Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: THE FRANCIS AND MIRANDA CHILDRESS FOUNDATION, C/O GEORGE C. LEE

A Employer identification number: 59-1051733

Number and street (or P O box number if mail is not delivered to street address): 865 LANE AVENUE S — Room/suite:

B Telephone number: 904-396-4015

City or town, state, and ZIP code: JACKSONVILLE, FL 32205

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 5,998,260.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	832.	832.		STATEMENT 1
	4 Dividends and interest from securities	113,864.	113,864.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	535,845.			
	b Gross sales price for all assets on line 6a 776,436.				
	7 Capital gain net income (from Part IV, line 2)		535,845.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	650,541.	650,541.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,000.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	3,675.	3,675.		0.
	c Other professional fees STMT 4	30,580.	30,580.		0.
	17 Interest				
	18 Taxes STMT 5	4,838.	3,150.		0.
	19 Depreciation and depletion				
	20 Occupancy	8,400.	0.		0.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	397.	397.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	65,890.	37,802.		0.
	25 Contributions, gifts, grants paid	383,900.			383,900.
	26 **Total expenses and disbursements.** Add lines 24 and 25	449,790.	37,802.		383,900.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	200,751.			
	b **Net investment income** (if negative, enter -0-)		612,739.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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923501 02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.** Form **990-PF** (2009)

12550803 759023 023510.001 2009.04011 THE FRANCIS AND MIRANDA CHI 023510_1

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	910,915.	249,110.	249,110.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	2,666,148.	3,528,704.	5,749,150.
	c Investments - corporate bonds			
	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 ▶)			
	16 **Total assets** (to be completed by all filers)	3,577,063.	3,777,814.	5,998,260.
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			
	22 Other liabilities (describe ▶ STATEMENT 8)	688.	688.	
	23 **Total liabilities** (add lines 17 through 22)	688.	688.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,576,375.	3,777,126.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	3,576,375.	3,777,126.	
	31 **Total liabilities and net assets/fund balances**	3,577,063.	3,777,814.	

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	3,576,375.
2	Enter amount from Part I, line 27a	2	200,751.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,777,126.
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	3,777,126.

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				
b	SEE ATTACHED STATEMENT			
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	776,436.		240,591.	535,845.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				535,845.

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** 535,845.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	402,758.	7,769,733.	.051837
2007	358,500.	8,393,075.	.042714
2006	325,000.	7,299,102.	.044526
2005	274,651.	6,531,759.	.042049
2004	226,386.	5,529,116.	.040944

2	Total of line 1, column (d)	2	.222070
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	.044414
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,462,039.
5	Multiply line 4 by line 3	5	242,591.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,127.
7	Add lines 5 and 6	7	248,718.
8	Enter qualifying distributions from Part XII, line 4	8	383,900.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	6,127.
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	6,127.
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	6,127.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,800.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,800.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,327.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	Refunded ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ LBA CERTIFIED PUBLIC ACCOUNTANTS,PA Telephone no ▶904-396-4015

Located at ▶501 RIVERSIDE AVENUE, SUITE 800, JACKSONVILLE, FL ZIP+4 ▶32202

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

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

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

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

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

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

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

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

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

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

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
FRANCES CHILDRESS LEE 2905 CORINTHIAN AVENUE, SUITE 7 JACKSONVILLE, FL RIDA 32210	PRESIDENT 2.00	0.	0.	0.
LEWIS S. LEE, JR. 2905 CORINTHIAN AVENUE, SUITE 7 JACKSONVILLE, FL RIDA 32210	TREASURER 2.00	0.	0.	0.
LEWIS S. LEE 2905 CORINTHIAN AVENUE, SUITE 7 JACKSONVILLE, FL RIDA 32210	VICE PRESIDENT 2.00	0.	0.	0.
GEORGE C. LEE 2905 CORINTHIAN AVENUE, SUITE 7 JACKSONVILLE, FL RIDA 32210	SECRETARY 15.00	18,000.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2009)

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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	4,736,066.
b	Average of monthly cash balances	1b	809,151.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,545,217.
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	5,545,217.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	83,178.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,462,039.
6	**Minimum investment return.** Enter 5% of line 5	6	273,102.

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	273,102.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 6,127.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	6,127.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	266,975.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	266,975.
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	266,975.

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	383,900.
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	383,900.
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	6,127.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	377,773.

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				266,975.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			383,303.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 383,900.				
a Applied to 2008, but not more than line 2a			383,303.	
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				597.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				266,378.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT				383,900.
Total			▶ 3a	383,900.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	832.	
4 Dividends and interest from securities			14	113,864.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	535,845.	
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.		650,541.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 650,541.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

George Childress Lee | 8/12/2010 | Executive Director
Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature [signature]	Date 8-4-2010	Check if self-employed ▶ ☐	Preparer's identifying number P00265305
Firm's name (or yours if self-employed), address, and ZIP code	LBA CERTIFIED PUBLIC ACCOUNTANTS PA 501 RIVERSIDE AVENUE, SUITE 800 JACKSONVILLE, FLORIDA 32202-4939	EIN ▶	
		Phone no	904-396-4015

Form **990-PF** (2009)

59-1302284

923622 02-02-10

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	APCO OIL & GAS - 5313 SHARES	P	03/06/09	10/16/09
b	CONOCOPHILLIPS - 3607 SHARES	P	03/23/94	10/30/09
c	CONOCOPHILLIPS - 1393 SHARES	P	03/27/00	10/30/09
d	CONOCOPHILLIPS - 2607 SHARES	P	03/27/00	12/09/09
e	CONOCOPHILLIPS - 1000 SHARES	P	09/05/02	12/09/09
f	CONOCOPHILLIPS - 1000 SHARES	P	06/03/05	12/09/09
g	ELI LILLY & CO - 1900 SHARES	P	03/23/94	12/09/09
h	ELI LILLY & CO - 2600 SHARES	P	12/27/95	12/09/09
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

	(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	130,317.		40,965.	89,352.
b	180,983.		45,292.	135,691.
c	69,894.		17,491.	52,403.
d	130,712.		32,735.	97,977.
e	50,139.		12,557.	37,582.
f	50,139.		12,557.	37,582.
g	69,350.		33,353.	35,997.
h	94,900.		45,641.	49,259.
i	2.			2.
j				
k				
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				89,352.
b				135,691.
c				52,403.
d				97,977.
e				37,582.
f				37,582.
g				35,997.
h				49,259.
i				2.
j				
k				
l				
m				
n				
o				

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	535,845.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-24-09

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

SOURCE	AMOUNT
FLORIDA BANK	31.
FLORIDA BANK	617.
MERRILL LYNCH	184.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	832.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	113,866.	2.	113,864.
TOTAL TO FM 990-PF, PART I, LN 4	113,866.	2.	113,864.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,675.	3,675.		0.
TO FORM 990-PF, PG 1, LN 16B	3,675.	3,675.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER- INVESTMENT ADVISORY FEE	30,580.	30,580.		0.
TO FORM 990-PF, PG 1, LN 16C	30,580.	30,580.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN INCOME TAXES	3,150.	3,150.		0.
PAYROLL TAXES	1,688.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,838.	3,150.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEES	397.	397.		0.
TO FORM 990-PF, PG 1, LN 23	397.	397.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE ATTACHED	3,528,704.	5,749,150.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,528,704.	5,749,150.

FORM 990-PF OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	688.	688.
TOTAL TO FORM 990-PF, PART II, LINE 22	688.	688.

Attachment to Form 990-PF

Tax year ended 12-31-09

Part XV, 3a

The Francis and MirandaChildress Foundation, Inc.,

2009 Gifts

59-1051753

Recipient	Amount	Chk#	Installment Y/N	Date written	Receipt received
Child Advocacy Center /Gville	20,000.00	417	N	11/30/2009	
CHS (Caring Chefs)	5,000.00	403	N	9/24/2009	
The Children's Home Soceity of Florida Foundation, Inc. (5/5 for 250,000)	50,000.00	405	Y	11/30/2009	
Children's Home Society Foundation memorial for Ken Avent	500.00	397	N	6/4/2009	
Children's Home Society Foundation memorial for Mrs. Stuart Cranford	500.00		N		
Children's Home Society Foundation memorial for Adair Springfield	500.00	422	N	11/30/2009	
Children's Home Society Foundation memorial for James S. Taylor	500.00	421	N	11/30/2009	
Children's Home Society Foundation memorial for George C. Whitner	500.00	423	N	11/30/2009	
Cummer Museum of Art and Gardens memorial for Fred H. Schultz	500.00	420	N	11/30/2009	
Episcopal High School, Scholarship Endowment Fund	50,000.00	424	N	11/30/2009	
Episcopal High School, Annual Fund	4,000.00	409	N	11/30/2009	
Florida Museum of Natural History	10,000.00	425	N	11/30/2009	
Grand Teton National Park Foundation	5,000.00	412	N	11/30/2009	
Hughston Sports Medicine Foundation	10,000.00	413	N	11/30/2009	
Jacksonville Zoo and Gardens	50,000.00	406	N	11/30/2009	
Johns Hopkins - Wilmer Institute	10,000.00	415	N	11/30/2009	

Attachment to Form 990-PF
Tax year ended 12-31-09

Part XV, 3a

The Francis and MirandaChildress Foundation, Inc., 59-1051733

2009 Gifts

Memorial Sloan Kettering Cancer Center (Barbara Zeigler Fund of the Pan & Palliative Care Service Endowment Fund)	10,000.00	414	N	11/30/2009	
Paleontological Reseach Institution	10,000.00	394	N	7/20/2009	
St Marks Episcopal Day School, Annual Fund	2,000.00		410	11/30/2009	
St Marks Episcopal Day School (Lori Schiavonne memorial)	500.00	398	N	6/4/2009	
The Bolles School, PV Campus Pool (5/5 for 250,000)	50,000.00	407	Y	11/30/2009	
The Bolles School, Annual Fund	6,000.00	408	N	11/30/2009	
The Bridge of NE FL	20,000.00	416	N	11/30/2009	
The Land Institute	1,400.00	426	N	11/30/2009	
United Way of NE FL	10,000.00	419	N	11/30/2009	
University of Florida Foundation, Shands Proton	50,000.00	418	N	11/30/2009	
U of F Foundation Shands Cancer Center(Eric Han memorial)	500.00	399	N	6/4/2009	
WJCT Public Broadcasting	6,000.00	411	N	11/30/2009	
Carrollton Farmers Branch ISD	500.00	404	N	10/22/2009	
Total	**383,900.00**				

Francis & Miranda Childress Foundation
Form 990-PF 12-31-09
Attachment to Part II, line 10b

TOTAL MERRILL

THE FRANCIS AND MIRANDA

Account Number: 742-04C66

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AT& T INC	T	03/16/04	1,900	24.3028	46,175.35	28.0300	53,257.00	7,081.65	3,193	5.99
		03/16/04	100	24 3000	2,430.00	28.0300	2,803.00	373.00	168	5.99
		05/04/04	2,000	25.5081	51,016.35	28.0300	56,060.00	5,043.65	3,361	5 99
Subtotal			*4,000*		*99,621.70*		***112,120.00***	*12,498.30*	***6,722***	*5.99*
BANK OF AMERICA CORP	BAC	04/30/99	9,014	8.9515	80,689 48	15.0600	**135,750.84**	55,061.36	**361**	26
† CANADIAN PACIFIC RAILWAY LTD	CP	09/05/01	900	17.6517	15,886.54	54 0000	48,600.00	32,713.46	839	1.72
		09/05/01	100	17.6315	1,763.15	54.0000	5,400 00	3,636.85	94	1 72
		12/24/01	200	20 1822	4,036.44	54 0000	10,800.00	6,763.56	187	1 72
		12/24/01	100	20.1555	2,015.55	54.0000	5,400.00	3,384.45	94	1.72
		12/26/01	100	19.9703	1,997 03	54.0000	5,400 00	3,402.97	94	1.72
		12/26/01	600	19.9703	11,982.23	54.0000	32,400.00	20,417.77	560	1.72
		12/26/01	300	19.9703	5,991.11	54 0000	16,200.00	10,208.89	280	1.72
		12/26/01	500	19.9703	9,985.19	54 0000	27,000 00	17,014.81	466	1.72
		12/26/01	1,200	19.9748	23,969.81	54 0000	64,800.00	40,830.19	1,119	1 72
		03/16/04	1,000	23.3303	23,330.35	54 0000	54,000 00	30,669.65	932	1.72
		10/30/09	1,000	43.2500	43,250.00	54 0000	54,000.00	10,750.00	932	1 72
Subtotal			*6,000*		*144,207.40*		***324,000.00***	*179,792.60*	***5,597***	*1.72*
CENOVUS ENERGY INC	CVE	09/05/01	2,462	7.0719	17,411.06	25.2000	62,042.40	44,631.34	493	.79
		09/05/01	274	7.0523	1,932 35	25.2000	6,904.80	4,972.45	55	.79
		02/28/03	1,264	8.0464	10,170 71	25.2000	31,852.80	21,682 09	253	79
		11/05/03	3,002	8.2022	24,623 04	25.2000	75,650.40	51,027.36	601	79
Subtotal			*7,002*		*54,137.16*		***176,450.40***	*122,313.24*	***1,402***	*.79*
CISCO SYSTEMS INC COM	CSCO	10/30/09	4,000	23.0000	92,000.00	23.9400	**95,760.00**	3,760.00		
CNOOC LTD ADR	CEO	11/03/09	700	148.5420	103,979 40	155.4500	108,815.00	4,835.60	1,626	1.49
		11/03/09	200	149 6775	29,935.50	155.4500	31,090 00	1,154.50	465	1 49
		12/09/09	100	154.0500	15,405.00	155.4500	15,545.00	140.00	233	1.49
Subtotal			*1,000*		*149,319.90*		***155,450.00***	*6,130.10*	***2,324***	*1.49*
CONOCOPHILLIPS	COP	N/A	4,000	N/A	50,240.01	51.0700	**204,280.00**	N/A	**8,001**	3.91
COSTCO WHOLESALE CRP DEL	COST	12/09/09	1,500	58.8099	88,214.85	59.1700	**88,755.00**	540.15	**1,080**	1.21

+

Francis & Miranda Childress Foundation
Form 990-PF 12-31-09
Attachment to Part II, line 10b

THE FRANCIS AND MIRANDA

Account Number: 742-04C66

24-Hour Assistance: (800) MERRILL
Access Code: 93-742-04266

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
DOVER CORP	DOV	10/02/06	2,000	47.4490	94,898.00	41.6100	83,220.00	(11,678.00)	2,080	2.49
		10/26/06	2,000	48 2100	96,420.00	41.6100	83,220.00	(13,200.00)	2,080	2.49
		10/30/09	1,000	37.9844	37,984.40	41.6100	41,610.00	3,625.60	1,040	2.49
Subtotal			*5,000*		*229,302.40*		***208,050.00***	*(21,252.40)*	***5,200***	*2.49*
EL PASO CORPORATION	EP	02/08/01	4,000	9.8663	39,465 20	9.8300	**39,320.00**	(145.20)	**160**	40
ENCANA CORP	ECA	09/05/01	2,462	7.5093	18,488 04	32 3900	79,744.18	61,256 14	1,970	2.46
		09/05/01	274	7.4886	2,051.88	32.3900	8,874.86	6,822.98	220	2.46
		02/28/03	1,264	8.5441	10,799.82	32.3900	40,940.96	30,141 14	1,012	2.46
		11/05/03	3,002	8.7095	26,146.12	32.3900	97,234.78	71,088.66	2,402	2.46
Subtotal			*7,002*		*57,485.86*		***226,794.78***	*169,308.92*	***5,604***	*2.46*
EXTERRAN HLDGS INC	EXH	10/26/06	200	59.4600	11,892 00	21.4500	**4,290.00**	(7,602.00)		
EXXON MOBIL CORP COM	XOM	12/09/09	3,000	72 7391	218,217.30	68.1900	**204,570.00**	(13,647.30)	**5,040**	2 46
GULFMARK OFFSHORE COM	GLF	N/A	4,000	N/A	N/A	28.3100	113,240 00	N/A		
		N/A	1,000	N/A	N/A	28.3100	28,310.00	N/A		
		N/A	2,400	N/A	N/A	28.3100	67,944.00	N/A		
		N/A	600	N/A	N/A	28.3100	16,986.00	N/A		
		03/03/98	2,000	11 9701	23,940.39	28.3100	56,620.00	32,679.61		
		09/14/98	5,000	7 0896	35,448.32	28.3100	141,550.00	106,101.68		
Subtotal			*15,000*		128,148.71		***424,650.00***	*138,781.29*		
HEWLETT PACKARD CO DEL	HPQ	10/30/09	2,000	47.6100	95,220.00	51.5100	**103,020.00**	7,800.00	**640**	62
HONEYWELL INTL INC DEL	HON	10/02/06	2,500	41.5680	103,920 00	39.2000	**98,000.00**	(5,920.00)	**3,025**	3.08
INTEL CORP	INTC	03/08/04	2,500	28.4421	71,105 35	20.4000	51,000 00	(20,105.35)	1,400	2.74
		03/16/04	200	27.2550	5,451.00	20.4000	4,080.00	(1,371.00)	112	2.74
		03/16/04	300	27.2550	8,176.50	20.4000	6,120 00	(2,056.50)	168	2.74
		03/16/04	500	27 2657	13,632 85	20.4000	10,200.00	(3,432.85)	280	2 74
Subtotal			*3,500*		*98,365.70*		***71,400.00***	*(26,965.70)*	***1,960***	*2.74*
INTL BUSINESS MACHINES *CORP IBM*	IBM	03/23/94	1,600	25.0258	40,041.28	130.9000	**209,440.00**	169,398.72	**3,521**	1.68

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Francis + Miranda Childress Foundation
Form 990-PF 12-31-09
Attachment to Part II, Line 10b

TOTAL MERRILL

THE FRANCIS AND MIRANDA

Account Number: 742-04C66

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
NATIONAL-OILWELL VARCO	NOV	06/25/98	152	28.8963	4,392.24	44 0900	6,701.68	2,309.44		
INC		10/20/98	360	16.4003	5,904.14	44.0900	15,872.40	9,968.26		
		10/30/00	461	41.6127	19,183.48	44.0900	20,325.49	1,142.01		
		05/09/01	675	44.8980	30,306.15	44 0900	29,760 75	(545.40)		
		10/11/01	90	17.3254	1,559 29	44 0900	3,968.10	2,408.81		
		10/11/01	45	17.3255	779 65	44.0900	1,984.05	1,204 40		
		10/11/01	45	17.3255	779.65	44 0900	1,984.05	1,204.40		
		10/11/01	180	17.3255	3,118.59	44 0900	7,936.20	4,817.61		
		10/11/01	45	17.3255	779 65	44.0900	1,984.05	1,204.40		
		10/11/01	135	17.3254	2,338 94	44 0900	5,952.15	3,613.21		
		10/11/01	45	17.3255	779.65	44 0900	1,984.05	1,204.40		
		10/11/01	90	17 3254	1,559.29	44 0900	3,968.10	2,408.81		
		10/11/01	180	17.3255	3,118.59	44 0900	7,936.20	4,817.61		
		10/11/01	90	17.3254	1,559.29	44 0900	3,968.10	2,408.81		
		10/11/01	45	17.3255	779.65	44 0900	1,984 05	1,204.40		
		10/11/01	809	17.3535	14,039.00	44 0900	35,668.81	21,629.81		
		10/11/01	45	17.3255	779.65	44.0900	1,984.05	1,204.40		
		10/11/01	90	17.3254	1,559 29	44.0900	3,968.10	2,408.81		
		10/11/01	45	17.3255	779.65	44.0900	1,984.05	1,204.40		
		10/11/01	45	17.3255	779 65	44 0900	1,984.05	1,204.40		
		10/11/01	180	17.3255	3,118.59	44.0900	7,936.20	4,817.61		
		10/11/01	44	17.7190	779 64	44.0900	1,939.96	1,160.32		
		04/22/08	602	74.3400	44,752 68	44 0900	26,542.18	(18,210.50)		
		12/09/09	502	41.7390	20,952.98	44.0900	22,133.18	1,180.20		
Subtotal			5,000		79,266.85		220,450.00	55,970.62		

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Francis + Miranda Childress Foundation
Form 990-PF 12-31-09
Attachment to Part II, Line 10b

THE FRANCIS AND MIRANDA

Account Number: 742-04C66

24-Hour Assistance. (800) MERRILL
Access Code: 93-742-04266

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
NOKIA CORP SPON ADR	NOK	02/13/01	2,200	29.0305	63,867.17	12.8500	28,270.00	(35,597.17)	865	3.05
		02/13/01	800	29.0481	23,238.49	12.8500	10,280.00	(12,958.49)	315	3.05
		12/24/01	3,000	23.8705	71,611.72	12.8500	38,550.00	(33,061.72)	1,180	3.05
		01/09/02	1,500	23.3358	35,003.81	12.8500	19,275.00	(15,728.81)	590	3.05
		05/13/04	600	13.5300	8,118.00	12.8500	7,710.00	(408.00)	236	3.05
		05/13/04	1,900	13.5228	25,693.35	12.8500	24,415.00	(1,278.35)	747	3.05
Subtotal			*10,000*		*227,532.54*		***128,500.00***	*(99,032.54)*	***3,933***	*3.05*
PATRIOT TRANSPORTN HLDG	PATR	01/18/08	600	89.0600	53,436.00	94.4600	56,676.00	3,240.00		
		01/18/08	500	89.0600	44,530.00	94.4600	47,230.00	2,700.00		
		01/18/08	28	89.0600	2,493.68	94.4600	2,644.88	151.20		
		01/29/08	1,000	89.0600	89,060.00	94.4600	94,460.00	5,400.00		
		01/29/08	1,000	89.0548	89,054.80	94.4600	94,460.00	5,405.20		
		02/07/08	600	77.0600	46,236.00	94.4600	56,676.00	10,440.00		
Subtotal			*3,728*		*324,810.48*		***352,146.88***	*27,336.40*		
PETRLEO BRAS VTG SPD ADR	PBR	10/30/09	2,500	46.0490	115,122.50	47.6800	119,200.00	4,077.50	888	.74
		12/09/09	1,500	48.5600	72,840.00	47.6800	71,520.00	(1,320.00)	533	.74
Subtotal			*4,000*		*187,962.50*		***190,720.00***	*2,757.50*	***1,421***	*.74*
PNC FINCL SERVICES GROUP	PNC	02/14/96	1,000	31.2222	31,222.23	52.7900	52,790.00	21,567.77	400	.75
		02/14/96	1,000	31.2173	31,217.38	52.7900	52,790.00	21,572.62	400	.75
		02/14/96	500	31.2173	15,608.68	52.7900	26,395.00	10,786.32	200	.75
		03/08/04	500	58.8807	29,440.35	52.7900	26,395.00	(3,045.35)	200	.75
Subtotal			*3,000*		*107,488.64*		***158,370.00***	*50,881.36*	***1,200***	*.75*
RENAISSANCERE HLDGS LTD	RNR	11/04/99	5,000	12.3401	61,700.52	53.1500	**265,750.00**	204,049.48	**4,800**	1.80
TARGET CORP COM	TGT	12/24/01	2,000	38.3935	76,787.07	48.3700	96,740.00	19,952.93	1,360	1.40
		09/18/02	1,500	35.3909	53,086.44	48.3700	72,555.00	19,468.56	1,020	1.40
Subtotal			*3,500*		*129,873.51*		***169,295.00***	*39,421.49*	***2,380***	*1.40*

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Francis + Miranda Childress Foundation
Form 990-PF 12-31-09
Attachment to Part II, Line 10b

TOTAL MERRILL

THE FRANCIS AND MIRANDA

Account Number: 742-04C66

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
UNION PACIFIC CORP	UNP	03/23/94	2,000	15.8840	31,768.06	63.9000	127,800.00	96,031.94	2,160	1.69
		05/11/94	1,000	19.8451	19,845.11	63.9000	63,900.00	44,054.89	1,080	1.69
		09/07/94	1,000	19.6977	19,697.71	63.9000	63,900.00	44,202.29	1,080	1 69
		11/16/95	1,000	22.0200	22,020.01	63 9000	63,900.00	41,879 99	1,080	1 69
		03/08/04	1,000	31.0453	31,045 35	63.9000	63,900 00	32,854 65	1,080	1.69
Subtotal			*6,000*		*124,376.24*		***383,400.00***	*259,023.76*	***6,480***	*1.69*
VERIZON COMMUNICATNS COM	VZ	12/09/09	2,000	33 3200	66,640.00	33.1300	**66,260.00**	(380 00)	**3,801**	5.73
VULCAN MATERIALS CO	VMC	04/05/94	1,170	35 5795	7,659.06	52 6700	**61,623.90**	19,995.81	**1,170**	1 89
WEATHERFORD INTL LTD.	WFT	06/28/02	15,904	3.4667	55,135.67	17.9100	284,840.64	229,704.97		
REG		10/30/09	1,096	17.5200	19,201.92	17.9100	19,629.36	427.44		
Subtotal			*17,000*		*74,337 59*		***304,470.00***	*230,132.41*		
3M COMPANY	MMM	05/17/00	1,000	44.3168	44,316 87	82 6700	82,670 00	38,353.13	2,040	2.46
		09/18/00	1,600	41 8120	66,899.30	82.6700	132,272.00	65,372 70	3,264	2.46
Subtotal			*2,600*		*111,216.17*		***214,942.00***	*103,725.83*	***5,304***	*2.46*
TOTAL					3,528,703.77		**5,749,150.30**	1,789,505 04	**87,460**	1.52

RESEARCH RATINGS

Security	Symbol	BAS-ML Research Rating	IPR Rating*	IPR Rating*	Jaywalk Consensus Rating SELL HOLD BUY
ALLSTATE CORP DEL COM	ALL	B-1-7	Buy -Morningstar	Hold -Standard & Poor's	1 85
AFLAC INC COM	AFL	B-1-7	Hold -Morningstar	Hold -Standard & Poor's	1.70
AT& T INC	T	A-2-7	Buy -Morningstar	Buy -Standard & Poor's	1.58
CANADIAN PACIFIC RAILWAY	CP	B-1-7	Hold -Morningstar	Hold -Standard & Poor's	1.83
COSTCO WHOLESALE CRP DEL	COST	B-1-7	Hold -Morningstar	Hold -Standard & Poor's	1 64
CNOOC LTD ADR	CEO	C-2-7	Hold -Morningstar	Buy -Standard & Poor's	1 53
CONOCOPHILLIPS	COP	A-3-7	Hold -Morningstar	Buy -Standard & Poor's	2.05
CISCO SYSTEMS INC COM	CSCO	B-1-9	Hold -Morningstar	Buy -Standard & Poor's	1 58
DOVER CORP	DOV	B-1-7	Hold -Morningstar	Hold -Standard & Poor's	1 90
EXXON MOBIL CORP COM	XOM	A-2-7	Buy -Morningstar	Buy -Standard & Poor's	1 77

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Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Name of Exempt Organization	Employer identification number
	THE FRANCIS AND MIRANDA CHILDRESS FOUNDATION, C/O GEORGE C. LEE	59-1051733
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 865 LANE AVENUE S	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. JACKSONVILLE, FL 32205	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ LBA CERTIFIED PUBLIC ACCOUNTANTS,PA 501 RIVERSIDE AVENUE, SUITE 800 - JACKSONVILLE, FL 32202

Telephone No. ▶ 904-396-4015 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:

▶ [X] 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	$ 4,800.
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	$ 3,800.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 1,000.

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.