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### Form **990-PF**

## **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 Intral 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 of a former public charity Final return Initial return Amended return Address change Name change Name of foundation A Employer identification number Use the IRS MICHAEL LEWIS & PAULINE SHULER LEWIS label 64-0929199 Otherwise, FOUNDATION print Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number or type P.O. DRAWER 2430 662-232-8886 See Specific City or town, state, and ZIP code C If exemption application is pending, check here nstructions OXFORD, MS 38655 D 1 Foreign organizations, check here Foreign organizations meeting the 85% test, check here and attach computation Check type of organization: X Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation E If private foundation status was terminated Fair market value of all assets at end of year | J | Accounting method. | X | Cash Accrual under section 507(b)(1)(A), check here Other (specify) (from Part II, col (c), line 16) If the foundation is in a 60-month termination. 8,502. (Part I, column (d) must be on cash basis ▶\$ under section 507(b)(1)(B), check here Analysis of Revenue and Expenses Part I (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) for charitable purposes expenses per books income income (cash basis only) 346,442 1 Contributions, gifts, grants, etc., received N/A2 Check If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 3 RECEIVED 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) SEP 2 0 2010 6 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 0 ogden. Ut 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 346,442 0. 12 Total Add lines 1 through 11 0 0. 0. Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees STMT 1 1,582 0 0. b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 0. 269 0 22 Printing and publications 23 Other expenses 24 Total operating and administrative 0 expenses. Add lines 13 through 23 1,851 336 336,919 919 Contributions, gifts, grants paid 26 Total expenses and disbursements. 0 Add lines 24 and 25 338,770 336,919 27 Subtract line 26 from line 12: 7,672 2 Excess of revenue over expenses and disbursements 0 b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-)

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

MICHAEL LEWIS & PAULINE SHULER LEWIS FOUNDATION

Fo	rm 99	0-PF (2009) FOUNDATION		64-0	<u>)929199                                 </u>
	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	year
<u></u>	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	830.	8,502.	8,502.
	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			<del></del>
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable			
		Less: allowance for doubtful accounts ▶			
ş	8	Inventories for sale or use			<u></u>
Assets	9	Prepaid expenses and deferred charges			
⋖	10a	Investments - U S. and state government obligations			
	b	Investments - corporate stock			
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation			
	15	Other assets (describe )			
_	16	Total assets (to be completed by all filers)	830.	8,502.	8,502.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
les	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
<u>i</u>	21	Mortgages and other notes payable			
_	22	Other liabilities (describe )			
		7		_	
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
S		and complete lines 24 through 26 and lines 30 and 31			
Net Assets or Fund Balances	24	Unrestricted			
ag	25	Temporarily restricted			
틸	26	Permanently restricted  Foundations that do not follow SFAS 117, check here			
Ē		Foundations that do not follow SFAS 117, check here And complete lines 27 through 31			
ŏ	27		0.	0.	
ets	28	Capital stock, trust principal, or current funds Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
\ss	29	Retained earnings, accumulated income, endowment, or other funds	830.	8,502.	
et/	30	Total net assets or fund balances	830.		
Ž	30	Total net assets of fund parances	030.	8,502.	
	31	Total liabilities and net assets/fund balances	830.	8,502.	
_				0,304.	<del></del>
F	art	III Analysis of Changes in Net Assets or Fund Ba	alances		
1	Tota	net assets or fund balances at beginning of year - Part II, column (a), line 3	30		
•		st agree with end-of-year figure reported on prior year's return)	· <del>·</del>		830.
2		amount from Part I, line 27a		2	7,672.
		r increases not included in line 2 (itemize)		3	
		lines 1, 2, and 3		4	8,502.
		eases not included in line 2 (itemize)		5	0.

Form **990-PF** (2009)

8,502.

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6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

FOUNDATION

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· · · · · · · · · · · · · · · · · · ·	(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.)		D (o)	- Purcl - Dona	quired nase ition	(c) Da	ate acquired , day, yr.)		(d) Date sold (mo., day, yr.)		
la										_	
b NO	<u>NE</u>				-						
<u>C</u>					-						
d		<del></del>			╁					+	
(e) Gross sales price		iation allowed lowable)		t or other basis opense of sale					ı) Gaın or (lo: plus (f) mınu		<del></del>
a										-	
<u> </u>	•										
C	,										
d											
e											
Complete only for assets showing	ig gain in columi	n (h) and owned by th	ne foundation	on 12/31/69				(I) Gain	s (Col. (h) ga	ın min	us
(1) F.M.V. an of 10/01/00		isted basis		cess of col. (ı)	ĺ		C	ol (k), t	out not less th ses (from col	1an -0- L /h\\	) or
(i) F.M.V. as of 12/31/69	as of	12/31/69	over	col. (j), if any					363 (110111 60	i. (11 <i>))</i>	
a	·										
b											
C											
d											
e											
Capital gain net income or (net ca	ipital loss)	If gain, also enter I	in Part I, line i in Part I, line	7 7	}	2					
Net short-term capital gain or (los	ss) as defined in	•									
If gain, also enter in Part I, line 8,		300110113 1222(0) 4110	1 (0).		\						
If (loss), enter -0- in Part I, line 8					r I	3					
		40.40( ) (		<b>—</b>							
or optional use by domestic private	e foundations su	on 4940(e) for bject to the section 4					nent In	icom	e		-
For optional use by domestic private section 4940(d)(2) applies, leave to vas the foundation liable for the sections, the foundation does not qua	e foundations sul his part blank. tion 4942 tax on lify under sectior	bject to the section 49 the distributable among 14940(e). Do not cor	940(a) tax on ount of any ye	net investment i ar in the base pe rt.	ncome riod?		nent In	come	e		Yes X No
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MICHAEL LEWIS & PAULINE SHULER LEWIS

	n 990-PF (2009)	FOUNDATION		64-	09291	99		Page 4
Pa	art.VI Excise 1	Tax Based on Investment Income (Section 4940(a), 4940(b), 494	0(e), or	4948	- see in	stru	ctio	ns)
1a	Exempt operating four	ndations described in section 4940(d)(2), check here 🕨 🔲 and enter "N/A" on line 1	)					
	Date of ruling or deter	rmination letter: (attach copy of letter if necessary-see instructions	)					
b	Domestic foundations	s that meet the section 4940(e) requirements in Part V, check here 🕒 🔲 and enter 1%	}	1				0.
	of Part I, line 27b							
		indations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b	) ]					
		1 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	<del></del>			<u>0.</u>
3	Add lines 1 and 2			3	<del> </del>			0.
4		x (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	<del> </del>			<u>0.</u>
5		nent income. Subtract line 4 from line 3. If zero or less, enter -0-		5				0.
6	Credits/Payments							
		ayments and 2008 overpayment credited to 2009 6a		4				
		izations - tax withheld at source 6b		4				
		ion for extension of time to file (Form 8868)		4				
	Backup withholding er			┨ _				^
		nents. Add lines 6a through 6d		7	+			<u>0.</u>
		underpayment of estimated tax. Check here If Form 2220 is attached	_	8	+			
		f lines 5 and 8 is more than line 7, enter amount owed		9	<del>                                     </del>	<del></del>		0.
		7 is more than the total of lines 5 and 8, enter the amount overpaid	• <b>•</b> • • • • • • • • • • • • • • • • •	10	<del>                                     </del>			
		ne 10 to be: Credited to 2010 estimated tax ► Roments Regarding Activities	funded 🗪					
		id the foundation attempt to influence any national, state, or local legislation or did it participate	or interven	ıo ın			Yes	No
	any political campaign		OI IIICIVCII	IC III		1a		X
b		n \$100 during the year (either directly or indirectly) for political purposes (see instructions for	definition)?		F	1b		X
-		s* to 1a or 1b, attach a detailed description of the activities and copies of any materi						
		oundation in connection with the activities	,	0.		İ		
C	-	Form 1120-POL for this year?				1c		х
		ny) of tax on political expenditures (section 4955) imposed during the year:						
		n. ▶ \$ \$ \$	0			- 1		
е		ent (if any) paid by the foundation during the year for political expenditure tax imposed on four		_				
	managers. > \$	0.						
2	Has the foundation en	gaged in any activities that have not previously been reported to the IRS?			L	2		X
	If "Yes," attach a de	etailed description of the activities						
3	Has the foundation ma	ade any changes, not previously reported to the IRS, in its governing instrument, articles of inc	orporation,	or				
	bylaws, or other similar	ar instruments? If "Yes," attach a conformed copy of the changes			_	3		_X_
		ve unrelated business gross income of \$1,000 or more during the year?			_	4a_		X
b	If "Yes," has it filed a ta	ax return on Form 990-T for this year?		N	I/A	4b		
5	•	n, termination, dissolution, or substantial contraction during the year?			 	5		<u>X</u>
		statement required by General Instruction T.						
6		of section 508(e) (relating to sections 4941 through 4945) satisfied either:						
		governing instrument, or						
		that effectively amends the governing instrument so that no mandatory directions that conflict	with the sta	te law				
-	remain in the govern				-	6	X	
1		ve at least \$5,000 in assets at any time during the year?			F	7	X	
0.	•	Part II, col. (c), and Part XV						
04	FUICE THE STATES TO MILL	ich the foundation reports or with which it is registered (see instructions) NONE						
ь	If the answer is "Vec" to	to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or design	nate\		—			
U		red by General Instruction G? If "No," attach explanation	nate)			8ь	X	
g		ning status as a private operating foundation within the meaning of section 4942(j)(3) or 4942	(1)(5) for ca	lendar	-	OD	- 21	
J		ble year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	()/(5) IUI UA	ionuai		9		х
10		me substantial contributors during the tax year? If "Yes," attach a schedule listing their names and ad-	traccas		<u> </u>	10		X

MICHAEL LEWIS & PAULINE SHULER LEWIS Form 990-PF (2009) Page 5 FOUNDATION 64-0929199 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) X 11 12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? X 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 N/A Website address > Telephone no.  $\triangleright 662-232-8886$ 14 The books are in care of ▶ MIKE AND PAULINE\_LEWIS Located at ▶ P.O. DRAWER 2430, OXFORD, MS ZIP+4 ▶38655 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 N/APart VII-B | Statements Regarding Activities for Which Form 4720 May Be Required

		1 1	V	<del></del>
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	<b></b>	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?	]		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			l
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	ľ		
	(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)?			
	(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.)	1		
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)?  N/A	1 <sub>b</sub>		
	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		Х
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			
Ī	before 2009?			
	If "Yes," list the years  , , , ,	1		
h	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>any</b> of the years listed in 2a, list the years here.	<u> </u>		
٠	half providence of occident to reconstruction and approved to any or and years noted in East, not the years noted.			
32	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
•	during the year?			
h	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	Зь		
4-	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	70		_^_
U		4ь		Х
_	had not been removed from jeopardy before the first day of the tax year beginning in 2009?	1 40		Δ.

MICHAEL LEWIS & PAULINE FOUNDATION	SHULER LEWIS		64-09291	99	Page 6
Part VII-B   Statements Regarding Activities for Which F	orm 4720 May Be B			<u>, , , , , , , , , , , , , , , , , , , </u>	1 age O
	Olli 4/20 May Be I	icquired (continu	1		
<ul><li>5a During the year did the foundation pay or incur any amount to.</li><li>(1) Carry on propaganda, or otherwise attempt to influence legislation (section</li></ul>	4945(e))?	☐ Ye	s X No		
(2) Influence the outcome of any specific public election (see section 4955); o					
any voter registration drive?			s 🔀 No		
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	s X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section		s X No		
509(a)(1), (2), or (3), or section 4940(d)(2)?	or advectional purposes, or fe		s LAJ NO		
(5) Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals?	or educational purposes, or i		s X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	ler the exceptions described i				
section 53.4945 or in a current notice regarding disaster assistance (see instru			N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h	ere				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it maintai	ned			
expenditure responsibility for the grant?		/A Ye	s L No		
If "Yes," attach the statement required by Regulations section 53 4945					
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	□ v <sub>°</sub>	s X No		
<ul><li>a personal benefit contract?</li><li>b Did the foundation, during the year, pay premiums, directly or indirectly, on a p</li></ul>	arcanal hanafit contract?	те		6b	X
If "Yes" to 6b, file Form 8870	ersonar benefit contract.		<u> </u>		<del>  ^</del>
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	☐ Ye	s X No		
b If yes, did the foundation receive any proceeds or have any net income attribute			_	7b	
Part VIII Information About Officers, Directors, Trusto Paid Employees, and Contractors	ees, Foundation Ma	nagers, Highly	/		
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) Ex accour allow	xpense nt, other /ances
	TREASURER				
P.O. DRAWER 2430					_
OXFORD , MS 38655	1.00	0.	0.		0.
	SECRETARY				
P.O. DRAWER 2430 DXFORD, MS 38655	1.00	0.	0.		0.
	PRESIDENT	0.	0.		<u> </u>
2.0. DRAWER 2430					
OXFORD, MS 38655	2.00	0.	0.		0.
2 Compensation of five highest-paid employees (other than those inc	luded on line 1) If none	enter "NONE."		<u>-</u> .	
	/···		(d) Contributions to employee benefit plans and deferred	(e) E	xpense nt, other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	and deferred compensation	ačcou allov	nt, other vances
NONE					
<del></del>					

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

### MICHAEL LEWIS & PAULINE SHULER LEWIS

Form 990-PF (2009) FOUNDATION	64-	0929199 Page 7
Part VIII Information About Officers, Directors, Trustee Paid Employees, and Contractors (continued)	s, Foundation Managers, Highly	
3 Five highest-paid independent contractors for professional services.	If none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include	e relevant statistical information such as the	Expenses
number of organizations and other beneficiaries served, conferences convened, resea	rch papers produced, etc.	Exhelises
1N/A		
^		
2		
3		
4		
Part IV B. Common of Decemen Balatad Investments		
Part IX-B   Summary of Program-Related Investments  Describe the two largest program-related investments made by the foundation during	the tay year on lines 1 and 2	Amount
1 N/A	the tax year on lines 1 and 2.	Amount
1 11/11		
2		

Form **990-PF** (2009)

All other program-related investments. See instructions.

Total. Add lines 1 through 3

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Page 8

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations, se	e instructions )
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		<del></del>
	Average monthly fair market value of securities	1a	0.
b		1b	0. 5,986.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,986.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,986.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 2	4	5,986.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	Minimum investment return Enter 5% of line 5	6	0.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here in and do not complete this part.)	d certain	
1	Minimum investment return from Part X, line 6	1	0.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
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	0.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	336,919.
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:		
	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	336,919.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	336,919.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualifies for tl	ie section

Form **990-PF** (2009)

Part XIII Undistributed Income (see instructions)

	(a)	(b)	(c)	(d)
`	Corpus	Years prior to 2008	2008	2009
1 Distributable amount for 2009 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2009				•
a Enter amount for 2008 only			0.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004 39,948.				
b From 2005 91,314.				
c From 2006 70, 217.				
d From 2007 199, 167.				
e From 2008 358,011.	750 657			
f Total of lines 3a through e	758,657.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 336,919.				
a Applied to 2008, but not more than line 2a		j	0.	
<b>b</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				0.
e Remaining amount distributed out of corpus	336,919.			
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:	1 005 576			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,095,576.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable		•		
amount - see instructions		0.		
e Undistributed income for 2008. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2010				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004	20.040			
not applied on line 5 or line 7	39,948.			
9 Excess distributions carryover to 2010.	1 055 639			
Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:	1,055,628.			
a Excess from 2005 91,314.				
b Excess from 2006 70, 217.				
c Excess from 2007 199,167.				
d Excess from 2008 358,011.				
e Excess from 2009 336, 919.				
<u> </u>				

#### MICHAEL LEWIS & PAULINE SHULER LEWIS

Part XIV Private Operating F		estructions and Dark M	I A question (*)	64-09	29199 Page 1
	<del></del>		II-A, question 9)	N/A	
1 a If the foundation has received a ruling o					
foundation, and the ruling is effective fo	•	ū	. ▶ └		
b Check box to indicate whether the found		ng foundation described		4942(j)(3) or49	42( <u>J)(5)</u>
2 a Enter the lesser of the adjusted net	Tax year (a) 2009	(b) 2008	Prior 3 years	(4) 2006	(a) Tatal
income from Part I or the minimum	(a) 2009	(D) 2000	(c) 2007	(d) 2006	(e) Total
investment return from Part X for					
each year listed					
<b>b</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	ļ <u></u>	ļ			
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>b</b> "Endowment" alternative test - enter			<del> </del>		
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					<del></del>
` 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 Info	rmation (Comple	te this part only	if the foundation	n had \$5,000 or mo	re in assets
at any time during t				. ,	
1 Information Regarding Foundatio	n Managers:			<u> </u>	
a List any managers of the foundation who		than 2% of the total con	tributions received by the	e foundation before the clos	se of any tax
year (but only if they have contributed m	iore than \$5,000). (See s	section 507(d)(2).)	•		
NONE					
b List any managers of the foundation who	o own 10% or more of th	ne stock of a corporation	(or an equally large porti	on of the ownership of a pa	rtnership or
other entity) of which the foundation has	s a 10% or greater interes	st.			·
NONE					
2 Information Regarding Contributi	on, Grant, Gift, Loan	, Scholarship, etc., P	rograms:		
Check here ▶ ☐ If the foundation o				not accept unsolicited requi	ests for funds. If
the foundation makes gifts, grants, etc.	(see instructions) to indiv	viduals or organizations i	under other conditions, c	omplete items 2a, b, c, and	d.
a The name, address, and telephone numi	per of the person to who	m applications should be	addressed:		
•	•				
SEE STATEMENT 3					
b The form in which applications should b	e submitted and informa	tion and materials they s	hould include:		
c Any submission deadlines:					
d Any control on a plant of the second		-1	London de la companya della companya de la companya de la companya della companya	- H T I	
d Any restrictions or limitations on awards	i, such as by geographic	ai areas, charitable fields	, kinds of institutions, or	other factors:	
		<del></del>			

FOUNDATION

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Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Foundation status of recipient Purpose of grant or contribution **Amount** Name and address (home or business) a Paid during the year SEE STATEMENT 4 336,919. Total **▶** 3a b Approved for future payment NONE Total **▶** 3b

FOUNDATION

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Enter gross amounts unless otherwise indicated.	Unrelate	ed business income		ded by section 512, 513, or 514	(e)
1 Program service revenue	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
a					·
b					
C					
d					
e					
f			<u> </u>		
g Fees and contracts from government agend	iles		ļ		
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			+		
4 Dividends and interest from securities			+		
5 Net rental income or (loss) from real estate:			1		
a Debt-financed property			+		
b Not debt-financed property			+-		
6 Net rental income or (loss) from personal					
property 7 Other investment income			<del> </del>		
8 Gain or (loss) from sales of assets other			+		
than inventory					
9 Net income or (loss) from special events			+		
O Gross profit or (loss) from sales of inventory					
1 Other revenue					
a					
b	í				
C	1				
d			ļ		
e			<u> </u>		
2 Subtotal. Add columns (b), (d), and (e)		0,	<u></u>	•	<u> </u>
3 Total. Add line 12, columns (b), (d), and (e)				13	0
See worksheet in line 13 instructions to verify cal	culations.)			_	
Part XVI-B Relationship of Ac	tivities to the Acc	omplishment of E	xemp	t Purposes	
Line No. Explain below how each activity fo	r which income is reported	in column (e) of Part XVI-4	\ contri		nnlishment of
the foundation's exempt purposes				outed importantly to the decor	nphonnent of
		·			
				V71.	
				<del> </del>	
· <del></del>					
	<del>-</del>				
					- <del>-</del>
					<del>-</del>
	<del> </del>				
	<del></del>	<u>-</u>		<del></del>	
			-		

MICHA form 990-PF (2009) FOUND		AULINE SHULER LE	WIS 64-092	9199	Page 13
		To and Transactions an	nd Relationships With Noncha		1 ugo 10
Exempt Organi				l lac	
1 Did the organization directly or indir				Y	es No
the Code (other than section 501(c)			ations?		
a Transfers from the reporting founda	ition to a noncharitable exe	mpt organization of:			
(1) Cash				1a(1)	X
(2) Other assets				1a(2)	<u> </u>
<ul><li>b Other transactions:</li><li>(1) Sales of assets to a noncharitat</li></ul>	hla avamat arganization			1b(1)	X
(2) Purchases of assets from a nor		ation		1b(2)	X
(3) Rental of facilities, equipment, (	· · · · · · · · · · · · · · · · · · ·	111011		1b(3)	X
(4) Reimbursement arrangements	71 Other 4550t5			1b(4)	X
(5) Loans or loan guarantees				1b(5)	X
(6) Performance of services or mei	mbership or fundraising so	licitations		1b(6)	X
c Sharing of facilities, equipment, mai				1c	X
			ays show the fair market value of the goods	, other assets	
or services given by the reporting fo	oundation. If the foundation	received less than fair market value	in any transaction or sharing arrangement,	show in	
column (d) the value of the goods, o	other assets, or services rec	ceived.			
(a) Line no (b) Amount involved	(c) Name of nonch	aritable exempt organization	(d) Description of transfers, transactions, and	d sharing arran	gements
	N	/A			
	<u> </u>				
	<del></del>				
	ļ				
				<del></del>	
				<del> </del>	<del></del>
· · · · · · · · · · · · · · · · · · ·					
					<del>.</del>
				-	
2a Is the foundation directly or indirect	lly affiliated with, or related	to, one or more tax-exempt organiza	ations described		
in section 501(c) of the Code (other	than section 501(c)(3)) or	in section 527?		Yes	X No
b If "Yes," complete the following sche	edule.				
(a) Name of org	anization	(b) Type of organization	(c) Description of relation	ship	
N/A					
			the state of the s		
Under pagettion of parting Manager 1-11	ave evamined this veture in the	ing accompanying schedules and statement	nts, and to the heet of my knowledge and halled its	ie true comoci	
Under penalties of perjury, declare that I had and complete Declaration of preparer (other			nts, and to the best of my knowledge and belief, it is as any knowledge	is due, correct,	
1. Asin		19/13/10	N DDECTDENM		
Signature of officer or trustee		Date	PRESIDENT_		
017 3.8 31 31 31 41		Dato	7 1100		

Preparer's identifying number

662-563-8661

Sign Here

Preparer's signature

Firm's name (or yours ıf setf-employed),

address, and ZIP code

W. H. POLK & CO. 105 PUBLIC SQUARE BATESVILLE, MS 38

CPA'S

38606-2219

Date 9/9/

Check if self-employed

EIN ▶

Phone no.

## Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

# **Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

MICHAEL LEWIS & PAULINE SHULER LEWIS

OMB No 1545-0047

**2009** 

Employer identification number

	FOUNDATION	64-0929199					
Organization type (check	k one)						
Filers of:	Section:						
Form 990 or 990-EZ	501(c)( ) (enter number) organization						
	4947(a)(1) nonexempt charitable trust not treated as a private foundation						
	527 political organization						
Form 990-PF	X 501(c)(3) exempt private foundation						
	4947(a)(1) nonexempt charitable trust treated as a private foundation						
	501(c)(3) taxable private foundation						
Note. Only a section 501	n is covered by the <b>General Rule</b> or a <b>Special Rule.</b> (c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru	ile See instructions					
General Rule							
•	ion filing Form 990, 990·EZ, or 990·PF that received, during the year, \$5,000 or more (in m nplete Parts I and II	oney or property) from any one					
Special Rules							
509(a)(1) and 17	1(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the reg 0(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the n (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II						
aggregate contr	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.						
contributions for If this box is che purpose Do not	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use <i>exclusively</i> for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose Do not complete any of the parts unless the <b>General Rule</b> applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year						
but it must answer "No"	n that is not covered by the General Rule and/or the Special Rules does not file Schedule I on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).						

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

MICHAEL LEWIS & PAULINE SHULER LEWIS

**FOUNDATION** 

64-0929199

Employer identification number

Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MICHAEL T LEWIS  P O DRAWER 2430  OXFORD, MS 38655	\$ <u>175,434.</u>	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	PAULINE S LEWIS  P O DRAWER 2430  OXFORD, MS 38655	\$171,008.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroil Omnicash Omnicash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution.)

FORM 990-PF	ACCOUNTING FEES		STATEMENT 1		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
	1,582.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,582.	0.		0.	

FORM 990-PF CASH DEEMED CHARITABLE EXPLANATION STATEMENT STATEMENT 2
PART X, LINE 4

ALL CASH IS DEEMED AVAILABLE FOR CHARITABLE ACTIVITIES

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MICHAEL AND PAULINE LEWIS P O DRAWER 2430 OXFORD, MS 38655

TELEPHONE NUMBER

662-232-8886

FORM AND CONTENT OF APPLICATIONS

NONE

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

	S AND CONTRIBUTIONS D DURING THE YEAR	STATEMENT 4		
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS AMOUNT		
OXFORD UNIVERSITY SCHOOL P O BOX OXFORD, MS 38655	PRIVATE PROMOTE EDUCATION	264,332.		
ELIZABETH HASKINS EDUCATION TRUST P O BOX OXFORD, MS 38655	PRIVATE PROMOTE EDUCATION	16,000.		
PRESBYTERIAN CHURCH P O BOX OXFORD, MS 38655	NONPROFIT MISSIONS	12,050.		
UNIVERSITY OF MISSISSIPPI P O BOX OXFORD, MS 38655	PUBLIC PROMOTE EDUCATION	18,137.		
INNOCENCE PROJECT P O BOX OXFORD, MS 38655	PRIVATE GENERAL SUPPORT	5,000.		
MICHAEL JEFFERSON P O BOX OXFORD, MS 38655	PRIVATE GENERAL SUPPORT	5,000.		
FUND TO FIND HANNAH FAYE P O BOX OXFORD, MS 38655	PRIVATE GENERAL SUPPORT	5,800.		
FIRST METHODIST CHURCH P O BOX OXFORD, MS 38655	NONPROFIT MISSIONS	5,000.		

MICHÀEL	LEWIS	r	PAULTNE.	SHULER	T.EWTS	FΟ
MICHAEL	TITIO	œ	EVOTINE	SHOHEK	TIEMTO	ru

64-0929199

P O BOX OXFORD, MS 38655 PROMOTE COMMUNITY

VARIOUS CHARITABLE CONTRIBUTIONS PRIVATE AND NONPROFIT

5,600.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

336,919.