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Form **990-PF**

Return of Private Foundation

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

Treated as a Private Foundation

OMB No 1545-0052 2009

Department of the Treasury Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements Internal Revenue Service 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 A Employer identification number Name of foundation Use the IRS label. 35-2026043 WEAVER POPCORN FOUNDATION, INC. Otherwise. print Room/suite Number and street (or P Q box number if mail is not delivered to street address) B Telephone number or type. 14470 BERGEN BOULEVARD, SUITE 100 (317) 915-4081 See Specific City or town, state, and ZIP code C If exemption application is pending, check here Instructions NOBLESVILLE, IN 46060 D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation X Section 501(c)(3) exempt private foundation H Check type of organization Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated I Fair market value of all assets at end of year | J | Accounting method Accrual under section 507(b)(1)(A), check here (from Part II, col. (c), line 16) Uther (specify) If the foundation is in a 60-month termination 2,374,740 . (Part I, column (d) must be on cash basis.) under section 507(b)(1)(B), check here ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements for chantable purposes (b) Net investment (a) Revenue and (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income income (cash basis only) 589,875, Contributions, gifts, grants, etc., received 2 Check I if the foundation is not required to attach Sch. 8 Interest on savings and temporary cash investments 48,203. 48,203 48,203 Dividends and interest from securities 5a Gross rents D Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 0 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 638,078 48,203 48,203 12 Total. Add lines 1 through 11 0. 13 Compensation of officers, directors, trustees, etc Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees 2,175. 0 0. 2,175. STMT 1 **b** Accounting fees c Other professional fees 17 Interest 1,873. 0 0 STMT 2 0. 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 0. STMT 3 7,647. 7,647 0 23 Other expenses 24 Total operating and administrative 11,695 7,647 0 2,175. expenses. Add lines 13 through 23 177,650. 177,650. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 189,345 7,647 0. 179,825. Add lines 24 and 25 27 Subtract line 26 from line 12: 448,733. 2 Excess of revenue over expenses and disbursements 40,556 b Net investment income (if negative, enter -0-) 48,203 c Adjusted net income (if negative, enter -0-) LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

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10	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of y	
	ar L	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	464,873.	848,376.	848,376.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts			_
	5	Grants receivable	~~~		
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable			
		Less allowance for doubtful accounts ▶	Ì	1	
Ø	Я	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges	2,125.		
As		Investments - U.S. and state government obligations			
		Investments - corporate stock STMT 4	1,748,448.	1,795,221.	1,526,349.
		Investments - corporate bonds	1771071100	27.337222	2,020,022
	11	Investments - land, buildings, and equipment basis	1	1	
	40	Less accumulated depreciation			· · · · · · · · · · · · · · · · · · ·
	12	Investments - mortgage loans			
	13	Investments - other			-
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation	0.	15.	15.
	15	Other assets (describe ► ACCRUED INTEREST)		13.	13.
			2 215 446	2 642 612	2,374,740.
_	-	Total assets (to be completed by all filers)	2,215,446.	2,643,612.	2,314,140.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
es	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
ia	21	Mortgages and other notes payable	44 505	24 550	
_	22	Other liabilities (describe STATEMENT 5)	44,505.	24,550.	
			44 505	0.4 550	
_	23	Total liabilities (add lines 17 through 22)	44,505.	24,550.	
		Foundations that follow SFAS 117, check here			
(0		and complete lines 24 through 26 and lines 30 and 31.			
ces	24	Unrestricted .			
lan	25	Temporarily restricted			
B	26	Permanently restricted			
Ę		Foundations that do not follow SFAS 117, check here			
Ē	ļ	and complete lines 27 through 31.			
S O	27	Capital stock, trust principal, or current funds	0.	0.	
set	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
Net Assets or Fund Balance	29	Retained earnings, accumulated income, endowment, or other funds	2,170,941.	2,619,062.	
Š	30	Total net assets or fund balances	2,170,941.	2,619,062.	
_				1	
	31	Total liabilities and net assets/fund balances	2,215,446.	2,643,612.	
		Analysis of Changes in Net Assets or Fund Ba	lances		
	an	Analysis of Changes in Net Assets or Fund Ba			
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line 3	30		
	(mu	st agree with end-of-year figure reported on prior year's return)		1	2,170,941.
2	Ente	r amount from Part I, line 27a		2	448,733.
		er increases not included in line 2 (itemize)		3	0.
		lines 1, 2, and 3		4	2,619,674.
5		reases not included in line 2 (itemize) PRIOR PERIOD AI	JUSTMENT	5	612.
6		il net assets or fund balances at end of year (line 4 minus line 5) - Part II, co		6	2,619,062.
					Form 990-PF (2009)

	VER POPCORN FOU					35-	<u>-2026</u>	043	Page 3
Part IV Capital Gains	and Losses for Tax on	Investment	Income						
(a) List and desc 2-story brick wa	ribe the kind(s) of property sold (e arehouse, or common stock, 200 s	g , real estate, hs MLC Co)		(b) How acc P - Purch D - Donat	ase \) Date acq mo , day,	uired yr)	(d) Date (mo , da	e sold y, yr)
a									
b NO	NE								
C									
d									
e				<u> </u>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	1 10	t or other basis kpense of sale				or (loss) minus (g)	
а									
b									
c									
d									
e									
Complete only for assets shown	ng gain in column (h) and owned b	y the foundation	on 12/31/69				(h) gain m		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col (I) col (J), If any		col (F), but not .osses (fro	less than o om col (h)	-0-) or)) 	
a									
b					-				
C									
<u>d</u>									
e									
Capital gain net income or (net ca		ter in Part I, line 7 +0- in Part I, line		} 2					
Net short-term capital gain or (lo If gain, also enter in Part I, line 8,	, column (c)	and (6)		}					
If (loss), enter -0- in Part I, line 8		D-dd	Tour on No.	3					
Part V Qualification U	· · · · · · · · · · · · · · · · · · ·				ent inco	me			
For optional use by domestic privat	e foundations subject to the sectio	n 4940(a) tax on	net investment ir	ncome)					
section 4940(d)(2) applies, leave t	his part blank								
	·						ſ		(v)
vas the foundation liable for the sec		• •	-	riod?			Į.	Yes	X No
"Yes," the foundation does not qua									
	each column for each year, see ins	structions before	making any entri	es		Г		d)	
(a) Base penod years	(b)	distributions	Not value of no	(C)	uca accata	.	Distribi	ition ratio	
Calendar year (or tax year beginn			Net value of no			(00	ol (b) divid	led by col	
2008		37,269.			6,278.				$\frac{15388}{67743}$
2007		54,567.			3,747.				67743
2006		49,022.			1,854.	-			81607
2005		63,326.			5,048.				37504
2004	2	55,314.		1,96	5,454.			<u> </u>	<u> 29901</u>
								_	
! Total of line 1, column (d)						2		.7	32143
Average distribution ratio for the	5-year base period - divide the tot	al on line 2 by 5,	or by the numbe	r of years				_	
the foundation has been in existe	ence if less than 5 years					3		.1	<u>46429</u>
Enter the net value of noncharita	ble-use assets for 2009 from Part	X, line 5				4	2	2,136	,825.
Multiply line 4 by line 3						5		312	,893.
Enter 1% of net investment inco	me (1% of Part I, line 27b)					6			406.
J	. quita our ore of mile at of								
Add lines 5 and 6						7		313	,299.
mive y une v			•		• •				• •
Enter qualifying distributions fro					•	8		179	,825.
If line 8 is equal to or greater tha See the Part VI instructions.	n line 7, check the box in Part VI, I	ine 1b, and comp	lete that part usi	ng a 1% tax r	ate				

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 instructions)	11		_X_
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
	August 17, 2008?	12		<u>X</u>
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 ► TONY GERDT Telephone no ► 317-91		081	
	Located at ► 14470 BERGEN BOULEVARD, SUITE 100, NOBLESVILLE, I ZIP+4 ►46	060		
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	N	/A_	
re	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required	·····	V	N.
_	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	INO
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?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?]		
	(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)			
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	1		
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?	10		<u>X</u>
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))			
	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
•	before 2009?			
	If "Yes," list the years			
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			
٠	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions) N/A	2b	•	
	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
•	The provisions of section 4542(a)(2) are being appried to any or the years noted in 22, not the years noted.			
3:	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year? Yes X No			
ı	of "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after			
•	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2009.)	3b]
4:	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	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
		m 99 0)-PF	_

Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NON	E."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	, , <u>, , , , , , , , , , , , , , , , , </u>	
Total number of others receiving over \$50,000 for professional services	· 	<u>▶</u> 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical infinimber of organizations and other beneficiaries served, conferences convened, research papers produced, e	ormation such as the tc	Expenses
1 N/A		
2		
3		
4		
Port IV R Common of Brown Polated Investments		
Part IX-B Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year on lines 1	and 2	Amount
1 N/A		
2		
All other program-related investments See instructions		
3		
Total, Add lines 1 through 3	D	0.

P	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations	s, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
а	Average monthly fair market value of securities	1a	1,334,180.
	Average of monthly cash balances	1b	1,334,180. 835,185.
	Fair market value of all other assets	10	
d	Total (add lines 1a, b, and c)	1d	2,169,365.
	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	2,169,365.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,540.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,136,825.
6	Minimum investment return. Enter 5% of line 5	6	106,841.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part)	id certain	1
1	Minimum investment return from Part X, line 6	1	106,841.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009 (This does not include the tax from Part VI)		
C	Add lines 2a and 2b	2c	811.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	811. 106,030.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	106,030.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	106,030.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	179,825.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	179,825.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	179,825.
	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

Part XIII Undistributed Income (see Instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI,				
line 7			· · · · · · · · · · · · · · · · · · ·	106,030.
2 Undistributed income, if any, as of the end of 2009			0	
a Enter amount for 2008 only	, , , , , , , , , , , , , , , , , , , 	·	0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				, , , , , , , , , , , , , , , , , , ,
a From 2004 156, 647.				
b From 2005 168, 459.				
c From 2006 255,581.				
d From 2007 252,074.				
e From 2008 135,912.				
f Total of lines 3a through e	968,673.			
4 Qualifying distributions for 2009 from				······································
Part XII, line 4 ▶\$ 179,825.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior	 	1		-
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus		(A)		
(Election required - see instructions)	0.	- Harlet whee		
d Applied to 2009 distributable amount				106,030.
e Remaining amount distributed out of corpus	73,795.	'		
Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,042,468.			
b Prior years' undistributed income Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable				·····
amount - see instructions		0.		
e Undistributed income for 2008 Subtract line				
4a from line 2a Taxable amount - see instr			0.	-
f Undistributed income for 2009 Subtract				
lines 4d and 5 from line 1. This amount must				_
be distributed in 2010			.	0.
7 Amounts treated as distributions out of		,		-
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004	156 647		:	
not applied on line 5 or line 7	156,647.		[
9 Excess distributions carryover to 2010.	885,821.			
Subtract lines 7 and 8 from line 6a	003,021.	······································		
10 Analysis of line 9: a Excess from 2005 168, 459.				
b Excess from 2006 255, 581.				
c Excess from 2007 252, 074.				
d Excess from 2008 135, 912.	,			
e Excess from 2009 73, 795.			*	
			·*····································	Form 990-PF (2009)

Total

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0.

▶ 3b

923621 02-02-10

Enter gross amounts unless otherwise indicated	Unrelated b	usiness income		by section 512, 513, or 514	(e)
	(a) Business	(b)	Exclu- sion	(d)	Related or exempt
1 Program service revenue	code	Amount	code	Amount	function income
a					
b					
C					
d					·····
e					
1	_				
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments					
4 Dividends and interest from securities					48,203
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory					
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue					
a					
b					
C	1				
d					
e					
2 Subtotal Add columns (b), (d), and (e)		(0.	0.	48,203
13 Total. Add line 12, columns (b), (d), and (e)				13	48,203
See worksheet in line 13 instructions to verify calculations)				
Part XVI-B Relationship of Activities	s to the Accon	nplishment of	Exempt	Purposes	
Line No. Explain below how each activity for which in		· · · · · · · · · · · · · · · · · · ·			nlichment of
the foundation's exempt purposes (other th				ca importantly to the accom-	phoninent of
NOT APPLICABLE					
				-	
					
			 		· · · · · · · · · · · · · · · · · · ·
		······································			
					···
					· · · · · · · · · · · · · · · · · · ·
			•		
					
				· · · · · · · · · · · · · · · · · · ·	
			· · · · · · -		

Part X	VII Information Re			nd Relationships With Non	charitable)	
- Did t	Exempt Organ		ena with any other proprietor	a described in section 501/c) of		Yes N	<u> </u>
		rectly engage in any of the followi)(3) organizations) or in section 5					•••
		ation to a noncharitable exempt o		Zution3		. 1	
(1)	· -	ation to a nonchantable exempt o	ngamzation of		1a(1)] -	X
	Other assets				1a(2)		<u>X</u>
• •	r transactions						
	Sales of assets to a noncharita	ble exempt organization			16(1)	.	X
		ncharitable exempt organization			1b(2)		X
٠,,	Rental of facilities, equipment,	. •			1b(3)		X
	Reimbursement arrangements		•		1b(4)		X
	Loans or loan guarantees				1b(5)		X X
		embership or fundraising solicitat	ions		1b(6)		X
٠,		ailing lists, other assets, or paid ei			10		X
	•	•		vays show the fair market value of the go	ods, other ass	ets,	
				e in any transaction or sharing arrangen			
	· · · · · · · · · · · · · · · · · · ·	other assets, or services received					
a) Line no	(b) Amount involved	(c) Name of noncharitat	ole exempt organization	(d) Description of transfers, transaction	is, and sharing an	rangement	s
		N/A					

-							
_			<u> </u>				
			<u> </u>				
ın se	ection 501(c) of the Code (othe	ctly affiliated with, or related to, or er than section 501(c)(3)) or in se		zations described	Yes	X	No
U II I	es," complete the following sch (a) Name of or		(b) Type of organization	(c) Description of re	lationship		
	N/A	g	1-77				
	21/12						
			-				
Under and co	penalties of perjury, I declare that I omplete Declaration of preparer (other)	have examined this return, including action that taxpayer or fiduciary) is based of	companying schedules and statem on all information of which preparer	nents, and to the best of my knowledge and be has any knowledge	ief, it is true, com	ect,	
	1/1/11/2		11/14/2010	1/resident			
	Signature of officer or trustee		Date	Title '			
Paid eparer's	Preparer's signature	41 asky Canalry		Oate Check if self-employed >	Preparer's identi	fying numb)er
Said Dare	Hrm's name (or yours DELC	DITTE TAX LOP		EIN ►			
5 5	Ø , , λ 111	MONIUMENIO CIDCI	ድ ሮሞድ ኃበሰበ				

(317)464-8600

Phone no

address, and ZIP code INDIANAPOLIS, IN 46204-5108

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

Schedule of Contributors

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

OMB No 1545-0047

Employer identification number

Department of the Treasury Internal Revenue Service Name of the organization

WE	EAVER POPCORN FOUNDATION, INC.	35-2026043
Organization type (check o	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	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
	is covered by the General Rule or a Special Rule.)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru	ule. See instructions.
General Rule		<u>~</u> -
_	on filing Form 990, 990·EZ, or 990-PF that received, during the year, \$5,000 or more (in molete Parts I and II.	noney or property) from any one
Special Rules		
509(a)(1) and 170	(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the reg (b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.	
aggregate contrib	(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one continutions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary cruelty to children or animals. Complete Parts I, II, and III.	
contributions for of If this box is check purpose. Do not d	(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one continues exclusively for religious, charitable, etc., purposes, but these contributions did not a sked, enter here the total contributions that were received during the year for an exclusive complete any of the parts unless the General Rule applies to this organization because ble, etc., contributions of \$5,000 or more during the year.	ggregate to more than \$1,000 rely religious, chantable, etc.,
but it must answer "No" or	that is not covered by the General Rule and/or the Special Rules does not file Schedule in Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line ling requirements of Schedule B (Form 990, 990-EZ, or 990-PF).	
LHA For Privacy Act and for Form 990, 990-E		B (Form 990, 990-EZ, or 990-PF) (2009)

Employer identification number

Page I of I of Part !

Name of organization

WEAVER POPCORN FOUNDATION, INC.

35-2026043

Part I	Contributors	(see instructions)
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(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		\$ 589,875.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Omnicash Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Complete Part II if there is a noncash contribution.
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
			Person Payroll Oncash Complete Part II if there is a noncash contribution.
(a) No.	(b) Name, eddress, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
923452 02-01-10		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

FORM 990-PF	ACCOUNTI	NG FEES		STATEMENT	1
DESCRIPTION	(A) EXPENSES NE PTION PER BOOKS ME				
TAX PREPARATION FEES	2,175.	0	•	0. 2,17	5.
TO FORM 990-PF, PG 1, LN 16B	2,175.	0	•	0. 2,17	5.
FORM 990-PF	TAX	ES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME			
2005 FEDERAL INCOME TAX PAID 2009 ESTIMATED TAX PAYMENT	413. 1,460.	0			0.
TO FORM 990-PF, PG 1, LN 18	1,873.	0	•	0.	0.
FORM 990-PF	OTHER E	XPENSES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME			
BANK FEES	7,647.	7,647	•	0.	0.
TO FORM 990-PF, PG 1, LN 23	7,647.	7,647		0.	0.
FORM 990-PF	CORPORAT	E STOCK		STATEMENT	4
DESCRIPTION		В	OOK VALUE	FAIR MARKET VALUE	1
FIDELITY ADVISOR DIV. GROWTH			437,171. 195,489. 47,512.	408,85 166,60 38,13)4. 32.
FIRST EAGLE FUND OF AMERICA FIDELITY EQUITY INCOME FUND ARTIO INTERNATIONAL EQUITY CL MORGAN STANLEY CORE PLUS MANAGER FUNDS			275,893. 756,544. 82,612.	265,83 606,19 40,73	0.

FORM 990-PF OTHER LIABILITIES		STATEMENT 5
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CHECKS OUTSTANDING AT YEAR END ACCRUED BANK CHARGES	44,505.	24,500. 50.
TOTAL TO FORM 990-PF, PART II, LINE 22	44,505.	24,550.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

TONY GERDT 14470 BERGEN BOULEVARD, SUITE 100 NOBLESVILLE, IN 46240

TELEPHONE NUMBER

317-915-4081

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM REQUIRED. PLEASE INCLUDE THE ORGANIZATION'S CHARITABLE PURPOSE AND THE NEEDS OF THE ORGANIZATION. FOR SCHOLARSHIPS, PLEASE SEE STATEMENT 7.

ANY SUBMISSION DEADLINES

NONE. FOR SCHOLARSHIPS, PLEASEE SEE STATMENT 7.

RESTRICTIONS AND LIMITATIONS ON AWARDS

FOR SCHOLARSHIPS, PLEASEE SEE STATMENT 7. NONE.

WEAVER POPCORN FOUNDATION, INC. FEDERAL EIN: 35-2026043 SCHOLARSHIP PROCEDURE

Certain college scholarships (collectively, the "Scholarships"), including (but not limited to) the Robert Straight Scholarships (the "Straight Scholarships"), will be awarded by Weaver Popcorn Foundation, Inc. (the "Foundation"), in accordance with the following steps and requirements.

- 1. Nature of Scholarship. Every Scholarship awarded under this procedure will be a scholarship under Section 4945(g)(1) of the Internal Revenue Code of 1986, as amended (the "Code"), used to pay all or a part of a recipient's expenses incurred in attending an educational institution described in Code section 170(b)(1)(A)(ii).
- 2. <u>Candidates for Scholarships</u>. The selection of all Scholarship recipients will be on an objective and nondiscriminatory basis. No disqualified person with respect to the Foundation will be eligible for consideration. Donors to the Foundation will not be allowed to designate Scholarship recipients or other educational grantees.
 - 2.01. The Foundation anticipates that the Straight Scholarships will be made only to graduating seniors of Huntington North High School (the "High School"), located in Huntington, Indiana, to enable them to attend postsecondary institutions of higher education. Approximately 450 students will graduate from the High School in 2004. Accordingly, the approximate number of all eligible Straight Scholarship recipients is 450.
 - 2.02. Other scholarships will be made to worthy individuals who live in the United States of America to enable them to attend institutions of higher education in the United States. The approximate number of eligible recipients of such scholarships is unknown at this time.
- 3. <u>Publicity</u>. The Foundation may publicize the availability of the Scholarships through direct and indirect contacts with the general public. The Scholarships also may be publicized through various charitable and educational organizations that work with and provide services to youth and other worthy individuals in and around Huntington, Indiana. In particular, the Straight Scholarships may be publicized through guidance counselors and other appropriate staff and faculty at the High School. The Foundation may expand its publicity efforts as appropriate.
- 4. <u>Applications for Scholarships</u>. The Foundation may accept applications for the Scholarships that include some or all of the following:
 - 4.01. A transcript of prior academic achievements.

- 4.02. A report of performance on tests designed to measure ability and aptitude for academic work.
 - 4.03. A description of financial need.
- 4.04. An essay written by the applicant describing the applicant's interests and aspirations.
 - 4.05. A description of past involvement in extracurricular activities.
 - 4.06. A list of academic honors and recognitions.
 - 4.07. Written recommendations by individuals not related to the applicant.
- 4.08. The names of the educational institutions to which the applicant intends to apply.
- 5. <u>Personal Interviews</u>. When appropriate, Scholarship applicants will be interviewed by the group making the selection (the "Selection Committee") in person or by telephone.
- 6. Selection from Within Group of Potential Recipients. The criteria used in selecting recipients from the group of applicants will be reasonably related to the purposes of the particular Scholarship. Criteria may include, but will not be limited to, prior academic performance; performance on tests designed to measure ability and aptitude for college work; recommendations from educators, social workers, and others not related to the potential recipient; financial need; and the conclusions that the Selection Committee might draw from personal interviews as to the applicant's motivations, character, ability, and potential. Factors that are not reasonably related to the purposes of the Scholarships, such as race and gender, will not be considered and will have no influence on the selection of recipients. Initially, the Foundation anticipates that it will award one Straight Scholarship each year, but in the future that number may increase. The number of other Scholarships that may be awarded in the future is unknown at this time.
- 7. Selection Committee. The Straight Scholarship Selection Committee initially will consist of five (5) individuals, including three (3) active or retired members of the High School's faculty and the President of the Foundation and his or her designee. Subsequent members of the Straight Scholarship Selection Committee may be appointed or designated by the initial members of such committee or by the Foundation's Board of Directors. The Selection Committees for other Scholarships will consist of some or all of the members of the Foundation's Board of Directors or their appointees or designees.

- 8. <u>Private Benefit Prohibited</u>. No member of a Selection Committee will be in a position to derive a private benefit, directly or indirectly, by the selection of one or more particular Scholarship recipients. Furthermore, spouses and dependents of members of a Selection Committee will be ineligible to receive a Scholarship.
- 9. <u>Terms and Conditions of Scholarships</u>. The following terms and conditions will apply to the Scholarships awarded pursuant to the procedure described herein:
 - 9.01. Each Scholarship will be awarded by the Selection Committee in an amount determined by it, not to exceed the anticipated cost of the recipient's tuition, board, room, fees, books, supplies, travel costs, and incidental expenses for attendance at the educational institution by the recipient. The institution must be described in Code section 170(b)(1)(A)(ii).
 - 9.02. Generally, each Scholarship will continue for the designated term of the Scholarship during the recipient's course of study at such institution, so long as the recipient maintains satisfactory progress toward completion of his or her course of study and otherwise conforms to the terms and conditions of this procedure.
 - 9.03. In any event, each Scholarship will continue only so long as it constitutes a scholarship or fellowship grant described in Code section 117(a) (as in effect on the day before the date of enactment of the Tax Reform Act of 1986).
 - 9.04. The course of study for which Scholarships are available will not be limited in a manner that benefits directly any donor, employer, or the Foundation.
 - 9.05. The Foundation may make Scholarship payments directly to the educational institution, in which instance the Foundation will secure the agreement of such institution (i) to use such payments for the recipient's expenses and (ii) to pay the excess (if any) to the recipient only if the recipient is enrolled at the institution and the recipient's standing at the institution is consistent with the purposes and conditions of the Scholarship. In certain other instances, the Foundation may make payments directly to the recipient, subject to the supervision and investigation requirements set forth herein.
- 10. <u>Retention of Records</u>. The Foundation will retain written records pertaining to all Scholarships awarded under this procedure, including the following:
 - 10.01. All information used to evaluate the qualifications of potential recipients.
 - 10.02. Identification of each recipient (including any relationship of the recipient to the Foundation sufficient to make the recipient a disqualified person of the Foundation within the meaning of Code section 4946(a)(1)).
 - 10.03. Specification of the amount and purpose of each Scholarship.

10.04. The reports and other follow-up information obtained under this procedure.

11. <u>Scholarship Administration</u>. The Foundation will employ the following procedure to supervise, investigate, and review the Scholarships awarded under these procedures:

- 11.01. With respect to a Scholarship paid on behalf of a recipient to an educational institution described in Code section 170(b)(1)(A)(ii), the Foundation proposes to supervise, investigate, and review Scholarships by complying with the requirements of Treasury Regulations section 53.4945-4(c)(5). Each institution to which such Scholarships are paid will be required to agree to use funds from a Scholarship to defray a recipient's expenses or to pay the funds (or a portion of them) to a recipient only if the recipient is enrolled at such institution and the recipient's standing at it is consistent with the purposes and conditions of the Scholarship.
- 11.02. With respect to a Scholarship paid directly to a recipient for study at an educational institution described in Code section 170(b)(1)(A)(ii), the Foundation will obtain reports, investigate any suspected diversion of funds from their proper purposes, and recover diverted funds as follows:
 - (a) The Foundation will ensure that it receives at least once each year a report, verified by the educational institution attended by the recipient, that sets forth the recipient's courses taken and grades received in each academic period. In the case of a recipient whose study at an educational institution does not involve the taking of courses but only the preparation of research papers or projects, such as the writing of a doctoral dissertation, the Foundation shall ensure that it receives at least once each year a brief report, approved by the faculty member supervising the recipient or by another appropriate university official, regarding the progress of the recipient's paper or project. Upon the completion of a recipient's study at the educational institution, the Foundation also will obtain a final report describing the recipient's accomplishments with respect to the Scholarship and accounting for the funds received under such Scholarship from the recipient.
 - (b) When the reports submitted under this paragraph, including the failure to submit the reports, indicate that all or part of the Scholarship is not being used in furtherance of the purposes of the Scholarship, the Selection Committee will investigate the matter immediately. While conducting an investigation of a recipient, the Foundation will withhold further payments until any delinquent reports required under this procedure have been submitted.
 - (c) If the Foundation determines that any part of a Scholarship has been used for improper purposes and a recipient previously has not diverted funds, the Foundation will take all reasonable and appropriate steps either to recover the funds or to ensure the restoration of the diverted funds and the dedication of other

Scholarship funds held by the recipient to the proper purposes. Furthermore, the Foundation will withhold any further payments to the recipient until it has received the recipient's written assurance that future diversions will not occur and has required the recipient to take extraordinary precautions to prevent future diversions from occurring.

- (d) In cases where a recipient previously has diverted funds received from the Foundation, and the Foundation determines that any part of a Scholarship again has been used for improper purposes, the Foundation will take all reasonable and appropriate steps to recover the funds or to ensure the restoration of the funds and the dedication of other Scholarship funds held by the recipient to their proper purposes. Moreover, the Foundation will withhold further payments until these conditions are met: (i) such funds are in fact so recovered or restored; (ii) the Foundation has received the recipient's written assurance that future diversions will not occur; and (iii) the Foundation requires the recipient to take extraordinary precautions to prevent future diversions from occurring.
- (e) As used in this paragraph, the phrase "all reasonable and appropriate steps" includes legal action where appropriate, but need not include legal action if such action would in all probability not result in the satisfaction of execution on a judgment.

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• If you are filing for an Additional (Not Autoic) 3-Month Extension, co	omplete only Part II and . ,ck	this box		>	X
Note. Only complete Part II if you have already been granted an automatic 3	month extension on a previous	ly filed Fo	orm 8868	3	
If you are filing for an Automatic 3-Month Extension, complete only Particle 1.					
Part II Additional (Not Automatic) 3-Month Extension	of Time. Only file the origina	l (no cop	les need	led)	
Type or Name of Exempt Organization		· () // E	Employe	r identificatio	n number
weaver popcorn foundation, inc.		` "	35-	2026043	
File by the extended Number, street, and room or suite no. If a P.O. box, see instruct due date for ling the 14470 BERGEN BOULEVARD, SUITE 100		, F	or IRS u	ise only	
return See City, town or post office, state, and ZIP code For a foreign additional NOBLESVILLE, IN 46060	ess, see instructions				
Check type of return to be filed (File a separate application for each return Form 990 Form 990-EZ Form 990-T (sec 401(a) of Form 990-BL X Form 990-PF Form 990-T (trust other the	r 408(a) trust) Form 1041		Form Form		Form 8870
STOP! Do not complete Part II if you were not already granted an autom	atic 3-month extension on a p	revious	y filed F	orm 8868.	
TONY GERDT - 14470 F • The books are in the care of ► NOBLESVILLE, IN 4606 Telephone No. ► 317-915-4081		, SUI	TE 1	00 -	
 If the organization does not have an office or place of business in the United States of Stat					
If this is for a Group Return, enter the organization's four digit Group Exe		If this	is for the	e whole group	check this
	ch a list with the names and EIN				
	BER 15, 2010.				
5 For calendar year 2009, or other tax year beginning	, and en	nding			
6 If this tax year is for less than 12 months, check reason: Initia	return Final return	ı - [Cha	ange in accoun	ting period
7 State in detail why you need the extension					
TAXPAYER RESPECTFULLY REQUESTS ADD		GATHE	ER IN	FORMATI	ON IN
ORDER TO FILE A COMPLETE AND ACCCU					
8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, e	nter the tentative tax, less any				2 202
nonrefundable credits. See instructions.			8a \$		3,203.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any		ed			
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c Balance Due. Subtract line 8b from line 8a. Include your payment with	h this form or if required depo	ert	OD 2	·	3,203.
with FTD coupon or, if required, by using EFTPS (Electronic Federal T		- 1	8c \$	•	0.
	d Verification		<u> </u>		
Under penalties of perjury, I declare that I have examined this form, including accompit is true, correct, and complete, and that I am authorized to prepare this form	anying schedules and statements, a	ind to the l	best of m	y knowledge and	belief,
Signature > ame yohn amakel Title > CPA	<u>-</u>		Date >	8/5/20	10
				Form 8868	(Rev. 4-2009

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