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Return of Private Foundation

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

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

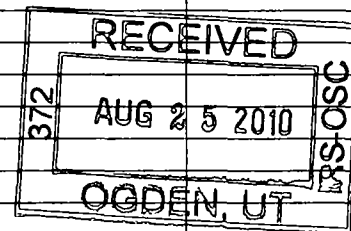
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

Use the IRS label. Otherwise, print or type See Specific Instructions	Name of foundation ARCHIE D. & BERTHA H. WALKER FOUNDATION		A Employer identification number 41-6022758
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 23505 SMITHTOWN ROAD #260		B Telephone number 952-380-1350
	City or town, state, and ZIP code EXCELSIOR, MN 55331		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,965,097. (Part I, column (d) must be on cash basis)		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		1,189.	1,189.		
4 Dividends and interest from securities STMT 1b		159,943.	159,943.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		80,561.			
b Gross sales price for all assets on line 6a 873,445.					
7 Capital gain net income (from Part IV, line 2)			80,561.		
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		2,313.	2,313.		STATEMENT 1
12 Total Add lines 1 through 11		244,006.	244,006.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		32,350.	0.		32,350.
c Other professional fees STMT 3		79,436.	45,961.		33,475.
17 Interest					
18 Taxes STMT 4		4,593.	645.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		39,217.	0.		39,217.
24 Total operating and administrative expenses Add lines 13 through 23		155,596.	46,606.		105,042.
25 Contributions, gifts, grants paid		211,091.			198,471.
26 Total expenses and disbursements. Add lines 24 and 25		366,687.	46,606.		303,513.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-122,681.			
b Net investment income (if negative, enter -0-)			197,400.		
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
Assets	1	Cash - non-interest-bearing	9,779.	9,899.	9,899.
	2	Savings and temporary cash investments	213,643.	124,528.	124,528.
	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 STMT 6	1,309,886.	1,123,908.	1,161,733.
	b	Investments - corporate stock STMT 7	2,799,433.	2,866,089.	4,006,791.
	c	Investments - corporate bonds STMT 8	521,528.	627,778.	630,734.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 9)	38,815.	31,412.	31,412.
	16	Total assets (to be completed by all filers)	4,893,084.	4,783,614.	5,965,097.
	17	Accounts payable and accrued expenses	16,180.	15,855.	
	18	Grants payable	400.	12,620.	
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ EXCISE TAX PAYABLE)	0.	1,316.	
	23	Total liabilities (add lines 17 through 22)	16,580.	29,791.	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24	Unrestricted	4,876,504.	4,753,823.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input 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	4,876,504.	4,753,823.	
	31	Total liabilities and net assets/fund balances	4,893,084.	4,783,614.	

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	4,876,504.
2	Enter amount from Part I, line 27a	2	-122,681.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,753,823.
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	4,753,823.

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 SHORT TERM - SEE STATEMENT 15		P		
b LONG TERM - SEE STATEMENT 15		P		
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 51,211.		52,686.	-1,475.
b 822,234.		740,198.	82,036.
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			-1,475.
b			82,036.
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	80,561.
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	{ 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	512,114.	6,248,999.	.081951
2007	521,556.	7,139,126.	.073056
2006	463,315.	6,893,844.	.067207
2005	545,063.	6,983,527.	.078050
2004	576,606.	7,225,861.	.079798

2 Total of line 1, column (d)	2	.380062
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	.076012
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,332,013.
5 Multiply line 4 by line 3	5	405,297.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,974.
7 Add lines 5 and 6	7	407,271.
8 Enter qualifying distributions from Part XII, line 4	8	303,513.

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. 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 type="checkbox"/> and enter 1% of Part I, line 27b		1	3,948.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,948.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	3,948.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,632.	
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	2,632.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	1,316.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JANET DENBESTE Telephone no. ▶ 952-380-1350
 Located at ▶ 23505 SMITHTOWN ROAD #260, EXCELSIOR, MN ZIP+4 ▶ 55331

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

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	<u>N/A</u>	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?		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 ▶ _____		
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.)	<u>N/A</u>	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		
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)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		4b

Form 990-PF (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

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(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
SEE STATEMENT 10	PART TIME			
	0.00	0.	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

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:		
a Average monthly fair market value of securities	1a	5,400,330.
b Average of monthly cash balances	1b	12,881.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	5,413,211.
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	5,413,211.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	81,198.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,332,013.
6 Minimum investment return. Enter 5% of line 5	6	266,601.

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	266,601.
2a Tax on investment income for 2009 from Part VI, line 5	2a	3,948.	
b Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	3,948.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	262,653.
4 Recoveries of amounts treated as qualifying distributions		4	0.
5 Add lines 3 and 4		5	262,653.
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	262,653.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	303,513.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	303,513.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	303,513.

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				262,653.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	221,589.			
b From 2005	205,753.			
c From 2006	127,686.			
d From 2007	174,404.			
e From 2008	204,484.			
f Total of lines 3a through e	933,916.			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$	303,513.			
a Applied to 2008, but not more than line 2a			0.	
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				262,653.
e Remaining amount distributed out of corpus	40,860.			
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	974,776.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	221,589.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	753,187.			
10 Analysis of line 9:				
a Excess from 2005	205,753.			
b Excess from 2006	127,686.			
c Excess from 2007	174,404.			
d Excess from 2008	204,484.			
e Excess from 2009	40,860.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 12				198,471.
Total			► 3a	198,471.
b Approved for future payment SEE STATEMENT 13				12,620.
Total			► 3b	12,620.

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
SETTLEMENT INCOME	2,313.	2,313.		
TOTAL TO FORM 990-PF, PART I, LINE 11	2,313.	2,313.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	10,000.	0.		10,000.
TAX RETURN PREPARATION	1,800.	0.		1,800.
BOOKKEEPING	20,550.	0.		20,550.
TO FORM 990-PF, PG 1, LN 16B	32,350.	0.		32,350.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL AND INVESTMENT EXPENSES	45,961.	45,961.		0.
OTHER PROFESSIONAL FEES	33,475.	0.		33,475.
TO FORM 990-PF, PG 1, LN 16C	79,436.	45,961.		33,475.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAXES	3,948.	0.		0.	
FOREIGN TAXES PAID	645.	645.		0.	
TO FORM 990-PF, PG 1, LN 18	4,593.	645.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUSTEE EXPENSES	26,031.	0.		26,031.	
OFFICE EXPENSE	8,870.	0.		8,870.	
DUES & SUBSCRIPTIONS	3,185.	0.		3,185.	
OTHER MANAGEMENT EXPENSES	1,131.	0.		1,131.	
TO FORM 990-PF, PG 1, LN 23	39,217.	0.		39,217.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT 14	X		1,123,908.	1,161,733.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,123,908.	1,161,733.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,123,908.	1,161,733.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT 14	2,866,089.	4,006,791.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,866,089.	4,006,791.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT 14	627,778.	630,734.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	627,778.	630,734.	

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST AND DIVIDENDS	36,183.	31,412.	31,412.
FEDERAL EXCISE TAX RECEIVABLE	2,632.	0.	0.
TO FORM 990-PF, PART II, LINE 15	38,815.	31,412.	31,412.

ARCHIE D. AND BERTHA H. WALKER FOUNDATION
OFFICERS AND TRUSTEES
DECEMBER 31, 2009 E.I.N. #41-6022758

James H. Heron
President and Trustee
9 Pocahontas Trail
Medford, NJ 08055

Herbert J. Motley, Jr.
Trustee
6 Cary Street
Nahant, MA 01908

Janet DenBeste
Assistant Treasurer
23505 Smithtown Rd., #260
Excelsior, MN 55331

Harriet W. Fitts
Trustee
22 Nelson Avenue
Provincetown, MA 02657

Julia W. Gilmore
Trustee
P.O. Box 82
Blue Hill, ME 04614

Sally L. Walker
Vice President and Trustee
637 Third Street NE
Washington, D.C. 20002

Dana D. McCannel
Trustee
23505 Smithtown Rd., #260
Excelsior, MN 55331

Berta B. Walker
Trustee
208 Bradford Street
Provincetown, MA 02657

William S. Fitts
Trustee
22 Nelson Avenue
Provincetown, MA 02657

Molly G. Walker
Secretary and Trustee
P.O. Box 8413
Trenton, NJ 08650

Catherine L. Lamb
Treasurer and Trustee
P.O. Box 860
Springfield, VT 05156

Joan Schoepke
Assistant Secretary
23505 Smithtown Rd., #260
Excelsior, MN 55331

Bronwyn A.E. Griffith
Trustee
466 Portland Avenue
St. Paul, MN 55102

Alexa Griffith Winton
Trustee
392 Henry Street, #2
Brooklyn, NY 11201

Colin M. Walker
Trustee
18850 SW Farmington Rd., #36
Aloha, OR 97007

Louise W. McCannel
Trustee Emeritus
23505 Smithtown Rd., #260
Excelsior, MN 55331

Amy C. Walker
Trustee
1707 Caribbean Drive
Sarasota, FL 34231

Teri M. Motley
Trustee
6 Cary Street
Nahant, MA 01908

STMT 10

STATEMENT 11
ARCHIE D. & BERTHA H. WALKER FOUNDATION
EIN # 41-6022758
GRANT GUIDELINES, PART XV, LINE 2
12/31/09

Mail to: Archie D. & Bertha H. Walker Foundation
23505 Smithtown Road #260
Excelsior, MN 55331

Attention: Ms. Jan DenBeste

Telephone Number: (952) 380-1350

Grant Guidelines: The Archie D. & Bertha H. Walker Foundation places primary emphasis upon grants to programs dealing with chemical dependency, chiefly alcoholism, upon children and their development.

The Trustees also consider grant proposals in areas of long-standing Foundation interests. These interests include programs in the arts, especially ones with which the Foundation has been historically associated, and programs addressing the treatment of racism, prejudice, and exclusivity.

In addition, approximately 20 grants of \$1,000 each are made annually in the areas of health, culture, conservation, recreation, education, international affairs, and social welfare. The total of these awards normally is limited to \$20,000 (not including matching grants).

The Foundation customarily limits its grant making activities to the State of Minnesota. Grants are usually awarded for a one-year period. The Foundation will ordinarily give preference to grants for programs over grants for capital needs. No grants are made either to individuals or private foundations.

Grant applications should include a description of the organization, the qualifications of responsible personnel, description of the project, its significance, a budget, and financial projections showing continuity of support if the request is for a new program. A copy of the organization's application must include a one-page project summary and budget submitted on the form provided by the Foundation.

ARCHIE D. AND BERTHA H. WALKER FOUNDATION**EIN #41-6022758****CONTRIBUTIONS PAID****For the Year Ended December 31, 2009**

	<u>2009</u>
Chemical Dependency:	
African American Family Services	\$ 2,000
Ain Dah Yung (Our Home) Center	1,000
Ascension Place	2,000
Cabrini Partnership	1,500
The City, Inc.	1,000
Comunidades Latinas Unidas En Servicio	1,000
Division of Indian Work	3,000
Employment Action Center (WIT)	2,000
Guild Incorporated	1,250
Haven Center, Inc.	2,000
Health Start	1,500
House of Hope	2,000
Jordan New Life Hub	3,000
Midwest Challenge, Inc.	2,000
Minneapolis Community & Technical College Foundation	3,000
Minnesota Teen Challenge Academy	2,750
Minnesota Organization on Fetal Alcohol Syndrome	2,000
Na-way-ee School	2,000
Our Saviour's Housing	1,000
Rebuild Resources, Inc.	2,750
RELATE, Inc	1,500
The Retreat	2,000
St. Cloud State University	1,250
St. Stephen's Human Services	2,000
Slavic Community Center	3,000
Southside Family Charter School	1,500
Teens Alone	2,000
Twelfth Step House, Inc	4,000
	<u>\$ 56,000</u>
Racism:	
Center for Victims of Torture	\$ 1,000
Girl Scout Council of Greater Minnesota & Wisconsin	
River Valleys	1,000
Indian Child Welfare Law Center	2,000
Neighborhood Development Center	2,500
Page Education Foundation	3,000
St. Paul Area Council of Churches	3,000
YouthCARE	1,000
	<u>\$ 13,500</u>

ARCHIE D. AND BERTHA H. WALKER FOUNDATION
EIN #41-6022758
CONTRIBUTIONS PAID

For the Year Ended December 31, 2009

	<u>2009</u>
Family Interests:	
Fine Arts Work Center/Provincetown	\$ 27,500
Friends of the Minneapolis Public Library	1,000
Harbor Mountain Press	2,000
Provincetown Art Association & Museum	2,500
United Way of the Greater Twin Cities	1,600
	<u>\$ 34,600</u>
Arts and Culture:	
Afton Historical Society Press	\$ 1,500
Arena Dances, Inc	1,000
Chamber Music Society of Minnesota	1,500
Children's Theatre Company	1,000
CHOICE, Unlimited	2,466
The College of St. Catherine	2,000
Commonweal Theatre Company	1,000
Friends of the Minnesota Sinfonia	2,500
Great Neighborhoods! Development Corp	3,000
Greater Twin Cities Youth Symphonies	1,000
Great River Greening	2,500
Guthrie Theater Foundation	1,000
Highpoint Center for Printmaking	1,500
History Theater	1,000
Illusion Theater and School, Inc	2,000
In the Heart of the Beast	2,000
James Sewell Ballet	1,000
Jewish Community Relations Council of MN	1,000
The Loft Literary Center	1,000
MacPhail Center for Music	1,000
Midwest Art Conservation Center	1,000
Minnesota Children's Museum	1,000
Mixed Blood Theatre Company	1,000
Northfield Union of Youth	1,000
Northwest Youth & Family Services	2,000
Ordway Center for the Performing Arts	1,000
Pangea World Theater	2,000
Penumbra Theater Company, Inc.	1,000
Pillsbury House Theatre	1,000
St. Paul Chamber Orchestra	2,000

ARCHIE D. AND BERTHA H. WALKER FOUNDATION**EIN #41-6022758****CONTRIBUTIONS PAID****For the Year Ended December 31, 2009**

	<u>2009</u>
Arts and Culture (Continued):	
Skylark Opera	\$ 1,000
Society for the Arts in Healthcare	1,000
Stages Theatre Company	1,000
Stepping Stone Theatre for Youth Development	3,000
Teatro del Pueblo	2,000
Ten Thousand Things Theater	2,000
Textile Center of Minnesota	1,000
Upstream Arts	1,000
Youth Performance Company	2,000
Zenon Dance Company	2,000
	<u>\$ 59,966</u>
Matching Grants:	
The Barnes Foundation	\$ 1,260
Care and Rehabilitation of Wildlife	150
Community Housing & Rehab	50
Compatible Technology International	600
Dorothea Dix Unitarian	300
English Language Institute	250
The Fessenden School	25
Fine Arts Work Center	6,000
Friends of Loring Park	100
Friends of Provincetown Council on Aging, Inc.	25
Gallimaufry Performing Arts	1,500
The Gibson Society	50
Grantmakers in the Arts	250
Groton School	100
Harvard University	100
Helping Our Women	1,500
Historic Elsinore Theatre, Inc	500
Historic New England	55
Kew Forest School	100
Lebanon College Press Services	1,200
Milton Academy	50
Minnesota Historical Society	65

ARCHIE D. AND BERTHA H. WALKER FOUNDATION**EIN #41-6022758****CONTRIBUTIONS PAID****For the Year Ended December 31, 2009**

	<u>2009</u>
Matching Grants (Continued):	
Minnesota Land Trust	\$ 50
The Minnesota Opera	150
Museum of Fine Arts - Boston	100
Nahant Historical Society	25
Nahant Village Church	1,500
National Association for Children of Alcoholics	150
Payomet Performing Arts	500
Philadelphia Theatre Company	1,000
Provincetown Art Association and Museum	4,500
The Rose Ensemble	150
Saengerfest Concert Chorus	480
St Croix River Association	200
St. Mark's School	50
Sanibel-Captiva Conservation Foundation	250
Schoolhouse Theater Foundation	150
The Smile Train	900
Society of the Cincinnati Development Office	25
Soup Kitchen of Provincetown	50
Southwest Florida Symphony	250
Stagewright Unlimited	1,500
Twin Cities Public Television Inc	275
Upper Valley Waldorf School	1,200
Vail Place	150
Washington Animal Rescue	25
West Central WI Community Action Agency (CAP)	125
WGBH Educational Foundation	120
Wilbraham & Monson Academy	500
Wildlife Rehabilitation Center	100
Will Steger Foundation	250
The Wilma Theater	1,000
Working Wardrobes	1,500
Yale University	100
	<u>31,555</u>
Grants Rescinded:	
Kenwood School	(150)
	<u>\$ 31,405</u>

ARCHIE D. AND BERTHA H. WALKER FOUNDATION
EIN #41-6022758
CONTRIBUTIONS PAID

For the Year Ended December 31, 2009

	<u>2009</u>
Minor Grants.	
Fraser	\$ 1,000
Minnesota Assistance Council for Veterans	1,000
Wilderness Inquiry	<u>1,000</u>
	<u>\$ 3,000</u>
 Total contributions paid during the year	 <u><u>\$ 198,471</u></u>

ARCHIE D. AND BERTHA H. WALKER FOUNDATION
EIN #41-6022758
CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

For the Year Ended December 31, 2009

	<u>2009</u>
Big Brother/Big Sister of Orange County	\$ 1,500
Cape Cod Pilgrim Memorial Association	1,000
The Fessenden School	25
Fine Arts Work Center	500
The Gibson Society	50
Groton School	100
Harvard Band Foundation	25
Harvard University	100
Helping Our Women	500
Historic New England	50
Memorial Sloan-Kettering Cancer Center	150
Milton Academy	25
Minnesota Public Radio	350
Museum of Fine Arts - Boston	100
Nahant Historical Society	25
Nahant Village Church	1,500
Onaway Camp Trust	50
Outer Cape Community Chorus	250
Outer Cape Health Prevention	500
Payomet Performing Arts	500
Perlman Music Program	125
Provincetown Art Association and Museum	4,500
Shirley Eustis House Association	50
Shore Country Day School	25
Society of the Cincinnati Development Office	200
Universalist Church Great Music Account	250
WGBH Educational Foundation	120
WUSF (Radio - University of Southern Florida)	50
	<u>\$ 12,620</u>

ARCHIE D. AND BERTHA H. WALKER FOUNDATION

MARKETABLE SECURITIES

December 31, 2009 and 2008

DESCRIPTION	December 31, 2009			December 31, 2008		
	Face Amount or Number of Shares	Cost	Market Value	Face Amount or Number of Shares	Cost	Market Value
Corporate stocks:						
Accenture PIC	4,300	\$ 139,418	\$ 178,450	-	-	\$ -
Automatic Data Processing, Inc	3,850	130,157	164,857	3,850	130,157	151,459
Bard C R, Inc	2,010	152,633	156,579	-	-	-
Bemis, Inc	6,000	77,460	177,900	6,000	77,460	142,080
Cisco Systems, Inc	6,360	83,033	152,258	7,260	103,803	118,338
CVS/Caremark Corp	4,520	71,702	145,589	4,520	71,716	129,905
Danaher Corp	2,115	155,949	159,048	2,115	155,949	119,730
Dell Inc	11,140	249,523	159,970	11,340	294,766	116,122
Donaldson Co Inc	3,740	158,858	159,100	3,740	158,858	125,851
Expeditors International Washington, Inc	3,935	115,181	136,820	-	-	-
Fedex Corporation	2,100	195,536	175,245	2,130	218,220	136,639
Franklin Resources Inc	1,415	50,099	149,070	1,815	79,731	115,761
Illinois Tool Works, Inc	3,750	25,683	179,963	3,750	25,683	131,438
Johnson Controls Inc	-	-	-	7,530	140,891	136,745
Johnson & Johnson	2,385	121,979	153,618	2,385	121,979	142,695
Kohls Corp	2,850	117,627	153,700	4,150	187,101	150,230
McDonalds Corp	-	-	-	2,600	54,415	161,694
Medtronic, Inc	4,120	56,488	181,198	3,620	38,095	113,740
Microsoft Corp	5,150	123,291	156,972	6,350	152,019	123,444
Omnicom Group	4,090	155,725	160,123	4,790	183,718	128,947
Pepsico, Inc	2,550	174,067	155,040	2,550	174,067	139,663
Proctor & Gamble Co	2,600	162,555	157,638	2,100	136,215	129,822
Sherwin Williams Company	2,420	57,568	149,193	2,770	67,834	165,507
Sigma Aldrich Corporation	3,060	25,606	154,683	3,060	25,606	129,254
Stryker Corp	3,505	179,045	176,547	2,405	134,466	96,080
Sysco Corporation	5,950	55,343	166,243	5,100	35,121	116,994
Wal Mart Stores, Inc	2,750	31,563	146,987	2,750	31,563	154,165
Total corporate stocks	96,665	\$ 2,866,089	\$ 4,006,791	98,680	\$ 2,799,433	\$ 3,176,303

ARCHIE D. AND BERTHA H. WALKER FOUNDATION

MARKETABLE SECURITIES
(Continued)

December 31, 2009 and 2008

DESCRIPTION	December 31, 2009			December 31, 2008		
	Face Amount or Number of Shares	Cost	Market Value	Face Amount or Number of Shares	Cost	Market Value
United States and State Government Securities						
Grand Rapids, MN, 5 875%, due 6/1/13	100,000	\$ 100,967	\$ 110,325	100,000	\$ 100,967	\$ 105,202
Des Plaines Ill, 4 75%, due 12/1/12	100,000	102,530	105,050	100,000	102,530	99,559
Baltimore, MD, 5 625%, due 10/15/17	100,000	100,974	102,344	100,000	100,974	99,002
Michigan State, 4 99%, due 5/1/18	100,000	99,921	100,196	100,000	99,921	94,894
United States Treasury notes, 6 00%, due 8/15/09	-	-	-	50,000	50,031	51,735
United States Treasury notes, 5 75%, due 8/15/10	50,000	55,273	51,666	50,000	55,273	54,293
United States Treasury notes, 5 00%, due 2/15/11	50,000	50,094	52,400	50,000	50,094	54,660
United States Treasury notes, 4 00%, due 2/15/14	-	-	-	150,000	144,477	170,016
United States Treasury notes, 4 25%, due 8/15/15	150,000	150,006	160,547	150,000	150,006	174,187
United States Treasury notes, 4 875%, due 8/15/16	150,000	154,364	164,954	150,000	154,364	179,238
United States Treasury notes, 4 25%, due 11/15/17	100,000	108,149	104,813	-	-	-
Federal Home Loan Banks, 5 67%, due 2/26/09	-	-	-	100,000	99,619	100,813
Federal Farm Credit Bank, 4 41%, due 1/18/18	100,000	100,687	101,344	100,000	100,687	110,250
Federal Home Loan Mortgage Corp, 4 50%, 1/15/14	100,000	100,943	108,094	100,000	100,943	110,313
Total United States and State Government securities	1,100,000	1,123,908	1,161,733	1,300,000	1,309,886	1,404,162
Corporate bonds and notes:						
Dupont E I De Nemour, 4 750%, due 11/15/12	100,000	102,555	107,341	100,000	102,555	98,724
Hewlett-Packard Co, 4 50% due 3/1/13	100,000	102,351	106,016	100,000	102,351	101,508
Honeywell International, 7 50%, due 3/1/10	150,000	165,223	151,804	150,000	165,223	156,458
Abbott Laboratories, 5 60%, due 5/15/11	150,000	151,399	159,095	150,000	151,399	158,377
Proctor & Gamble Co. 4 60%, due 1/15/14	100,000	106,250	106,478	-	-	-
Total corporate bonds and notes	600,000	627,778	630,734	500,000	521,528	515,067
Total marketable securities		\$ 4,617,775	\$ 5,799,258		\$ 4,630,847	\$ 5,095,532

WALKER FOUNDATION

Income for 2009

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Short term gains and losses

This category includes sales of all assets held 12 months or less.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
JOHNSON CONTROLS INC	478366107	2775	11/05/08	05/15/09	\$51,211.30	\$52,685.87	\$-1,474.57
Total short term gain/loss:					\$51,211.30	\$52,685.87	\$-1,474.57

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
FEDERAL HOME LN BKS UNSECD	3133M7SV9	100000	04/08/99	02/26/09	\$100,000.00	\$99,619.00	\$381.00
UNITED STATES TREAS NTS	912828CA6	100000	03/01/05	03/02/09	\$110,847.65	\$98,604.62	\$12,243.03
UNITED STATES TREAS NTS	912828CA6	50000	04/17/06	03/02/09	\$55,423.83	\$48,007.45	\$7,416.38
KOHL'S CORP	500255104	900	02/18/03	03/16/09	\$34,511.92	\$48,517.29	\$-14,005.37
JOHNSON CONTROLS INC	478366107	4755	04/01/05	05/15/09	\$87,751.26	\$88,205.25	\$-453.99
U S TREASURY NOTES	9128275N8	50000	11/10/99	08/15/09	\$50,000.00	\$50,031.25	\$-31.25
FRANKLIN RES INC COM	354613101	200	03/19/08	08/25/09	\$18,962.87	\$19,440.48	\$-477.61
KOHL'S CORP	500255104	400	06/11/03	08/25/09	\$21,230.45	\$20,956.00	\$274.45
DELL INC	24702R101	2000	08/26/05	09/09/09	\$31,474.78	\$70,902.80	\$-39,428.02
FEDEX CORPORATION	31428X106	400	01/12/07	09/09/09	\$28,669.66	\$43,549.84	\$-14,880.18
OMNICOM GROUP INC COM	681919106	700	07/12/05	10/15/09	\$26,732.31	\$27,993.07	\$-1,260.76



2009 Form 1099

Account Number 12163600

Page 4

WALKER FOUNDATION

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
SHERWIN-WILLIAMS COMPANY COMMON	824348106	350	06/11/99	10/15/09	\$22,056 92	\$10,265.78	\$11,791 14
CISCO SYS INC	17275R102	900	09/15/08	10/15/09	\$21,786 90	\$20,770 65	\$1,016 25
FRANKLIN RES INC COM	354613101	50	03/19/08	10/15/09	\$5,420 01	\$4,860 12	\$559 89
FRANKLIN RES INC COM	354613101	150	04/13/00	10/15/09	\$16,260 03	\$5,331 90	\$10,928 13
MC DONALDS CORPORATION COMMON	580135101	600	03/28/01	10/26/09	\$35,588 80	\$15,115 08	\$20,473 72
MC DONALDS CORPORATION COMMON	580135101	2000	10/22/02	10/26/09	\$118,629 35	\$39,300 00	\$79,329 35
MICROSOFT CORP COM	594918104	1200	09/06/02	12/23/09	\$36,887 29	\$28,728.00	\$8,159 29
Total long term gain/loss for sales of assets:					\$822,234 03	\$740,198 58	\$82,035 45

ARCHIE D. AND BERTHA H. WALKER FOUNDATION
STATEMENT 16 - ACCRETION OF DISCOUNT
DECEMBER 31, 2009 EIN #41-6022758

The U.S. Treasury Note dated 3/3/09 includes \$2,137 of accretion of market discount. For tax purposes, this amount is included in dividends and interest income from securities on Line 4 of Part 1. This amount was included as an unrealized gain on the attached 2009 financial statements.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545 1709

► 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**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	Employer identification number
	ARCHIE D. & BERTHA H. WALKER FOUNDATION	41-6022758
	Number, street, and room or suite no. If a P.O. box, see instructions 23505 SMITHTOWN ROAD, NO. #260	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions EXCELSIOR, MN 55331	

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 |

JANET DENBESTE

- The books are in the care of ► **23505 SMITHTOWN ROAD #260 - EXCELSIOR, MN 55331**

Telephone No ► **952-380-1350**

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 **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	\$	1,959.
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	\$	2,632.
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

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

Form **8868** (Rev. 4-2009)