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

2009

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name changeUse the IRS
label.
Otherwise,
print
or type.

Name of foundation

HP FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

32606 PINE RIDGE DRIVE

A Employer identification number

38-3577492

See Specific
Instructions:City or town, state, and ZIP code
WARREN, MI 48093-1000

Room/suite

H Check type of organization:

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____

► \$ 1,757,535. (Part I, column (d) must be on cash basis.)

B Telephone number

586-795-2653

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 ►

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	10,490.	10,490.		STATEMENT 1
4	Dividends and interest from securities	38,879.	38,879.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	40,013.			
b	Gross sales price for all assets on line 6a	40,013.			
7	Capital gain net income (from Part IV, line 2)		40,013.		RECEIVED
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	89,382.	89,382.		
13	Compensation of officers, directors, trustees, etc	21,300.	7,500.		13,800.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	1,180.	590.	590.
c	Other professional fees	STMT 4	12,106.	12,106.	0.
17	Interest				
18	Taxes	STMT 5	670.	650.	20.
19	Depreciation and depletion		279.	0.	
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6	1,279.	0.	1,279.
24	Total operating and administrative expenses. Add lines 13 through 23		36,814.	20,846.	15,689.
25	Contributions, gifts, grants paid		67,850.		67,850.
26	Total expenses and disbursements. Add lines 24 and 25		104,664.	20,846.	83,539.
27	Subtract line 26 from line 12		-15,282.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		68,536.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		148,757.	44,669.	44,669.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations				
	b Investments - corporate stock	STMT 7	658,135.	377,862.	451,456.
	c Investments - corporate bonds	STMT 8	262,712.	114,265.	118,019.
	11 Investments - land, buildings, and equipment basis ►				
	Less: accumulated depreciation	►			
	12 Investments - mortgage loans				
	13 Investments - other	STMT 9	474,954.	992,759.	1,142,972.
	14 Land, buildings, and equipment basis ►	1,455.			
	Less: accumulated depreciation	STMT 10 ►	1,036.	698.	419.
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		1,545,256.	1,529,974.	1,757,535.
	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				
	22 Other liabilities (describe ►)				
	23 Total Liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		1,545,256.	1,529,974.	
	30 Total net assets or fund balances		1,545,256.	1,529,974.	
	31 Total Liabilities and net assets/fund balances		1,545,256.	1,529,974.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,545,256.
2 Enter amount from Part I, line 27a	2	-15,282.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	1,529,974.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,529,974.

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 SALES OF PUBLICLY TRADED SECURITIES			P		
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 40,013.			40,013.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(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			
a			40,013.		
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	40,013.	
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) If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	117,886.	1,905,811.	.061856
2007	105,339.	2,205,272.	.047767
2006	98,868.	2,122,217.	.046587
2005	75,185.	2,061,116.	.036478
2004	57,521.	1,973,973.	.029140

2 Total of line 1, column (d)

2 .221828

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 .044366

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 1,592,357.

5 Multiply line 4 by line 3

5 70,647.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 685.

7 Add lines 5 and 6

7 71,332.

8 Enter qualifying distributions from Part XII, line 4

8 83,539.

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

Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	685.
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 ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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		
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0-		
6 Credits/Payments	6a 6b 6c 6d	705. 1,295. 0.
a 2009 estimated tax payments and 2008 overpayment credited to 2009		
b Exempt foreign organizations - tax withheld at source		
c Tax paid with application for extension of time to file (Form 8868)		
d Backup withholding erroneously withheld		
7 Total credits and payments Add lines 6a through 6d	7	2,000.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ►	10	1,315.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ► Refunded ►		
	11	0.

Part VII-A | Statements Regarding Activities

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 1b 1c	Yes X X X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?	2 3 4a 4b 5 N/A 6 7 8b 9 10	X X X X X N/A X X X X X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.		
(1) On the foundation ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		
If "Yes," attach a detailed description of the activities.		
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		
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		
If "Yes," attach the statement required by General Instruction T.		
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?		
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.		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
MI		
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		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	HELEN FOWLER	Telephone no ► 586-795-2653
	Located at ► 32606 PINE RIDGE DRIVE, WARREN, MI	ZIP+4 ► 48093-1000
15	► 15	N/A

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)

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **NONE**

14 The books are in care of ► **HELEN FOWLER** Telephone no ► **586-795-2653**
Located at ► **32606 PINE RIDGE DRIVE, WARREN, MI** ZIP+4 ► **48093-1000**

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

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

	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b X		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? ► 1c X		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ► 2b N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► 2c N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 3a N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► 3b N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.) ► 4a X		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ► 4b 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?		

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations

section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

 Yes No

N/A

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DEBORAH HOLLEY PALMS 37 RADNOR CIRCLE GROSSE POINTE FARMS, MI 48236	PRESIDENT, TRUSTEE 7.00	13,500.	0.	0.
JEFFREY J PALMS 37 RADNOR CIRCLE GROSSE POINTE FARMS, MI 48236	TREAS, SECR, TRUSTEE 1.00	0.	0.	0.
HELEN M FOWLER 32606 PINE RIDGE DRIVE WARREN, MI 48093	ASST TREAS, ASST SECR 10.00	7,800.	0.	0.

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

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

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

►

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3. Five highest-paid independent contractors for professional services. 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

►

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 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**

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		
3	All other program-related investments. See instructions	
Total. Add lines 1 through 3	►	0.

Form 990-PF (2009)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	1a	1,598,891.
a Average monthly fair market value of securities	1b	17,715.
b Average of monthly cash balances	1c	
c Fair market value of all other assets	1d	1,616,606.
d Total (add lines 1a, b, and c)		
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	1,616,606.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,249.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,592,357.
6 Minimum Investment return. Enter 5% of line 5	6	79,618.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1 Minimum investment return from Part X, line 6	1	79,618.
2a Tax on investment income for 2009 from Part VI, line 5	2a	685.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	685.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	78,933.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	78,933.
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	78,933.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	83,539.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required)	4	83,539.
b Cash distribution test (attach the required schedule)	5	685.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	82,854.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				78,933.
2 Undistributed income, if any, as of the end of 2009			81,351.	
a Enter amount for 2008 only		0.		
b Total for prior years				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 83,539.			81,351.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				2,188.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		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				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				76,745.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV | **Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a 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)

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 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))

NONE

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.

NONE.

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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.

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

6 Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 11				
Total			► 3a	67,850.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
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	10,490.
4 Dividends and interest from securities			14	38,879.
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory			18	40,013.
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.	89,382.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	89,382.
(See worksheet in line 13 instructions to verify calculations)				

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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.

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

SOURCE	AMOUNT
INTEREST INCOME	10,490.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,490.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	38,879.	0.	38,879.
TOTAL TO FM 990-PF, PART I, LN 4	38,879.	0.	38,879.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	1,180.	590.		590.
TO FORM 990-PF, PG 1, LN 16B	1,180.	590.		590.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	12,106.	12,106.		0.
TO FORM 990-PF, PG 1, LN 16C	12,106.	12,106.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	650.	650.		0.
MICHIGAN CORPORATE UPDATE	20.	0.		20.
TO FORM 990-PF, PG 1, LN 18	670.	650.		20.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE	34.	0.		34.
DIRECTOR INSURANCE	750.	0.		750.
PROFESSIONAL DUES	495.	0.		495.
TO FORM 990-PF, PG 1, LN 23	1,279.	0.		1,279.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS-DETAIL ATTACHED	377,862.	451,456.
TOTAL TO FORM 990-PF, PART II, LINE 10B	377,862.	451,456.

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-DETAIL ATTACHED	114,265.	118,019.
TOTAL TO FORM 990-PF, PART II, LINE 10C	114,265.	118,019.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS-DETAIL ATTACHED	COST	992,759.	1,142,972.
TOTAL TO FORM 990-PF, PART II, LINE 13		992,759.	1,142,972.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,455.	1,036.	419.
TOTAL TO FM 990-PF, PART II, LN 14	1,455.	1,036.	419.

FORM 9.90-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
FORGOTTEN HARVEST 21500 GREENFIELD DETROIT, MI 48237	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.
AMERICAN HEART ASSOC. 43401 GARFIELD CLINTON TSHP, MI 48038	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,100.
GLEANERS FOOD BANK BOX 1380 TROY, MI 48099	NONE OPERATING EXPENSE	PUBLIC CHARITY	150.
GLOBAL GREENGRANTS 2840 WILDERNESS PLACE BOULDER, CO 80301	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.
GROSSE POINTE CHAMBER FOUNDATION 63 KERCHEVAL GROSSE POINTE, MI 48236	NONE OPERATING EXPENSE	PUBLIC CHARITY	10,000.
KOMEN FOUNDATION BOX 4368 LANSING, MI 48826	NONE OPERATING EXPENSE	PUBLIC CHARITY	750.
COLORADO STATE UNIVERSITY FOUND. 521 UNIVERSITY SERV. CENTER FORT COLLINS, CO 80523	NONE OPERATING EXPENSE	PUBLIC CHARITY	5,000.
CROSSROADS OF MICHIGAN 2424 W GRAND BLVD DETROIT, MI 48208	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.

HP FOUNDATION

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FAMILY CENTER OF GROSSE PTE AND HARPER WOODS 20090 MORNINGSIDE GROSSE POINTE, MI 48236	NONE OPERATING EXPENSE	PUBLIC CHARITY	5,000.
DETROIT INSTITUTE FOR CHILDREN 5447 WOODWARD AVENUE DETROIT, MI 48202	NONE OPERATING EXPENSE	PUBLIC CHARITY	5,000.
LANCE ARMSTRONG FOUNDATION BOX 6002 ALBERT LEA, MN 56007	NONE OPERATING EXPENSE	PUBLIC CHARITY	500.
GROSSE PTE FARMS FOUNDATION 90 KERBY GROSSE POINTE FARMS, MI 48236	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,500.
ND VISION, NOTRE DAME UNIVERSITY 103 HESBURGH LIBRARY NOTRE DAME, IN 46556	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,500.
GROSSE PTE HISTORICAL SOCIETY 381 KERCHEVAL GROSSE POINTE FARMS, MI 48236	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,500.
OUR LADY STAR OF THE SEA 575 BALLANTYNE GROSSE POINTE, MI 48236	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.
INLAND SEAS EDUC. ASSOCIATION 100 DAME SUTTONS BAY, MI 49682	NONE OPERATING EXPENSE	PUBLIC CHARITY	5,000.
MAKE A WISH FOUNDATION 230 HURON VIEW ANN ARBOR, MI 48103	NONE OPERATING EXPENSE	PUBLIC CHARITY	250.
ST ALOYSIUS CHURCH 1234 WASHINGTON BLVD DETROIT, MI 48226	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.

HP FOUNDATION

38-3577492

NEW DETROIT SCIENCE CENTER 5020 JOHN R DETROIT, MI 48202	NONE OPERATING EXPENSE	PUBLIC CHARITY	5,000.
ST JUDE CHILDREN'S RESEARCH CENTER BOX 50 MEMPHIS, TN 38101	NONE OPERATING EXPENSE	PUBLIC CHARITY	100.
STARR COMMONWEALTH 13725 STARR COMMONWEALTH DRIVE ALBION, MI 49224	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.
PROMISE VILLAGE HOME FOR CHILDREN BOX 210 DAVISBURG, MI 48350	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,000.
YOUNG LIFE GROSSE POINTE 21 KERCHEVAL, #265 GROSSE POINTE FARMS, MI 48236	NONE OPERATING EXPENSE	PUBLIC CHARITY	2,500.
GROSSE POINTE FOUNDATION FOR PUBLIC EDUCATION 389 ST CLAIR GROSSE POINTE, MI 48230	NONE OPERATING EXPENSE	PUBLIC CHARITY	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<hr/> <hr/> <hr/> 67,850.

HP Foundation
38-3577492
Balance Sheet Detail
2009

INVESTMENT SUMMARY REPORT AS OF 12/31/09

MARKETABLE SECURITIES	SHARES	TAX BASIS	PRICE	VALUE
STOCKS				
CORP				
ABB LTD SPONSORED ADR	190.00	3,775.30	19.100	3,629.00
ABBOTT LABORATORIES	130.00	5,554.35	53.990	7,018.70
ADOBE SYSTEMS INC.	220.00	9,818.38	36.780	8,091.60
AIR PRODUCTS AND CHEMICALS, INC.	100.00	5,552.00	81.060	8,106.00
ALTERA CORPORATION	180.00	3,128.40	22.630	4,073.40
AMAZON COM INC.	55.00	4,323.77	134.520	7,398.60
APPLE COMPUTER, INC.	65.00	8,775.02	210.860	13,705.90
BERKSHIRE HATHAWAY CLASS B	1.00	2,990.00	3,286.000	3,286.00
BHP BILLITON LTD SPONS ADR	70.00	3,456.60	76.580	5,360.60
C V S CAREMARK CORPORATION	110.00	3,831.55	32.210	3,543.10
CHEVRON CORPORATION	125.00	7,961.25	76.990	9,623.75
CISCO SYSTEMS, INC.	545.00	10,201.31	23.940	13,047.30
COSTCO WHOLESALE CORPORATION	90.00	5,889.60	59.170	5,325.30
COVIDIEN LTD.	85.00	3,437.23	47.890	4,070.65
CUMMINS, INC.	155.00	7,271.05	45.860	7,108.30
DANAHER CORPORATION	135.00	6,913.77	75.200	10,152.00
DISNEY COMPANY, THE WALT	195.00	5,890.95	32.250	6,288.75
EMERSON ELECTRIC COMPANY	185.00	5,941.59	42.600	7,881.00
EXXON MOBIL CORPORATION	200.00	6,059.83	68.190	13,638.00
F P L GROUP, INC.	105.00	4,656.75	52.820	5,546.10
FEDEX CORPORATION	45.00	4,047.98	83.450	3,755.25
GENERAL ELECTRIC COMPANY	265.00	9,487.00	15.130	4,009.45
GOLDMAN SACHS GROUP INC.	70.00	11,283.30	168.840	11,818.80
GOOGLE INC.				
CLASS A	20.00	8,000.41	619.980	12,399.60
HEWLETT-PACKARD COMPANY	215.00	8,270.85	51.510	11,074.65
INTERNATIONAL BUSINESS MACHINES	100.00	7,785.40	130.900	13,090.00
ITT CORPORATION	140.00	5,790.40	49.740	6,963.60
JOHNSON & JOHNSON	135.00	7,835.65	64.410	8,695.35
JOHNSON CONTROLS, INC.	250.00	6,655.95	27.240	6,810.00
JP MORGAN CHASE & COMPANY	415.00	15,529.87	41.670	17,293.05

HP Foundation
38-3577492
Balance Sheet Detail
2009

INVESTMENT SUMMARY REPORT AS OF 12/31/09

MARKETABLE SECURITIES	SHARES	TAX BASIS	PRICE	VALUE
STOCKS				
CORP				
KELLOGG COMPANY	165.00	8,136.15	53.200	8,778.00
KOHLS CORPORATION	75.00	2,876.73	53.930	4,044.75
MCKESSON CORPORATION	120.00	7,356.29	62.500	7,500.00
MEDCOHEALTH SOLUTIONS	185.00	7,242.75	63.910	11,823.35
MICROSOFT CORPORATION	375.00	12,379.46	30.490	11,433.75
MOSAIC COMPANY	80.00	4,508.33	59.730	4,778.40
NATIONAL OILWELL VARCO	120.00	3,042.00	44.090	5,290.80
NIKE INC. CLASS B	60.00	3,829.19	66.070	3,964.20
NOBLE ENERGY, INC.	60.00	3,556.50	71.220	4,273.20
NORTHERN TRUST CORPORATION	402.00	21,127.13	52.400	21,064.80
PEPSICO, INC.	155.00	7,949.95	60.800	9,424.00
PG& E CORPORATION	165.00	7,365.60	44.650	7,367.25
PROCTER & GAMBLE	115.00	5,364.18	60.630	6,972.45
QUALCOMM INC.	125.00	5,767.25	46.260	5,782.50
SCHLUMBERGER, LTD.	100.00	4,898.00	65.090	6,509.00
SCHWAB CHARLES CORPORATION	360.00	5,921.42	18.820	6,775.20
SIGMA-ALDRICH CORPORATION	100.00	4,122.00	50.530	5,053.00
SPECTRA ENERGY	410.00	7,011.53	20.510	8,409.10
SUNCOR ENERGY INC.	125.00	4,108.75	35.310	4,413.75
TEVA PHARM INDS LTD ADR F	175.00	7,882.65	56.180	9,831.50
TJX COMPANIES, INC.	175.00	4,042.50	36.550	6,396.25
TRANSOCEAN LTD SWITZERLAND	50.00	5,414.50	82.800	4,140.00
TRAVELERS COS. INC.	150.00	8,113.50	49.860	7,479.00
U S BANCORP	290.00	4,376.10	22.510	6,527.90
UNITED TECHNOLOGIES CORPORATION	75.00	2,937.37	69.410	5,205.75
VERIZON COMMUNICATIONS	180.00	5,340.52	33.130	5,963.40
WAL-MART STORES, INC.	220.00	12,047.20	53.450	11,759.00
WELLS FARGO & COMPANY NEW	285.00	1,029.08	26.990	7,692.15
CORP		377,862.14		451,456.25
STOCKS		<u>377,862.14</u>		<u>451,456.25</u>

HP Foundation
38-3577492
Balance Sheet Detail
2009

INVESTMENT SUMMARY REPORT AS OF 12/31/09

MARKETABLE SECURITIES	SHARES	TAX BASIS	PRICE	VALUE
BONDS AND NOTES				
			CORP	
BANC ONE CORPORATION (2010/08/15 10%)	15,000.00	15,000.29	105.557	15,833.55
DU PONT E I DE NEMOURS & CO. (2010/04/30 4.125%)	25,000.00	24,514.50	101.343	25,335.75
NATIONSBANK CORPORATION (2010/5/15 6.6%)	25,000.00	25,876.50	101.769	25,442.25
WALMART CORPORATION (2010/08/15 4.75%)	50,000.00	48,874.00	102.814	51,407.00
			CORP	
		114,265.29		118,018.55
BONDS AND NOTES				
		<u>114,265.29</u>		<u>118,018.55</u>
MUTUAL FUNDS				
			CORP	
ISHARES RUSSELL MIDCAP INDEX FUND	455.00	24,761.10	82.520	37,546.50
ISHARES TR MSCI EAFE INDEX FUND	500.00	37,495.00	55.300	27,650.00
ISHARES TR S & P SMALL CAP 600 INDEX FUND	310.00	12,385.03	54.720	16,963.20
MFB NORTHERN FDS FIXED INCOME FUND	6,991.65	67,680.00	10.140	70,895.33
MFB NORTHERN FDS SMALL CAP VALUE FUND	1,394.71	14,016.83	12.290	17,140.99
MFB NORTHERN FUNDS BOND INDEX FUND	9,780.07	100,154.79	10.310	100,832.53
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	12,793.19	86,822.00	6.970	89,168.53
MFB NORTHERN INTL. EQUITY INDEX FD	18,370.98	142,513.00	9.980	183,342.37
MFB NORTHERN MULTI-MANAGER EMERGING MKTS EQUITY	9,539.74	148,344.36	20.370	194,324.51
MFB NORTHERN MULTI-MANAGER INTL. EQUITY FUND	16,177.58	137,499.00	8.930	144,465.79

HP Foundation
38-3577492
Balance Sheet Detail
2009

INVESTMENT SUMMARY REPORT AS OF 12/31/09

MARKETABLE SECURITIES	SHARES	TAX BASIS	PRICE	VALUE
MUTUAL FUNDS				
CORP				
MFB NORTHERN MULTI-MGR GLOBAL REALESTATE FD	3,341.45	38,808.86	16.569	55,364.45
MFB NORTHERN MULTI-MGR HIGH YLD. OPPORTUNITY	5,042.55	50,022.79	10.230	51,585.28
MFO PIMCO FDS PAC INV MGMT SER	18,561.90	132,255.78	8.280	153,692.53
CORP		<u>992,758.54</u>		<u>1,142,972.15</u>

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization HP FOUNDATION	Employer identification number 38-3577492
	Number, street, and room or suite no. If a P.O. box, see instructions. 32606 PINE RIDGE DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WARREN, MI 48093-1000	

Check type of return to be filed (file a separate application for each return):

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

HELEN FOWLER

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until
AUGUST 15, 2010 to file the exempt organization return for the organization named above. The extension

Is for the organization's return for:

► calendar year **2009** or
► tax year beginning _____ and ending _____

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,000.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	705.
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	1,295.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)