Form 990-PF | Department of the Treasury Internal Revenue Service (77)

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 , 2009, and ending , 20

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: WINSTON FAMILY FOUNDATION

Number/street (or P.O. box no. if mail is not delivered to street add.) Room/suite: 601 II RIVERSIDE AVENUE SUITE 619

City or town, state, and ZIP code: JACKSONVILLE FL 32204

A Employer identification number: 59-2678732

B Telephone number (see the instructions): 904-358-7269

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 1,155,778.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	131,278.			
	2	Check ▶ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temp cash investments	28,427.	28,427.		
	4	Dividends and interest from securities	8,426.	8,426.		
	5a	Gross rents				
	b	(Net rental income or (loss))				
	6a	Net gain/(loss) from sale of assets not on line 10	(337,949.)			
	b	Gross sales price for all assets on line 6a 2,176,402.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less rtns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	434.	(2,125.)		
	12	**Total.** Add lines 1 through 11	(169,384.)	34,728.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1,775.			1,775.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest	6,639.	6,639.		
	18	Taxes (attach schedule) (see instructions)	463.	463.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	218.			218.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	9,095.	7,102.		1,993.
	25	Contributions, gifts, grants paid	78,140.			78,140.
	26	Total exp & disbursements Add lines 24 and 25	87,235.	7,102.		80,133.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(256,619.)			
	b	**Net investment income** (if neg, enter -0-)		27,626.		
	c	**Adjusted net income** (if neg, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	41,512.	5,319.	5,319.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accts. ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accts. ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state govt. obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,195,380.	444,608.	590,520.
	c	Investments - corporate bonds (attach schedule)		527,848.	552,133.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ACCRUED INTEREST)			7,806.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,236,892.	977,775.	1,155,778.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
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, ck. here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,236,892.	977,775.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see the instructions)	1,236,892.	977,775.	
	31	**Total liabilities and net assets/fund balances** (see the instructions)	1,236,892.	977,775.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,236,892.
2	Enter amount from Part I, line 27a	2	(256,619.)
3	Other increases not included in line 2 (itemize) ▶ ROUNDING ADJUSTMENT	3	2.
4	Add lines 1, 2, and 3	4	980,275.
5	Decreases not included in line 2 (itemize) ▶CORRECTIVE ADJUSTMENT FO	5	2,500.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	977,775.

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	DENVER CO CITY & CNTY ASSUR SR F3 RV	P	03/17/2009	03/31/2009
b	FL SCHOOL DIST PASCO CO	P	04/09/2009	06/25/2009
c	INDIANA ST FIN AU RV	P	04/15/2009	07/01/2009
d	MISSOURI ST HEFA HLTH	P	03/30/2009	09/21/2009
e	SEE ATTACHED WORKSHEET			

	(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	125,000.		125,000.	
b	75,000.		75,000.	
c	125,000.		125,000.	
d	75,000.		75,000.	
e	1,776,402.		2,114,351.	(337,949.)

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				(337,949.)

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 (337,949.)

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see the instructions).
If (loss), enter -0- in Part I, line 8 3

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	278,219.	1,672,908.	0.1663
2007	292,408.	2,334,021.	0.1253
2006	179,817.	2,298,649.	0.0782
2005	557,255.	2,370,527.	0.2351
2004	28,707.	1,737,082.	0.0165

2	Total of line 1, column (d)	2	0.6214
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.1243
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	961,930.
5	Multiply line 4 by line 3	5	119,568.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	276.
7	Add lines 5 and 6	7	119,844.
8	Enter qualifying distributions from Part XII, line 4	8	80,133.

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 the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ & enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	553.
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	553.
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	553.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 628.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 57.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	685.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	132.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 132. **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 the 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. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	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?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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 the 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 in instructions)? 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 ▶

14 The books are in care of ▶ JAMES H WINSTON-TRUSTEE Telephone no. ▶ 904-358-7269
Located at ▶ 601 II RIVERSIDE AVE FL JACKSONVILLE ZIP+4 ▶ 32204

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

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? ☐ 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 the instructions)?	1b		
	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 ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___, 20___, 20___, 20___			
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.)	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)

			Yes	No
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)? (see instructions) ☐ 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 the instructions)?	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? ☐ 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?	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 (see the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
JAMES H WINSTON 601II RIVERSIDE AVE-619	TRUSTEE	0		
JAMES H WINSTON-JR 601II RIVERSIDE AVE-619	TRUSTEE	0		
MARY MCK WINSTON-MASON 601II RIVERSIDE AVE-619	TRUSTEE	0		

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see the 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	960,491.
b	Average of monthly cash balances	1b	16,088.
c	Fair market value of all other assets (see the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	976,579.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	976,579.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see the instructions)	4	14,649.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	961,930.
6	**Minimum investment return.** Enter 5% of line 5	6	48,097.

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

1	Minimum investment return from Part X, line 6			1	48,097.
2 a	Tax on investment income for 2009 from Part VI, line 5	2a	553.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	553.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	47,544.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	47,544.
6	Deduction from distributable amount (see the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	47,544.

Part XII Qualifying Distributions (see the 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	80,133.
b	Program-related investments-total from Part IX-B	1b	
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	80,133.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	80,133.

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 the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				47,544.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior yrs.: 20___, 20___, 20___				
3 Excess distribs. carryover, if any, to 2009:				
a From 2004				
b From 2005 440,293.				
c From 2006 66,977.				
d From 2007 177,653.				
e From 2008 81,565.				
f Total of lines 3a through e	766,488.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 80,133.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see the instr.)				
c Treated as distributions out of corpus (Election required - see the instructions)				
d Applied to 2009 distributable amount				47,544.
e Remaining amt. distributed out of corpus	32,589.			
5 Excess distribs. carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in col. (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, & 4e. Subtract line 5	799,077.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	799,077.			
10 Analysis of line 9:				
a Excess from 2005 440,293.				
b Excess from 2006 66,977.				
c Excess from 2007 177,653.				
d Excess from 2008 81,565.				
e Excess from 2009 32,589.				

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

1a 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
2a 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).)

JAMES H WINSTON - TRUSTEE

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 the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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 SCHE		501C3	GENERAL USE	78,140.
Total ▶ **3a**				78,140.
b Approved for future payment				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions.)
	(a) Business code	(b) Amount	(c) Excl. code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	28,427.	
4 Dividends and interest from securities			14	8,426.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental inc. or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory		7.	18	(337,956.)	
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)		7.		(301,103.)	

13 Total. Add line 12, columns (b), (d), and (e) 13 (301,096.)

(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). (See the instructions.)
	NOT APPLICABLE

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) Desc of transfers, transactions, and sharing arrangements

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

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

Signature of officer or trustee: [signature] Date: 6/15/2010 Title: TRUSTEE

Paid Preparer's Use Only

Preparer's signature [signature]	Date 06/15/2010	Check if self-employed ☐	Preparer's ID number (see Signature in the instructions) P00533970
Firm's name (or yours if self-employed), address, and ZIP code	FRAZIER & FRAZIER ATTYS AT 1515 RIVERSIDE AVENUE - STE A JACKSONVILLE FL 32204-4134	EIN ▶ 59-2056064 Phone no 904-353-5616

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	FL SCHOOL DIST PASCO CO
Date acquired	04/2009
How acquired	PURCHASE
Date sold	06/2009
Purchaser name	
Sales price	75,000.
Basis method	COST
Basis	75,000.
Selling expense	
Accumulated depreciation	

 USSTX8$1

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	INDIANA ST FIN AU RV
Date acquired	04/2009
How acquired	PURCHASE
Date sold	07/2009
Purchaser name	
Sales price	125,000.
Basis method	COST
Basis	125,000.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	MISSOURI ST HEFA HLTH
Date acquired	03/2009
How acquired	PURCHASE
Date sold	09/2009
Purchaser name	
Sales price	75,000.
Basis method	COST
Basis	75,000.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	MISSOURI ST HEFA HLTH 05B TUE 7D RV CIFG
Date acquired	03/2009
How acquired	PURCHASE
Date sold	08/2009
Purchaser name	
Sales price	450,000.
Basis method	COST
Basis	450,000.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	MISSOURI HLTH & EDL FAC
Date acquired	07/2009
How acquired	PURCHASE
Date sold	09/2009
Purchaser name	
Sales price	75,000.
Basis method	COST
Basis	75,000.
Selling expense	
Accumulated depreciation	

 USSTX8$1

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	NEW YORK CITY GEN OBLIG
Date acquired	04/2009
How acquired	PURCHASE
Date sold	04/2009
Purchaser name	
Sales price	50,000.
Basis method	COST
Basis	50,000.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	WEST VA HOSP FIN AU RFDG
Date acquired	07/2009
How acquired	PURCHASE
Date sold	10/2009
Purchaser name	
Sales price	450,000.
Basis method	COST
Basis	450,000.
Selling expense	
Accumulated depreciation	

 USSTX8$1

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	AMERICAN FUNDS GROWTH FD OF AMERICA CL C
Date acquired	12/2007
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	129,076.
Basis method	COST
Basis	151,061.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ	990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8	2009

Description	AMERICAN FUNDS SMALLCAP WORLD FD CL A
Date acquired	12/2007
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	4,226.
Basis method	COST
Basis	4,942.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	AMERICAN FUNDS EURO PACIFIC GROWTH FD CL A
Date acquired	12/2007
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	49,769.
Basis method	COST
Basis	54,853.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ 990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8 **2009**

Description	AMERICAN FUNDS NEW PERSPECTIVE FUND CL A
Date acquired	12/1993
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	181,514.
Basis method	COST
Basis	304,480.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	AUSTRALIA & NEW ZEALAND
Date acquired	11/2006
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	45,419.
Basis method	COST
Basis	121,649.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	BANCO BILBAO VIZCAYA
Date acquired	08/1987
How acquired	PURCHAE
Date sold	11/2009
Purchaser name	
Sales price	9,909.
Basis method	COST
Basis	1,087.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	BANK OF AMERICA CORP
Date acquired	01/1972
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	19,175.
Basis method	COST
Basis	4,376.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	DAVIS NEW YORK VENTURE FD CL A
Date acquired	12/2001
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	85,519.
Basis method	COST
Basis	107,341.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	LONGLEAF PARTNERS PARTNERS FUND
Date acquired	12/1999
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	217,342.
Basis method	COST
Basis	333,773.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** **2009**

Description	PENNEY J C CO INC - HLDG CO
Date acquired	12/2000
How acquired	PURCHASE
Date sold	02/2009
Purchaser name	
Sales price	9,444.
Basis method	COST
Basis	5,787.
Selling expense	
Accumulated depreciation	

Gain or Loss from Sales of Assets Other than Inventory

US 990-PF/EZ — **990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8** — **2009**

Description	BBVA CIL
Date acquired	08/1987
How acquired	PURCHASE
Date sold	04/2009
Purchaser name	BBVA
Sales price	9.
Basis method	COST
Basis	2.
Selling expense	
Accumulated depreciation	

 USSTX8$1

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

a Paid during the year

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
United Way of Northeast Florida de Tocqueville Society Post Office Box 41428 Jacksonville, FL 32203	N/A	NA	For General Use	$15,900
St Marks Episcopal Church 4129 Oxford Avenue Jacksonville, FL 32210	N/A	N/A	For General Use	$14,550
American Heart Association 1101 Northchase Parkway, Suite 1 Marietta, GA 30067	N/A	N/A	For General Use	$250
Jacksonville Zoo and Gardens 370 Zoo Parkway Jacksonville, FL 32218	N/A	N/A	For General Use	$1,000
Shining Mountain Waldorf School 999 Violet Avenue Boulder, CO 80304	N/A	N/A	For General use	$2,500
Cathedral Arts Project, Inc. 4063 Salisbury Road, Suite 107 Jacksonville, FL 32216	N/A	N/A	For General Use	$1,000
Florida Community College 501 West State Street Jacksonville, FL 32202	N/A	N/A	For General Use	$2,500
Children's International Summer Village 2148 Mango Place Jacksonville, FL 32207	N/A	N/A	For General Use	$100
Jacksonville Children's Chorus 3947 Boulevard Center Drive, Suite 108 Jacksonville, FL 32207	N/A	N/A	For General Use	$100
Dignity U Wear 136 North Myrtle Avenue Jacksonville, FL 32204	N/A	N/A	For General Use	$100

Leadership Jacksonville, Inc. 4040 Woodcock Drive, Suite 155 Jacksonville, FL 32207	N/A	N/A	For General Use	$100
National Federation of the Blind 1800 Johnson Street Baltimore, MD 21230	N/A	N/A	For General Use	$50
World Affairs Council Jacksonville 3948 Third Street South #380 Jacksonville Beach, FL 32250	N/A	N/A	For General Use	$250
Amelia Island Chamber Music Festival Post Office Box 15886 Fernandina Beach, FL 32035	N/A	N/A	For General Use	$250
YMCA of Florida's First Coast 12735 Gran Bay Parkway, Suite 250 Jacksonville, FL 32258	N/A	N/A	For General Use	$250
Virginia Episcopal School Post Office Box 408 Lynchburg, VA 24505	N/A	N/A	For General Use	$1,500
The Bridge of Northeast Florida, Inc. Post Office Box 43126 Jacksonville, FL 32203	N/A	N/A	For General Use	$200
Holy Spirit Communications #405 4395-304 Roosevelt Boulevard Jacksonville, FL 32210	N/A	N/A	For General Use	$100
Jacksonville University 2800 University Boulevard North Jacksonville, FL 32211	N/A	N/A	For General Use	$250
Dreams Come True 6803 Southpoint Parkway Jacksonville, FL 32216	N/A	N/A	For General Use	$500
University of North Carolina at Chapel Hill 208 West Franklin Street Campus Box 62100 Chapel Hill, NC 27599	N/A	N/A	For General Use	$200
Cummer Museum of Art & Gardens 829 Riverside Avenue Jacksonville, FL 32204	N/A	N/A	For General Use	$1,000
YMCA of Florida's First Coast 5700 Cleveland Road Jacksonville, FL 32209	N/A	N/A	For General Use	$250

American Cancer Society 2120 First Avenue North Seattle, WA 98109	N/A	N/A	For General Use	$150
Association of Fundraising Professionals P. O. Box 43024 Jacksonville, FL 32203	N/A	N/A	For General Use	$1,000
Community Hospice of Northeast Florida 4266 Sunbeam Road Jacksonville, FL 32257	N/A	N/A	For General Use	$100
American Enterprise Institute for Public Policy Research - 1150 Seventeenth Street N.W. Washington, D.C. 20036	N/A	N/A	For General Use	$250
St. Johns Riverkeeper, Inc. 2800 University Boulevard North Jacksonville, FL 32211	N/A	N/A	For General Use	$500
Rowan Regional Medical Center Foundation 130 Mocksville Avenue Salisbury, NC 28144-3324	N/A	N/A	For General Use	$200
Hubbard House Post Office Box 4909 Jacksonville, FL 32201	N/A	N/A	For General Use	$250
Communities In Schools 2345 Crystal Drive, Suite 801 Arlington, VA 22202	N/A	N/A	For General Use	$200
Hebrew Union Congregation Post Office Box 1333 Greenville, MS 38702	N/A	N/A	For General Use	$500
Florida Community College 501 West State Street Jacksonville, FL 32202-4078	N/A	N/A	For General Use	$3,000
World Affairs Council Jacksonville 3948 Third Street South #380 Jacksonville Beach, FL 32250	N/A	N/A	For General Use	$3,000
Hubbard House Post Office Box 4909 Jacksonville, FL 32201	N/A	N/A	For General Use	$200
Chautauqua Foundation Post Office Box 28 Chautauqua, NY 14722	N/A	N/A	For General Use	$500

Jacksonville Jaguars Foundation One Stadium Place Jacksonville, FL 32202	N/A	N/A	For General Use	$2,000
Cathedral Arts Project 4063 Salisbury Road, Suite 107 Jacksonville, FL 32216	N/A	N/A	For General Use	$1,500
Children's Home Society Post Office Box 5616 Jacksonville, FL 32247	N/A	N/A	For General Use	$6,250
Episcopal High School 4455 Atlantic Boulevard Jacksonville, FL 32207	N/A	N/A	For General Use	$1,500
PACE Center for Girls of Jacksonville 2933 University Boulevard North Jacksonville, FL 32211	N/A	N/A	For General Use	$1,000
University of North Carolina at Chapel Hill 208 West Franklin Street Campus Box 6100 Chapel Hill, NC 27599-6100	N/A	N/A	For General Use	$890
Museum of Contemporary Art 333 North Laura Street Jacksonville, FL 32202	N/A	N/A	For General Use	$100
Amelia Community Theatre Post Office Box 662 Fernandina Beach, FL 32035-0662	N/A	N/A	For General Use	$2,500
University of North Carolina at Chapel Hill 208 West Franklin Street Campus Box 6100 Chapel Hill, NC 27599-6100	N/A	N/A	For General Use	$1,500
Florida Council on Economic Education 1211 N. West Shore Boulevard, Ste. 305 Tampa, FL 33607	N/A	N/A	For General Use	$250
The Salvation Army 328 North Ocean Street Jacksonville, FL 32202	N/A	N/A	For General Use	$100
Episcopal High School 4455 Atlantic Boulevard Jacksonville, FL 32207	N/A	N/A	For General Use	$100
Chautauqua Foundation Post Office Box 28 Chautauqua, NY 14722	N/A	N/A	For General Use	$200

Yorktown Christian Academy 5025 Yorktown Boulevard Corpus Christi, TX	N/A	N/A	For General Use	$150
Jacksonville Zoo and Gardens 370 Zoo Parkway Jacksonville, FL 32218	N/A	N/A	For General Use	$1,000
The Salvation Army 328 North Ocean Street Jacksonville, FL 32202	N/A	N/A	For General Use	$100
Grace Presbyterian Church 4300 West Park Boulevard Plano, TX 75093	N/A	N/A	For General Use	$500
Patrick Henry Memorial Foundation 1250 Red Hill Road Brookneal, VA 24528	N/A	N/A	For General Use	$500
The Florida Ballet 300 East State Street, Suite E Jacksonville, FL 32202	N/A	N/A	For General Use	$100
The Community Foundation 121 West Forsyth Street, Suite 900 Jacksonville, FL 32202	N/A	N/A	For General Use	$500
Greenscape of Jacksonville, Inc. 1468 Hendricks Avenue Jacksonville, FL 32207	N/A	N/A	For General Use	$250
Gator Bowl Association One Gator Bowl Boulevard Jacksonville, FL 32202	N/A	N/A	For General Use	$100
Riverside Fine Arts 1100 Stockton Street Jacksonville, FL 32204	N/A	N/A	For General Use	$100
Jacksonville Zoo and Gardens 370 Zoo Parkway Jacksonville, FL 32218	N/A	N/A	For General Use	$1,000
Hubbard House, Inc Post Office Box 4909 Jacksonville, FL 32201	N/A	N/A	For General Use	$100
St. Vincent's Foundation Post Office Box 41564 Jacksonville, FL 32203	N/A	N/A	For General Use	$500

Rudolph Steiner College 9200 Fair Oaks Boulevard Fair Oaks, CA 95628	N/A	N/A	For General Use	$750
KUNC 822 Seventh Street, Suite 530 Greeley, CO 80631	N/A	N/A	For General Use	$400
Rocky Mountain Raptor Program 2519 South Shields Street #115 Fort Collins, CO 80526	N/A	N/A	For General Use	$300
Sophia Project 820 19th Street Oakland, CA 94607	N/A	N/A	For General Use	$300
The Josephine Porter Institute for Applied Bio-Dynamics, Inc. Post Office Box 133 Woolwine, VA 24185-0133	N/A	N/A	For General Use	$750
Cathedral Arts Project, Inc 4063 Salisbury Road, Suite 107 Jacksonville, FL 32216	N/A	N/A	For General Use	$100
TOTAL ▸				$78,140

US 990PF Substantial Contributors 2009

Name	Address (Enter street, zip code, state, and city, in that order)
MARY B WINSTON DECD	4825 ORTEGA BLVD 32210 FLJACKSONVILLE

US 990PF Capital Gains and Losses for Tax on Investment Income 2009

Name: WINSTON FAMILY FOUNDATION **ID number:** 59-2678732

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
F	MISSOURI ST HEFA HLTH 05B TUE 7D RV CIFG	P	03/17/2009	08/18/2009
G	MISSOURI HLTH & EDL FAC	P	07/10/2009	09/18/2009
H	NEW YORK CITY GEN OBLIG	P	04/03/2009	04/09/2009
I	WEST VA HOSP FIIN AU RFDG	P	07/02/2009	10/16/2009
J	AMERICAN FUNDS GROWTH FD OF AMERICA CL C	P	12/19/2007	02/13/2009
K	AMERICAN FUNDS SMALLCAP WORLD FD CL A	P	12/27/2007	02/13/2009
L	AMERICAN FUNDS EURO PACIFIC GROWTH FD CL A	P	12/13/2007	02/25/2009
M	AMERICAN FUNDS NEW PERSPECTIVE FUND CL A	P	12/31/1993	02/13/2009
N	AUSTRALIA & NEW ZEALAND	P	11/10/2006	02/13/2009
O	BANCO BILBAO VIZCAYA	P	08/04/1987	11/06/2009

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
F	450,000.		450,000.	
G	75,000.		75,000.	
H	50,000.		50,000.	
I	450,000.		450,000.	
J	129,076.		151,061.	(21,985.)
K	4,226.		4,942.	(716.)
L	49,769.		54,853.	(5,084.)
M	181,514.		304,480.	(122,966.)
N	45,419.		121,649.	(76,230.)
O	9,909.		1,087.	8,822.
Total				(218,159.)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/1969

Ref	(i) F.M.V as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
F				
G				
H				
I				
J				(21,985.)
K				(716.)
L				(5,084.)
M				(122,966.)
N				(76,230.)
O				8,822.
Total				(218,159.)
Total short term capital gains or (losses)				

 USW990PF

US 990PF Capital Gains and Losses for Tax on Investment Income 2009

Name: WINSTON FAMILY FOUNDATION **ID number:** 59-2678732

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
P	BANK OF AMERICA CORP	P	01/01/1972	02/25/2009
Q	DAVIS NEW YORK VENTURE FD CL A	P	12/15/2001	02/25/2009
R	LONGLEAF PARTNERS PARTNERS FUND	P	12/31/1999	02/13/2009
S	PENNEY J C CO INC-HLDG CO	P	12/11/2000	02/13/2009
T	BBVA CIL	P	08/04/1987	04/27/2009

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
P	19,175.		4,376.	14,799.
Q	85,519.		107,341.	(21,822.)
R	217,342.		333,773.	(116,431.)
S	9,444.		5,787.	3,657.
T	9.		2.	7.
Total				(119,790.)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/1969

Ref	(i) F.M.V as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
P				14,799.
Q				(21,822.)
R				(116,431.)
S				3,657.
T				7.
Total				(119,790.)
Total short term capital gains or (losses)				

 USW990PF

US 990 Investments: Corporate Stock as of Year End 2009

Description	Book value	FMV
1600 SHARES AMER ELECTRIC POWER CO	51,158.	55,664.
2400 SHARES BRISTOL MYERS SQUIBB CO	52,117.	60,600.
3100 SHARES DUKE ENERGY HOLDING CORP NEW	49,629.	53,351.
1000 SHARES HONEYWELL INTL INC	27,099.	39,200.
260 SHARES HONEYWELL INTL INC	9,896.	10,192.
1500 SHARES ROCKWELL COLLINS INC	21,868.	83,040.
2000 SHARES SOVRAN SELF STORAGE INC	57,062.	71,460.
55000 SHRS NATL CITY CORP NTS CONV	51,359.	56,031.
3165+ SHARES AMERICAN FUNDS NEW PERSPECT-A	62,699.	81,165.
3313+ LONGLEAF PARTNERS PARTNERS FD	61,721.	79,817.
	444,608.	590,520.

US 990 Investments: Corporate Bonds as of Year End 2009

Description	Book value	FMV
HARTFORD FINCL SVS	50,518.	56,368.
NATIONAL RURAL UTILS	50,000.	50,912.
GOLDMAN SACHS GROUP INC	51,164.	53,022.
JOHN DEERE CPTL CORP	50,000.	51,138.
MORGAN STANLEY DEAN WITT	50,426.	52,974.
CREDIT SUISSE FB USA INC	51,000.	53,919.
METLIFE INC NTS	50,480.	53,752.
GENL ELEC CAP CORP	50,426.	53,569.
DUKE REALTY CORP NTS	47,218.	48,219.
CITIGROUP INC NTS	51,616.	53,260.
MISSOURI ST HEFA HLTH	25,000.	25,000.
	527,848.	552,133.

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US 990 | Other Assets | 2009

Description	Beginning of year book value	End of year book value	FMV
ACCRUED INTEREST			7,806.
			7,806.

 US90ST11

US 990 **Other Decreases** 2009

Description	Amount
CORRECTIVE ADJUSTMENT FOR DONATIONS MADE IN 2008	2,500.
	2,500.

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US 990 Other Income 2009

Description	Revenue and expenses per books	Investment income	Adjusted net income
UBS BOND INTEREST NOMINEED OUT	(1,250.)	(1,250.)	
UBS BOND INTEREST NOMINEED OUT	(875.)	(875.)	
NONDIVIDEND DISTRIBUTION	2,398.		
GOVERNMENT CHECK	161.		
	434.	(2,125.)	

 US90ST15

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US 990 Legal Fees 2009

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
FRAZIER & FRAZIER	1,775.			1,775.
	1,775.			1,775.

 US990ST1

US 990 Taxes 2009

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
FOREIGN TAXES PAID	180.	180.		
5-15-09-IRS-TAXES	283.	283.		
	463.	463.		

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US 990	Other Expenses			2009
Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
3-4-09 UBS ACH WDRAWAL CKS-FORMS	193.			193.
8-21-09 UBS FED FD WIRE TRNS FEE	25.			25.
	218.			218.

 US990ST5