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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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.

Name of foundation

Sewell Family FoundationOtherwise,
print
or type.

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

Room/suite

5200 West 73rd StreetSee Specific
Instructions.

City or town, state, and ZIP code

Edina MN 55439

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end

J Accounting method

 Cash Accrualof year (from Part II, col (c),
line 16) ► \$ **2,755,820** (Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see page 11 of the instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	48,063	48,063	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	-3,338		
	b Gross sales price for all assets on line 6a	1,067,482		
	7 Capital gain net income (from Part IV, line 2)		0	
	8 Net short-term capital gain		0	
	9 Income modifications			
	10a Gross sales less returns & allowances			
Operating and Administrative Expenses	b Less Cost of goods sold			
	c Gross profit or (loss) (attach schedule)			
	11 Other income (attach schedule)	366	366	
	12 Total. Add lines 1 through 11	45,091	48,429	0
	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)	23,588	11,794	11,794
	17 Interest			
	18 Taxes (attach schedule) (see page 14 of the instructions)	923	923	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings	500		500
	22 Printing and publications			
	23 Other expenses (att sch.)	25		25
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	25,036	12,717	12,319
	25 Contributions, gifts, grants paid	99,900		99,900
	26 Total expenses and disbursements. Add lines 24 and 25	124,936	12,717	0
	27 Subtract line 26 from line 12	-79,845		
	a Excess of revenue over expenses and disbursements			
	b Net investment income (if negative, enter -0-)		35,712	
	c Adjusted net income (if negative, enter -0-)			0

10/14

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	223,768	336,366	336,366
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (att. schedule) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) See Stmt 5	2,407,004	2,214,561	2,419,454
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ►			
Less accumulated depreciation (attach sch) ►				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation (attach sch) ►				
15 Other assets (describe ►)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,630,772	2,550,927	2,755,820	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	2,630,772	2,550,927	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,630,772	2,550,927	

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	2,630,772
2 Enter amount from Part I, line 27a	2	-79,845
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	2,550,927
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,550,927

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 See Worksheet					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	-3,338	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	48,962	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	319,619	3,171,983	0.100763
2007	404,461	3,656,448	0.110616
2006	226,726	3,577,613	0.063374
2005	323,672	3,389,975	0.095479
2004	303,483	3,136,333	0.096764

2 Total of line 1, column (d) 2 0.466996

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.093399

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 2,355,522

5 Multiply line 4 by line 3 5 220,003

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 357

7 Add lines 5 and 6 7 220,360

8 Enter qualifying distributions from Part XII, line 4 8 112,219

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

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

1a. Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	714
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	2	0
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	714
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
3 Add lines 1 and 2	5	714
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		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,869
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	3,869
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,155
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ►	11	3,155
		Refunded ►

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

Part VII-A Statements Regarding Activities (continued)

11.	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	<input checked="" type="checkbox"/>
12.	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>
13.	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NA	13	<input checked="" type="checkbox"/>
14.	The books are in care of ► Kathy Longo 7200 West 73rd St Located at ► Edina, MN	Telephone no ► 952-841-2222	
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	ZIP+4 ► 55439	► <input type="checkbox"/> 15

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes	<input checked="" 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	N/A	► <input type="checkbox"/> 1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	N/A	1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20	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?	<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)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	N/A	4a
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?	N/A	4b

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b. If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	<input checked="" type="checkbox"/>
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
6a. Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b. Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	<input checked="" type="checkbox"/>
7a. At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b. If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GLORIA SEWELL 16 Park Lane	Minneapolis MN 55416	PRESIDENT 2.00	0	0
FREDERICK SEWELL 16 Park Lane	Minneapolis MN 55416	VICE-PRES. 1.00	0	0

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

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

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

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

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

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

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 **N/A**

2

3

4

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 **N/A**

2

All other program-related investments. See page 24 of the instructions

3

Total. Add lines 1 through 3

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	1a	2,236,693
a Average monthly fair market value of securities	1b	154,700
b Average of monthly cash balances	1c	0
c Fair market value of all other assets (see page 24 of the instructions)	1d	2,391,393
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	2,391,393
4 Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	35,871
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,355,522
6 Minimum investment return. Enter 5% of line 5	6	117,776

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

1 Minimum investment return from Part X, line 6	1	117,776
2a Tax on investment income for 2009 from Part VI, line 5	2a	714
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	714
3 Distributable amount before adjustments Subtract line 2c from line 1	3	117,062
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	117,062
6 Deduction from distributable amount (see page 25 of the instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	117,062

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	112,219
a Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	
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	112,219
b Cash distribution test (attach the required schedule)	5	0
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	112,219
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)		
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				117,062
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	149,286			
b From 2005	161,823			
c From 2006	55,955			
d From 2007	230,261			
e From 2008	161,890			
f Total of lines 3a through e	759,215			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 112,219				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				112,219
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	4,843			4,843
6 Enter the net total of each column as indicated below:	754,372			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	144,443			
10 Analysis of line 9	609,929			
a Excess from 2005	161,823			
b Excess from 2006	55,955			
c Excess from 2007	230,261			
d Excess from 2008	161,890			
e Excess from 2009				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 8				99,900
Total			► 3a	99,900
b Approved for future payment N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) 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					
4 Dividends and interest from securities					
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					
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		45,091	0
13 Total. Add line 12, columns (b), (d), and (e)				13	45,091

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

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

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2009

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

Name

Employer Identification Number

Sewell Family Foundation

41-1861892

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brck 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)
(1) Artisan Intl Small Cap	2022.281 shs	P	12/20/06	09/03/09
(2) Aston Veredus Sel Gr	3835.091 shs	P	10/02/08	09/03/09
(3) Aston Veredus Sel Gr	1406.926 shs	P	03/13/08	12/22/09
(4) Century Small Cap Sel	2183.145 shs	P	07/09/04	09/03/09
(5) First Eagle Overseas Fd	6106.87 shs	P	08/20/01	12/22/09
(6) Goldman Sachs HY	19040.521 shs	P	12/17/08	05/28/09
(7) Harding Loevner EM	682.695 shs	P	11/03/04	05/28/09
(8) Harding Loevner EM	214.301 shs	P	11/03/04	09/03/09
(9) Harding Loevner EM	136.955 shs	P	12/17/08	09/03/09
(10) Ishares Russell 2000	210 shs	P	05/28/09	12/22/09
(11) Ishares S&P 500 Indx	223 shs	P	05/28/09	12/22/09
(12) Ishares Tr NASDAQ Bio	50 shs	P	05/25/05	12/22/09
(13) Jensen J	854.701 shs	P	03/13/08	12/22/09
(14) JP Morgan HY Bd	14624.692 shs	P	05/29/09	09/03/09
(15) Julius Baer Intl Eq	3932.845 shs	P	04/10/03	05/28/09

(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)
(1) 32,000		29,467	2,533
(2) 12,980		13,977	-997
(3) 39,960		46,810	-6,850
(4) 23,977		49,998	-26,021
(5) 119,950		101,767	18,183
(6) 112,099		93,384	18,715
(7) 23,000		21,127	1,873
(8) 7,931		4,905	3,026
(9) 5,068		3,662	1,406
(10) 13,049		10,289	2,760
(11) 25,071		20,239	4,832
(12) 4,040		3,320	720
(13) 21,000		21,975	-975
(14) 111,019		97,203	13,816
(15) 99,256		102,531	-3,275

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			2,533
(2)			-997
(3)			-6,850
(4)			-26,021
(5)			18,183
(6)			18,715
(7)			1,873
(8)			3,026
(9)			1,406
(10)			2,760
(11)			4,832
(12)			720
(13)			-975
(14)			13,816
(15)			-3,275

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2009

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

Name

Employer Identification Number

Sewell Family Foundation

41-1861892

(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.)
(1) Julius Baer Intl Eq	91.174 shs	P	12/29/08	05/28/09
(2) Loomis Sayles Bd	1283.655 shs	P	01/12/07	02/18/09
(3) Loomis Sayles Bd	718.252 shs	P	09/23/08	02/18/09
(4) Loomis Sayles Bd	4449.472 shs	P	01/12/07	12/22/09
(5) Mid Cap SPDRS	112 shs	P	10/24/08	09/03/09
(6) Mid Cap SPDRS	18 shs	P	10/24/08	12/22/09
(7) Mosaic Mid Cap	3425.997 shs	P	04/10/03	02/18/09
(8) Oakmark Sel Fd	413.223 shs	P	05/28/09	12/22/09
(9) Schwab RAFI	1500 9558.725 shs	P	06/20/07	05/28/09
(10) Schwab RAFI	1500 4305.912 shs	P	10/24/08	05/28/09
(11) Sparx Japan Fd	950.735 shs	P	10/03/08	12/22/09
(12) T Rowe Price New Asia	1618.110 shs	P	10/02/08	12/22/09
(13) T Rowe Price New Asia	41.111 shs	P	12/16/09	12/22/09
(14) Third Avenue Small Cap	782.19 shs	P	10/24/08	09/03/09
(15) Third Avenue Small Cap	232.301 shs	P	10/24/08	12/22/09

(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)
(1) 2,301		2,377	-76
(2) 13,452		18,334	-4,882
(3) 7,527		9,319	-1,792
(4) 58,950		63,548	-4,598
(5) 13,080		10,221	2,859
(6) 2,362		1,643	719
(7) 27,000		32,281	-5,281
(8) 10,000		7,550	2,450
(9) 61,463		100,676	-39,213
(10) 27,687		22,991	4,696
(11) 11,000		10,154	846
(12) 25,330		17,095	8,235
(13) 644		656	-12
(14) 12,980		11,342	1,638
(15) 17,160		3,483	13,677

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			-76
(2)			-4,882
(3)			-1,792
(4)			-4,598
(5)			2,859
(6)			719
(7)			-5,281
(8)			2,450
(9)			-39,213
(10)			4,696
(11)			846
(12)			8,235
(13)			-12
(14)			1,638
(15)			13,677

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2009

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

Name

Employer Identification Number

Sewell Family Foundation

41-1861892

(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.)

(1) Vanguard Growth Indx 989.315 shs	P	01/11/05	12/22/09
(2) Vanguard Health Care 912.058 shs	P	05/25/05	05/28/09
(3) Vanguard Health Care 93.787 shs	P	12/16/08	05/28/09
(4) Charles Schwab			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 24,975		23,596	1,379
(2) 91,215		104,187	-12,972
(3) 9,380		10,713	-1,333
(4) 576			576
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			1,379
(2)			-12,972
(3)			-1,333
(4)			576
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

41-1861892

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Deutsche Litigation Check	\$ 366	\$ 366	\$ 366
Total	\$ 366	\$ 366	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment Fees	\$ 23,588	\$ 11,794	\$ 11,794	\$ 11,794
Total	\$ 23,588	\$ 11,794	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Taxes	\$ 923	\$ 923	\$ 0	\$ 0
Total	\$ 923	\$ 923	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$ 25	\$ 25	\$ 0	\$ 0
Miscellaneous	\$ 25	\$ 25	\$ 0	\$ 0
Total	\$ 25	\$ 25	\$ 0	\$ 0

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BERKSHIRE HATHAWAY	\$ 82,720	\$ 82,720	Cost	\$ 99,200
ARTISAN ITNL FUND	92,409	63,494	Cost	75,757
ASHTON VEREDUS SELECT GROWTH	159,900	99,158	Cost	93,285
CENTURY SMALL CAP SELECT	252,859	202,861	Cost	176,756
FAIRHOLME FUND		30,000	Cost	29,787
FIRST EAGLE FUND	152,238	82,246	Cost	97,327
GOLDMAN SACHS HIGH YIELD	69,291		Cost	
HARBOR INTERNATIONAL GRWTH	83,114	83,813	Cost	74,471
HARDING LOEVNER EM	90,715	61,357	Cost	114,979
ISHARES RUSSELL 2000		78,586	Cost	100,154
ISHARES S&P INDEX		80,145	Cost	98,728
ISHARES TR NASDAQ BIO	44,816	41,497	Cost	51,169
IVA INTERNATIONAL		97,000	Cost	97,087
JENSEN J	145,948	125,527	Cost	123,120
JULIUS BAER INTL EQUITY	104,908		Cost	
LOOMIS SAYLES BOND CL I	278,064	201,336	Cost	195,186
MID CAP SPDRS	45,995	34,132	Cost	49,271
MOSAIC MID CAP	104,923	85,642	Cost	87,367
OAKMARK SELECT FUND	45,370	59,644	Cost	99,165
PIMCO LOW DURATION FUND		52,702	Cost	52,601
PIMCO TOTAL RETURN FUND		190,627	Cost	194,410
SCHWAB FUNDAMENTAL EMERGING		7,105	Cost	7,272
Schwab RAFI 1500	118,667		Cost	
SPARX JAPAN FUND	30,062	30,106	Cost	20,813
SPARX JAPAN FUND	98,098	88,148	Cost	97,595
T ROWE PRICE NEW ASIA FUND	57,082	39,987	Cost	62,078
THIRD AVE VALUE SMALL CAP	95,998	81,937	Cost	99,241

Federal Statements**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
VANGUARD GNMA PORTFOLIO	\$	\$ 97,684	Cost	\$ 97,331
VANGUARD GROWTH INDEX	138,976	117,107	Cost	125,304
VANGUARD HEALTH CARE FUND	114,851		Cost	
VANGUARD INTM TERM TREAS			Cost	
WEBS INDEX FD JAPAN			Cost	
Total	\$ <u>2,407,004</u>	\$ <u>2,214,561</u>		\$ <u>2,419,454</u>

Federal Statements**Statement 6 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
Gloria Sewell	\$
Frederick Sewell	
Total	\$ <u>0</u>

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
None	\$
Total	\$ <u>0</u>

Statement 7 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

TAX-EXEMPT LETTER, PAST AND PRESENT INFO ON PROGRAMS,
BUDGET, ETC.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

NONE

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
Ancient Traders Gallery Minneapolis MN 55404	1113 East Franklin Ave None	Public		Arts Educ and Appr	
Ballet Works Inc Minneapolis MN 55403	528 Hennepin Av ste 205 None	Public		Arts Educ. and Appreciation	60,000
Cantus Minneapolis MN 55416	4915 W 35th Street #206 None	Public		Arts Educ. and Appreciation	2,000
Chamber Music America New York NY 10001	305 7th Ave None	Public		Arts Educ. and Appreciation	5,000
Center for the Arts Minneapolis MN 55401	Olson Mem Highway None	Public		Arts Educ. and Appreciation	6,500
Eagle Bluff Env. Learning Lanesboro MN 55949	Brightsville Road None	Public		Education	2,500
Fraser Community Services Minneapolis MN 55423	2400 W 64th Street None	Public		Community Service	3,500
Global Grassroots Hanover NH 03755	45 Lyme Road Ste 206 None	Public		Community Service	1,000
Greater TC Youth Symphoni Minneapolis MN 55403	528 Hennepin Ave, #404 None	Public		Arts Educ and Appreciation	1,000
Headwaters School of Musi Bemidji MN 56601	519 Minnesota Ave None	Public		Arts Educ and Appreciation	3,000
Intermedia Arts Minneapolis MN 55408	2822 Lyndale Ave S None	Public		Arts Educ. and Appreciation	2,000
Marine Toys for Tots Foun Mendota Heights MN 55150	2360 Pilot Knob Road None	Public		Community Service	1,000
Metropolitan Symphony Orc Minneapolis MN 55458-1213	PO Box 581213 None	Public		Arts Educ. and Appreciation	1,000
Minnesota Opera Minneapolis MN 55401	620 North First Street None	Public		Arts Educ. and Appreciation	500
Mounds Park Academy St Paul MN 55109	2051 Larpenteur Av E None	Public		Arts Education and Appreciation	250
Penumbra Theatre Company St Paul MN 55102	270 North Kent Street None	Public		Arts Education and Appreciation	1,000
St Anthony Park Comm Foun St Paul MN 55108	PO Box 8038 None	Public		Community Service	100
Thursday Musical Richfield MN 55423	6620 Newton Av S None	Public		Arts Education and Appreciation	2,500
Upstream Arts Minneapolis MN 55407	3501 Chicago Ave S None	Public		Arts Education and Appreciation	1,000

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Address	Relationship	Status	Purpose	Amount
YMCA Camp Widjiwagan Minneapolis MN 55413	2125 E Hennepin Ave		None	#150 Public	Community Service	300
Zorongo Flamenco Dance Th Minneapolis MN 55406	3012 Minnehaha Ave		None	Public	Arts Education and Appreciation	2,000
St Paul String Quartet Co St Paul MN 55118	980 Bellows Street		None	Non Public	Arts appreciation and education	3,750
Total						<u>99,900</u>

Sewell Family Foundation
FEIN 41-1861892
Attachment to form 990-PF

Part VII-B – Statement required by Reg 53-4945-5(d)
Expenditure Reporting (Sec 4945(h)(3)- Grant to Saint Paul String Quartet Competition

Grantee and Address

Saint Paul String Quartet Competition
980 Bellows Street
St Paul, MN 55118

Date and Amount of Grant

January 19, 2009 for \$3750

Purpose

The Purpose of the Grant is to assist in funding a String Quartet competition for string quartets whose members are under 19 years of age. The competition was held in Saint Paul, Minnesota in April 2009.

Amounts Expended by Grantee

The full \$3,750 was expended on the competition for fees and event related expenses.

Diversion of Funds

No funds were diverted from the grant purpose by the grantee from either the grant or the income from the grant to the knowledge of the grantor.

Dates Reports Received from Grantee

February 12, 2010 and May 14, 2010.

Dates and Results of Verification

The grantor had no reason to doubt the accuracy or reliability of the grantee reports and an independent verification was deemed unnecessary.

- 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.

Part I 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 Sewell Family Foundation	Employer identification number 41-1861892
	Number, street, and room or suite no. If a P.O. box, see instructions 5200 West 73rd Street	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Edina MN 55439	

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

- Form 4720
- Form 5227
- Form 6069
- Form 8870

- The books are in the care of ► **Kathy Longo**

Telephone No ► 952-841-2222

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year **2009** or

► financial year **2009** and/or

3. If the 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	\$	3,869
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	\$	3,869
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	\$	0

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.

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

Form 8868 (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization Sewell Family Foundation	Employer identification number 41-1861892
File by the extended due date for filing the return. See instructions	Number, street, and room or suite no. If a P O box, see instructions. 5200 West 73rd Street	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. Edina MN 55439	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► **Kathy Longo** Telephone No. ► **952-841-2222** FAX No ►
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **11/15/10**

5 For calendar year **2009**, or other tax year beginning _____, and ending _____

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

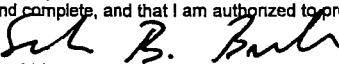
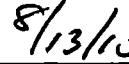
7 State in detail why you need the extension

Additional time is requested to gather information to prepare a complete and accurate return.

8a 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.	8a \$ 3,869
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$ 3,869
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ►  Title ►  Date ► 

Form 8868 (Rev. 4-2009)