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Return of Private Foundation

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

Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

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

Name of foundation

ALEX BOONE CHARITABLE TRUST

DATED 12/01/98

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

376 SOUTH BROADWAY

City or town, state, and ZIP code

LEXINGTON, KY 40508

Room/suite

A Employer identification number

61-6253244

B Telephone number

(859) 259-9600

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)

\$ 2,452,574. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)**Part I Analysis of Revenue and Expenses**(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1	Contributions, gifts, grants, etc., received	1,300.		N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	51,896.	51,896.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<233,041.>			
b	Gross sales price for all assets on line 6a	205,711.			
7	Capital gain net income (from Part IV, line 2)		0.		
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	<179,845.>	51,896.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,300.	650.		650.
c	Other professional fees				
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	9,757.	9,757.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	11,057.	10,407.		650.
25	Contributions, gifts, grants paid	130,000.			130,000.
26	Total expenses and disbursements. Add lines 24 and 25	141,057.	10,407.		130,650.
27	Subtract line 26 from line 12.	<320,902.>			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		41,489.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	265,632.	245,991.	245,991.
	2 Savings and temporary cash investments			
	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 5	2,570,255.	2,268,849.	2,206,583.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	2,835,887.	2,514,840.	2,452,574.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
27 Capital stock, trust principal, or current funds	1,370,000.	1,370,000.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,465,887.	1,144,840.		
30 Total net assets or fund balances	2,835,887.	2,514,840.		
31 Total liabilities and net assets/fund balances	2,835,887.	2,514,840.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,835,887.
2 Enter amount from Part I, line 27a	2	<320,902.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,514,985.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	5	145.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,514,840.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 205,711.		438,752.	<233,041.>
b			
c			
d			
e			

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			<233,041.>
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<233,041.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	N/A
If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			

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	134,213.	3,014,744.	.044519
2007	154,358.	3,726,392.	.041423
2006	72,166.	1,934,625.	.037302
2005	69,824.	1,457,194.	.047917
2004	120,585.	1,425,844.	.084571

2 Total of line 1, column (d)	2	.255732
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	.051146
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,155,298.
5 Multiply line 4 by line 3	5	110,235.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	415.
7 Add lines 5 and 6	7	110,650.
8 Enter qualifying distributions from Part XII, line 4	8	130,650.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	415.
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	415.
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	415.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,815.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,815.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,400.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 1,400. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE FOUNDATION Located at ► 376 SOUTH BROADWAY, LEXINGTON, KY Telephone no. ► 859-259-9600 ZIP+4 ► 40508			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c 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(i)(3) or 4942(i)(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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALEX BOONE	TRUSTEE			
1824 WALNUT HILL PIKE				
LEXINGTON, KY 40515	1.00	0.	0.	0.

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

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

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

0

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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	1,942,344.
b Average of monthly cash balances	1b	245,776.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,188,120.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,188,120.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,822.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,155,298.
6 Minimum investment return. Enter 5% of line 5	6	107,765.

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	107,765.
2a Tax on investment income for 2009 from Part VI, line 5	2a	415.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	415.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	107,350.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	107,350.
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	107,350.

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	130,650.
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	130,650.
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	415.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	130,235.

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				107,350.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			97,566.	
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: ▶ \$ 130,650.				
a Applied to 2008, but not more than line 2a			97,566.	
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				33,084.
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				74,266.
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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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).)

ALEX BOONE

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

NONE

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

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

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

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

- 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 <i>Paid during the year</i> SEE ATTACHED				130,000.
Total				▶ 3a 130,000.
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0.

Part XVI-A

Enter gross amounts unless otherwise indicated.

12 Subtotal. Add columns (b), (d), and (e)	0.	<181,145.>	0.
13 Total. Add line 12, columns (b), (d), and (e)		13	<181,145.>

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

[illegible]

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
LEXINGTON INVESTMENT CO - DIVIDENDS	51,896.	0.	51,896.	
TOTAL TO FM 990-PF, PART I, LN 4	51,896.	0.	51,896.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	1,300.	650.		650.	
TO FORM 990-PF, PG 1, LN 16B	1,300.	650.		650.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT - ES BARR	9,757.	9,757.		0.	
TO FORM 990-PF, PG 1, LN 23	9,757.	9,757.		0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES		STATEMENT	4
DESCRIPTION	AMOUNT			
UNREALIZED LOSS ON MONEY MARKET ACCOUNT	145.			
TOTAL TO FORM 990-PF, PART III, LINE 5	145.			

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
VARIOUS STOCKS	2,268,849.	2,206,583.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,268,849.	2,206,583.	

E. S. Barr & Company
REALIZED GAINS AND LOSSES
Boone, Alex Charitable Trust
970-08223
From 01-01-09 Through 12-31-09

Gain Or Loss

Open	Close						
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
11-22-06	01-13-09	1,000 00	WALGREEN CO	40,825 00	25,838 35		-14,986 65
11-29-06	01-13-09	500 00	WALGREEN CO	20,650 00	12,919 18		-7,730 82
04-13-99	02-02-09	1,600 00	CORUS BANKSHARES INC	12,640 00	892 95		-11,747 05
09-01-99	02-02-09	500 00	CORUS BANKSHARES INC	3,640 62	279 05		-3,361 57
11-06-07	02-02-09	400 00	CORUS BANKSHARES INC	3,834 50	223 24		-3,611 26
09-01-99	02-17-09	1,500 00	CORUS BANKSHARES INC	10,921 87	435 07		-10,486 80
05-16-08	02-17-09	2,000 00	CORUS BANKSHARES INC	11,416 85	580 10	-10,836 75	
06-09-08	02-17-09	400 00	CORUS BANKSHARES INC	2,043 92	116 02	-1,927 90	
06-09-08	02-17-09	500 00	CORUS BANKSHARES INC	2,553 33	145 02	-2,408 31	
06-09-08	02-17-09	600 00	CORUS BANKSHARES INC	3,064 00	174 03	-2,889 97	
03-12-09	03-12-09	0 19	VORNADO REALTY TRST	6 03	6 55	0 52	
02-10-03	03-20-09	1,000 00	MGM MIRAGE	12,840 00	2,973 45		-9,866 55

E. S. Barr & Company
REALIZED GAINS AND LOSSES
Boone, Alex Charitable Trust
970-08223
From 01-01-09 Through 12-31-09

						Gain Or Loss	
Open	Close	Cost					
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
03-10-03	03-20-09	500 00	MGM MIRAGE	6,436 67	1,486 72		-4,949 95
05-15-07	04-23-09	2,000 00	FIRST REGIONAL BANCORP	50,296 00	2,476 68		-47,819 32
07-27-07	05-07-09	500 00	FIRST REGIONAL BANCORP	10,263 40	645 05		-9,618 35
12-18-07	05-07-09	1,000 00	FIRST REGIONAL BANCORP	18,571 25	1,290 10		-17,281 15
02-11-08	05-07-09	100 00	FIRST REGIONAL BANCORP	1,624 25	129 01		-1,495 24
02-26-08	05-07-09	100 00	FIRST REGIONAL BANCORP	1,713 71	129 01		-1,584 70
02-26-08	05-07-09	100 00	FIRST REGIONAL BANCORP	1,719 96	129 01		-1,590 95
02-26-08	05-07-09	100 00	FIRST REGIONAL BANCORP	1,720 71	129 01		-1,591 70
02-26-08	05-07-09	100 00	FIRST REGIONAL BANCORP	1,720 71	129 01		-1,591 70
02-26-08	05-07-09	1,000 00	FIRST REGIONAL BANCORP	17,157 14	1,290 10		-15,867 04
07-07-08	05-07-09	100 00	FIRST REGIONAL BANCORP	609 00	129 01	-479 99	
07-07-08	05-07-09	100 00	FIRST REGIONAL BANCORP	609 00	129 01	-479 99	
07-07-08	05-07-09	100 00	FIRST REGIONAL BANCORP	610 25	129 01	-481 24	
07-07-08	05-07-09	700 00	FIRST REGIONAL BANCORP	4,263 00	903 08	-3,359 92	
06-12-09	06-12-09	0 61	VORNADO REALTY TRST	29 31	28 53	-0 78	

E. S. Barr & Company
REALIZED GAINS AND LOSSES
Boone, Alex Charitable Trust
970-08223
From 01-01-09 Through 12-31-09

Gain Or Loss

Open	Close	Cost					
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
07-27-07	07-29-09	200 00	INTERNATIONAL GAME TECH	7,177 00	3,839 65		-3,337 35
07-27-07	07-29-09	800 00	INTERNATIONAL GAME TECH	28,708 00	15,358 60		-13,349 40
12-18-07	08-06-09	500 00	AMERICAN EXPRESS COMPANY	26,056 25	15,824 34		-10,231 91
02-09-07	08-06-09	500 00	ANNALY CAPITAL MANAGEMENT INC	7,004 29	8,601 65		1,597 36
06-15-07	08-06-09	500 00	ANNALY CAPITAL MANAGEMENT INC	7,105 00	8,601 65		1,496 65
09-16-08	08-06-09	50 00	WYNN RESORTS LTD	4,206 33	2,842 08	-1,364 25	
09-16-08	08-06-09	100 00	WYNN RESORTS LTD	8,421 67	5,684 15	-2,737 52	
09-16-08	08-06-09	100 00	WYNN RESORTS LTD	8,423 92	5,684 15	-2,739 77	
09-16-09	09-18-09	0 88	VORNADO REALTY TRST	47 79	47 80	0 01	
05-13-08	11-11-09	300 00	AMERICAN EXPRESS COMPANY	14,769 25	12,043 94		-2,725 31
06-09-08	11-11-09	200 00	AMERICAN EXPRESS COMPANY	8,999 78	8,029 29		-970 49
11-16-07	11-11-09	500 00	DOUGLAS EMMETT INC	12,501 10	6,426 58		-6,074 52
01-14-08	11-11-09	500 00	TIFFANY & CO NEW	17,056 22	21,667 19		4,610 97
04-17-08	11-11-09	50 00	WYNN RESORTS LTD	4,790 46	3,321 66		-1,468 80
04-17-08	11-11-09	100 00	WYNN RESORTS LTD	9,583 67	6,643 33		-2,940 34

E. S. Barr & Company
REALIZED GAINS AND LOSSES
Boone, Alex Charitable Trust
970-08223
From 01-01-09 Through 12-31-09

						Gain Or Loss	
Open	Close						
				Cost			
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
04-17-08	11-11-09	100 00	WYNN RESORTS LTD	9,583 67	6,643 33		-2,940 34
06-09-08	11-16-09	500 00	AMERICAN EXPRESS COMPANY	22,499 44	20,678 21		-1,821 23
12-15-09	12-15-09	0 55	VORNADO REALTY TRST	37 55	37 55	0 00	
TOTAL GAINS						0 52	7,704 98
TOTAL LOSSES						-29,706 40	-211,040 50
				438,751.89	205,710.50	-29,705.87	-203,335.51
TOTAL REALIZED GAIN/LOSS				-233,041 39			

Alex Boone Charitable Trust
 EIN 61-6253244
 12/31/2009

PART XV, LINE 3a

CHARITY	ADDRESS	RECIPIENT INDIVIDUAL	FOUNDATION STATUS	PURPOSE OF CONTRIBUTION	AMOUNT
Lexington Hearing & Speech Center	Lexington, KY	N/A	PUBLIC	SUBSIDY	500
Explorom of Lexington	Lexington, KY	N/A	PUBLIC	SUBSIDY	500
University of Kentucky Equine Research Foundation	Lexington, KY	N/A	PUBLIC	SUBSIDY	500
Chrysalis House	Lexington, KY	N/A	PUBLIC	SUBSIDY	500
Dry Stone Conservancy	Lexington, KY	N/A	PUBLIC	SUBSIDY	500
Cardinal Hill Hospital Foundation	Lexington, KY	N/A	PUBLIC	SUBSIDY	500
Baby Health Services	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
Planned Parenthood	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
Aviation Museum	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
Bluegrass Conservancy	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
Bluegrass Tomorrow	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
Child Development Centers of Bluegrass, Inc	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
KET	Lexington, KY	N/A	PUBLIC	SUBSIDY	1,000
Shakertown	Harrodsburg, KY	N/A	PUBLIC	SUBSIDY	5,000
The Prichard Committee for Academic Excellence	Lexington, KY	N/A	PUBLIC	SUBSIDY	5,000
Markey Cancer Foundation	Lexington, KY	N/A	PUBLIC	SUBSIDY	10,000
Henry Clay Center for Statesmanship	Lexington, KY	N/A	PUBLIC	SUBSIDY	10,000
University of Kentucky	Lexington, KY	N/A	PUBLIC	SUBSIDY	20,000
Sayre School	Lexington, KY	N/A	PUBLIC	SUBSIDY	20,000
Kentucky Horse Park	Lexington, KY	N/A	PUBLIC	SUBSIDY	50,000
TOTAL					<u>\$130,000</u>

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

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **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 File by the due date for filing your return. See instructions	Name of Exempt Organization ALEX BOONE CHARITABLE TRUST DATED 12/01/98	Employer identification number 61-6253244
	Number, street, and room or suite no. If a P.O. box, see instructions. 1509 BULL LEA BOULEVARD, SUITE 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LEXINGTON, KY 40511	

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

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

THE FOUNDATION

- The books are in the care of ▶ **1509 BULL LEA BOULEVARD, SUITE 200 - LEXINGTON, KY 40511**

Telephone No. ▶ **859-259-9600**

FAX No. ▶

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

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

is for the organization's return for:

▶ ☒ calendar year **2009** or▶ ☐ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,815.
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	\$	1,815.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

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