/10/09	380	Purchase	563			-183
SECTOR SPDR TR SBI (81369Y605)	10/10/08	6/10/09	149	Purchase	245			-96
HASBRO INC (418056107)	7/02/08	6/12/09	300	Purchase	427			-127
AMERISOURCEBERGEN CORP (03073E105)	1/12/09	6/15/09	537	Purchase	539			-2
HUMANA INC (444859102)	10/15/08	6/15/09	543	Purchase	692			-149
SAINT JUDE MEDICAL INC (790849103)	7/02/08	6/15/09	777	Purchase	854			-77
SECTOR SPDR TR SBI (81369Y886)	7/02/08	6/15/09	1,015	Purchase	1,528			-513
DELTA AIRLINES INC (247361702)	9/29/08	6/16/09	170	Purchase	222			-52
HASBRO INC (418056107)	7/02/08	6/22/09	393	Purchase	569			-176

Federal Statements

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

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
HASBRO INC (418056107)	7/02/08	6/23/09	Purchase	$ 381	$ 569	$	$	$ -188
DELTA AIRLINES INC (247361702)	9/29/08	6/24/09	Purchase	395	564			-169
DELTA AIRLINES INC (247361702)	10/02/09	6/25/09	Purchase	396	530			-134
SNAP ON INC (833034101)	7/02/08	7/13/09	Purchase	351	665			-314
TRIUMPH GROUP INC (896818101)	7/02/08	7/13/09	Purchase	71	89			-18
ATANDT INC (00206R102)	7/02/08	7/14/09	Purchase	71	99			-28
BAXTER INTERNATIONAL INC (071813109)	7/02/08	7/14/09	Purchase	214	257			-43
CALIFORNIA WTR SVC GRP (130788102)	7/02/08	7/14/09	Purchase	72	64			8
CHEVRON CORP (166764100)	7/02/08	7/14/09	Purchase	63	100			-37
CHURCH AND DWIGHT (171340102)	7/02/08	7/14/09	Purchase	54	56			-2
GENERAL MILLS INC (370334104)	11/24/08	7/14/09	Purchase	117	129			-12
JOHNSON AND JOHNSON (478160104)	7/02/08	7/14/09	Purchase	58	65			-7
MCAFEE INC (579064106)	11/05/08	7/14/09	Purchase	82	65			17
MCDONALDS CORP (580135101)	7/02/08	7/14/09	Purchase	57	58			-1
ORACLE CORP (68389X105)	7/02/08	7/14/09	Purchase	61	63			-2
SNAP ON INC (833034101)	7/02/08	7/14/09	Purchase	410	768			-358
TEVA PHARMACEUTICAL (881624209)	3/20/09	7/14/09	Purchase	148	141			7

Federal Statements

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

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
VERIZON COMMUNICATIONS (92343V104)	10/27/08	7/14/09	Purchase	$ 87	$ 83	$	$	$ 4
HUMANA INC (444859102)	10/29/08	7/15/09	Purchase	683	834			-151
XILINX INC (983919101)	10/16/08	7/15/09	Purchase	577	547			30
GENZYME CORP (372917104)	2/13/09	7/22/09	Purchase	819	1,085			-266
MICROSOFT CORP (594918104)	7/02/08	7/24/09	Purchase	1,428	1,595			-167
BECTON DICKINSON AND (075887109)	7/02/08	7/30/09	Purchase	878	1,071			-193
SCHWAB CHARLES CORP (808513105)	4/16/09	8/03/09	Purchase	198	187			11
SECTOR SPDR TR SBI (81369Y886)	7/02/08	8/04/09	Purchase	548	785			-237
SECTOR SPDR TR SBI (81369Y886)	7/02/08	8/05/09	Purchase	571	754			-183
MIDDLEBY CORP (596278101)	7/02/08	8/11/09	Purchase	153	128			25
MIDDLEBY CORP (596278101)	7/02/08	8/13/09	Purchase	143	128			15
BERKLEY W R CORP (084423102)	7/02/08	8/25/09	Purchase	278	266			12
ISHARES TR DOW JONES US (464287739)	7/02/08	8/25/09	Purchase	716	688			28
ISHARES TRUST (464287655)	9/08/08	8/25/09	Purchase	409	477			-68
SECTOR SPDR TR SBI (81369Y605)	10/10/08	8/25/09	Purchase	336	469			-133
STANDARD AND POORS (78462F103)	12/08/08	8/25/09	Purchase	515	453			62
STANDARD AND POORS (78462F103)	12/08/08	8/27/09	Purchase	207	181			26

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

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
ISHARES TRUST (464287655)	9/08/08	8/28/09	Purchase $ 291	$ 324	$	$	$ -33
TJX COMPANIES INC (872540109)	7/02/08	8/28/09	Purchase 328	283			45
STANDARD AND POORS (78462F103)	12/08/08	9/02/09	Purchase 601	544			57
JABIL CIRCUIT INC (466313103)	7/02/08	9/04/09	Purchase 76	116			-40
NORFOLK SOUTHERN CORP (655844108)	7/02/08	9/11/09	Purchase 49	59			-10
KROGER COMPANY (501044101)	7/02/08	9/15/09	Purchase 345	498			-153
ORACLE CORP (68389X105)	7/02/08	9/17/09	Purchase 216	211			5
STANDARD AND POORS (78462F103)	12/08/08	9/23/09	Purchase 644	544			100
RESEARCH IN MOTION LTD (760975102)	4/14/09	9/25/09	Purchase 770	746			24
ORACLE CORP (68389X105)	7/02/08	9/29/09	Purchase 276	274			2
URS CORP (903236107)	1/26/09	9/29/09	Purchase 307	254			53
DARDEN RESTAURANTS INC (237194105)	3/20/09	9/30/09	Purchase 472	476			-4
AMERON (030710107)	11/25/08	10/06/09	Purchase 368	229			139
SAINT JUDE MEDICAL INC (790849103)	7/02/08	10/06/09	Purchase 746	895			-149
CEPHALON INC (156708109)	7/02/08	10/08/09	Purchase 322	404			-82
CEPHALON INC (156708109)	7/02/08	10/08/09	Purchase 161	202			-41
SCHWAB CHARLES CORP (808513105)	4/16/09	10/12/09	Purchase 420	375			45

Federal Statements

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

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
VERIZON COMMUNICATIONS (92343V104)			Purchase				
	7/02/08	10/12/09	$ 1,099	$ 1,052	$	$	$ 47
SCHWAB CHARLES CORP (808513105)			Purchase				
	4/20/09	10/13/09	477	432			45
CEPHALON INC (156708109)			Purchase				
	7/02/08	10/14/09	597	740			-143
INTEGRYS ENERGY GROUP (45822P105)			Purchase				
	7/02/08	10/14/09	664	983			-319
URS CORP (903236107)			Purchase				
	4/14/09	10/14/09	444	419			25
INTEGRYS ENERGY GROUP (45822P105)			Purchase				
	7/02/08	10/15/09	593	880			-287
INTERNATIONAL BUSINESS (459200101)			Purchase				
	1/21/09	10/16/09	245	178			67
BERKLEY W R CORP (084423102)			Purchase				
	7/02/08	10/19/09	203	193			10
GOODRICH CORP (382388106)			Purchase				
	7/02/08	10/19/09	575	470			105
RAYTHEON COMPANY (755111507)			Purchase				
	7/02/08	10/19/09	377	453			-76
ITT EDUCATIONAL SVCS INC (45068B109)			Purchase				
	10/29/08	10/22/09	707	593			114
KROGER COMPANY (501044101)			Purchase				
	7/02/08	10/29/09	936	1,172			-236
TESSERA TECHNOLOGIES INC (88164L100)			Purchase				
	3/19/10	10/30/09	418	239			179
TESSERA TECHNOLOGIES INC (88164L100)			Purchase				
	3/19/09	11/03/09	364	228			136
QUALCOMM INC (747525103)			Purchase				
	5/06/09	11/05/09	1,040	1,044			-4
APOLLO GROUP INC (037604105)			Purchase				
	1/09/09	11/09/09	651	951			-300
GRAINGER W W INC (384802104)			Purchase				
	7/13/09	11/18/09	591	488			103

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

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
BARRICK GOLD CORP (067901108)			Purchase				
	9/02/08	12/07/09	$ 374	$ 309	$	$	$ 65
GLOBAL PAYMENTS INC (37940X102)			Purchase				
	11/03/08	12/09/09	252	209			43
STANDARD AND POORS (78462F103)			Purchase				
	12/08/08	12/15/09	223	181			42
STANDARD AND POORS (78462F103)			Purchase				
	12/08/08	12/16/09	336	272			64
STANDARD AND POORS (78462F103)			Purchase				
	12/08/08	12/17/09	331	272			59
Total			$ 58,707	$ 74,292	$ 0	$ 0	$ -15,585

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ENBRIDGE ENERGY K-1	$ 2,420	$ 2,420	$
ENTERPRISE PRODUCTS K-1	-211	-211	
MARKWEST ENERGY K-1	-447	-447	
ONEOK PARTNERS K-1	-2,608	-2,608	
TEPPCO PARTNERS LP K-1	-2,397	-2,397	
MISC	-3	-3	
Total	$ -3,246	$ -3,246	$ 0

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Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Other Professional Fees	$ 7,213	$ 7,213	$	$
Total	$ 7,213	$ 7,213	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAX	$ 224	$ 224	$	$
FOREIGN TAX	5	5		
Total	$ 229	$ 229	$ 0	$ 0

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Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INVESTMENT LPL SAM 2614-2249	$ 255,093	$ 260,302	Cost	$ 454,237
INVESTMENT LPL MS 2462-1975	128,890	111,109	Cost	124,251
Total	$ 383,983	$ 371,411		$ 578,488

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name Address	Address Relationship	Status	Purpose	Amount
PARALYZED HOOSIER VETERAN INDIANAPOLIS IN	NONE	501(c)(3)	HEALTH	40
POLICE PROTECTIVE FUND INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	25
BAYLOR ALUMNI ASSOCIATIO WACO TX	NONE	501(c)(3)	EDUCATION	3,000
ALEXANDRIA MONROE INTERME ALEXANDRIA IN	NONE	501(c)(3)	EDUCATION	768
LAWRENCE NORTH BAND INDIANAPOLIS IN	NONE	501(c)(3)	EDUCATION	2,000
IN ASSOC OF CHEIFS OF POL INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	25
BAYLOR BEAR FOUNDATION WACO TX	NONE	501(c)(3)	EDUCATION	1,800
NORTHSIDE BAPTIST CHURCH INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	300
CAMPUS CRUSADE FOR CHRIST INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	300
ANDERSON UNIVERSITY ANDERSON IN	NONE	501(c)(3)	RELIGIOUS	1,000
CHRISTIAN RESEARCH INST INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	100
INDIANA FIREFIGHTERS ASSO INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	25
INDIANA TROOPERS ASSOC INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	35
INDPLS SYMPHONY ORCH INDIANAPOLIS IN	NONE	501(c)(3)	ARTS	100
YMCA OF GREATER INDPLS INDIANAPOLIS IN	NONE	501(c)(3)	HEALTH	500
POLICE PROTECTVE FUND INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	25
CRESCENT PROJECT INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	300
THE HARVEST INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	2,500

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Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address Relationship	Status	Purpose	Amount
NORTHSIDE BAPTIST CHURCH INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	10,000
AMERICAN VETERNAS ORG INDIANAPOLIS IN	NONE	501(c)(3)	HEALTH	42
HENDRICKS COUNTY COMM FND AVON IN	NONE	501(c)(3)	EDUCATION	1,100
IN ASSOC OF CHEIFS OF POL INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	25
UNITED NEGRO COLLEGE FUND INDIANAPOLIS IN	NONE	501(c)(3)	EDUCATION	100
BAYLOR UNIVERSITY WACO TX	NONE	501(c)(3)	EDUCATION	100
CAMPUS CRUSADE INDIANAPOLIS IN	NONE	501(c)(3)	RELIGIOUS	1,000
JOY'S HOUSE BROAD RIPPLE IN	NONE	501(c)(3)	HEALTH	10,000
POLICE PROTECTIVE FUND INDIANAPOLIS IN	NONE	501(c)(3)	PUBLIC SAFETY	25
BAYLOR UNIVERSITY WACO TX	NONE	501(c)(3)	EDUCATION	10,000
Total				45,235