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Return of Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Serviceor 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

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

THE CHARLES LAMAR FAMILY FOUNDATION

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

P.O. BOX 66338

Room/suite

City or town, state, and ZIP code

BATON ROUGE, LA 70896

A Employer identification number

72-1488497

B Telephone number

(225) 924-3527

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 foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 10,025,012. (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)

Revenue

1 Contributions, gifts, grants, etc., received

1,254,782.

N/A

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

932.

932.

STATEMENT 1

4 Dividends and interest from securities

112,803.

112,803.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

36,082.

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 2,222,555.

7 Capital gain net income (from Part IV, line 2)

36,082.

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)

145,280.

145,280.

STATEMENT 3

11 Other income

1,549,879.

295,097.

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

1,625.

0.

1,625.

c Other professional fees

STMT 5

4,952.

4,952.

0.

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

22.

0.

22.

23 Other expenses

1,539.

0.

1,516.

24 Total operating and administrative expenses. Add lines 13 through 23

8,138.

4,952.

3,163.

25 Contributions, gifts, grants paid

334,524.

334,524.

26 Total expenses and disbursements. Add lines 24 and 25

342,662.

4,952.

337,687.

27 Subtract line 26 from line 12

1,207,217.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

290,145.

c Adjusted net income (if negative, enter -0-)

N/A

923501
02-02-10

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

Form 990-PF (2009)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			453,850.	626,807.	626,807.
	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 7	6,773,573.	7,929,430.	6,712,474.		
	c Investments - corporate bonds STMT 8	1,970,447.	1,689,146.	1,750,466.		
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9	902,587.	1,062,291.	928,248.			
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)	0.	0.	7,017.			
16 Total assets (to be completed by all filers)	10,100,457.	11,307,674.	10,025,012.			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
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	0.	0.			
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.				
29 Retained earnings, accumulated income, endowment, or other funds	10,100,457.	11,307,674.				
30 Total net assets or fund balances	10,100,457.	11,307,674.				
31 Total liabilities and net assets/fund balances	10,100,457.	11,307,674.				

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	10,100,457.
2 Enter amount from Part I, line 27a	2	1,207,217.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,307,674.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,307,674.

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	P	VARIOUS	VARIOUS
b SEE ATTACHED	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 1,336,576.		1,175,539.	161,037.
b 885,893.		1,010,934.	<125,041.>
c 86.			86.
d			
e			

(i) FMV 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			161,037.
b			<125,041.>
c			86.
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	36,082.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2008	426,863.	7,933,868.	.053803
2007	493,616.	9,497,271.	.051975
2006	442,118.	7,729,974.	.057195
2005	282,233.	5,607,806.	.050329
2004	217,470.	4,494,537.	.048385

2 Total of line 1, column (d)	2	.261687
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	.052337
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,770,350.
5 Multiply line 4 by line 3	5	354,340.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,901.
7 Add lines 5 and 6	7	357,241.
8 Enter qualifying distributions from Part XII, line 4 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	8	337,687.

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)		1	5,803.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	5,803.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
3 Add lines 1 and 2		5	5,803.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,860.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,360.	
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 SEE STATEMENT 10	9	1,443.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) LA		
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

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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 ► CAROLE E. LAMAR Located at ► 5551 CORPORATE BLVD., BATON ROUGE, LA Telephone no ► (225) 924-3527 ZIP+4 ► 70808			
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(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 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

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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

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

N/A

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

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
CHARLES W. LAMAR III 5551 CORPORATE BLVD. BATON ROUGE, LA 70808	PRESIDENT 0.00	0.	0.	0.
CAROLE E. LAMAR 5551 CORPORATE BLVD. BATON ROUGE, LA 70808	SECRETARY/TREASURER 0.00	0.	0.	0.
ALLISON LAMAR BEARD 5551 CORPORATE BLVD. BATON ROUGE, LA 70808	DIRECTOR 0.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
All other program-related investments See instructions	
Total. Add lines 1 through 3	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	6,444,251.
b	Average of monthly cash balances	1b	429,201.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,873,452.
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	6,873,452.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	103,102.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,770,350.
6	Minimum investment return. Enter 5% of line 5	6	338,518.

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	338,518.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,803.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,803.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	332,715.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	332,715.
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	332,715.

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	337,687.
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	337,687.
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	337,687.

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.

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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				332,715.
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				
b From 2005				
c From 2006	64,098.			
d From 2007	39,138.			
e From 2008	32,922.			
f Total of lines 3a through e	136,158.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 337,687.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				332,715.
e Remaining amount distributed out of corpus	4,972.			
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	141,130.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	141,130.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006	64,098.			
c Excess from 2007	39,138.			
d Excess from 2008	32,922.			
e Excess from 2009	4,972.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE	NONE	501(C)(3)	CHARITABLE	334,524.
Total			3a	334,524.
b Approved for future payment SEE ATTACHED SCHEDULE	NONE	501(C)(3)	CHARITABLE	320,000.
Total			3b	320,000.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

THE CHARLES LAMAR FAMILY FOUNDATION

72-1488497

Organization type (check one):

Form 990 or 990-EZ

Section:

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ 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.
- ☐ 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 *exclusively* 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 *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the 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

Employer identification number

THE CHARLES LAMAR FAMILY FOUNDATION

72-1488497

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHARLES W. LAMAR III CHARITABLE LEAD ANNUITY TRUST NO 1 P O BOX 66338 BATON ROUGE, LA 70896	\$ 1,254,782.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

72-1488497

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	56,958 SHARES LAMAR ADVERTISING COMPANY STOCK	\$ 1,254,782.	09/08/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
STRUCTURED INVESTMENTS	COST	385,424.	410,082.
HYBRIDGE CAPITAL CORPORATION	COST	676,867.	518,166.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,062,291.	928,248.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	10
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TAX DUE FROM FORM 990-PF, PART VI	1,443.
LATE PAYMENT INTEREST	29.
LATE PAYMENT PENALTY	43.
TOTAL AMOUNT DUE	1,515.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT	11
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DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/10	1,943.	1,943.		
EXTENSION PAYMENT	05/15/10	<500.>	1,443.	6	43.
DATE FILED	11/15/10		1,443.		
TOTAL LATE PAYMENT PENALTY					43.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT	12
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/10	1,943.	1,943.	.0400		
EXTENSION PAYMENT	05/15/10	<500.>	1,443.	.0400	184	29.
DATE FILED	11/15/10		1,472.			
TOTAL LATE PAYMENT INTEREST						29.

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

SOURCE	AMOUNT
BRAF ACCOUNT	2.
JPMORGAN A ACCOUNT	182.
JPMORGAN A ACCOUNT-OID	424.
JPMORGAN Q ACCOUNT	324.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	932.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JPMORGAN A ACCOUNT	112,889.	86.	112,803.
TOTAL TO FM 990-PF, PART I, LN 4	112,889.	86.	112,803.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HIGHBRIDGE CAPITAL PFIC INCOME	145,280.	145,280.	
TOTAL TO FORM 990-PF, PART I, LINE 11	145,280.	145,280.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,625.	0.		1,625.
TO FORM 990-PF, PG 1, LN 16B	1,625.	0.		1,625.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	4,952.	4,952.		0.
TO FORM 990-PF, PG 1, LN 16C	4,952.	4,952.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIPS	1,495.	0.		1,495.
ADMINISTRATIVE FEE	21.	0.		21.
MISCELLANEOUS	23.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,539.	0.		1,516.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
153,814 SHARES OF LAMAR ADVERTISING CO. STOCK	6,068,505.	4,782,077.
EQUITIES - A ACCT-SEE ATTACHED SCHEDULE	1,860,925.	1,930,397.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,929,430.	6,712,474.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN ST BOND FUND	1,428,266.	1,474,834.
JP MORGAN HIGH YIELD BOND FUND	60,880.	75,977.
JP MORGAN STRATEGIC INCOME FUND	200,000.	199,655.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,689,146.	1,750,466.

Charles Lamar Family Foundation
Schedule of Assets Held in JPMorgan Investment Account
As of: 12/31/09

Description	Quantity	Ending Cost	FMV
JPMORGAN CORE BOND FUND SELECT SHARE CLASS FUND 3720 3.39%	132,867.955	1,428,266.51	1,474,834.30
TOTAL JPMORGAN ST BOND FUND		1,428,266.51	1,474,834.30
JPMORGAN HIGH YIELD BOND FUND SELECT CLASS FUND 3580 7.33%	9,816.124	60,880.08	75,976.80
TOTAL JPMORGAN HIGH YIELD BOND FUND		60,880.08	75,976.80
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 2.16%	17,226.529	200,000.00	199,655.47
TOTAL JPMORGAN STRATEGIC INCOME FUND		200,000.00	199,655.47
CULLEN HIGH DIVIDEND EQUITY FUND	7,915.994	97,909.35	88,025.85
DODGE & COX INTERNATIONAL STOCK	5,917.292	270,782.64	188,465.75
EDGEWOOD GROWTH FUND	19,378.678	165,075.87	194,561.93
FMI FDS INC LARGE CAP FD	15,115.693	158,963.01	213,735.90
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND	5,765.176	145,916.61	179,873.49
JPMORGAN SMALL CAP EQUITY FUND SELECT CLASS FUND	3,477.040	103,151.96	104,380.74
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND	7,911.392	125,000.00	124,525.31
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND	7,622.062	147,938.80	138,569.09
JPMORGAN US REAL ESTATE FUND SELECT SHARE CLASS FUND	4,295.533	50,000.00	52,448.46
MANAGERS AMG FUNDS-TIMESSQUARE MID CAP GROWTH FUND	15,775.862	146,400.00	186,155.17
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND	28,033.004	226,787.00	227,627.99
MATTHEWS PACIFIC TIGER FUND -CL I	4,121.965	73,000.00	79,265.39
PROFESSIONALLY MANAGED PORTFOLIOS THE OSTERWEIS FUND	6,276.151	150,000.00	152,761.52
TOTAL EQUITIES IN JPM "A" ACCT		1,860,925.24	1,930,396.59
BARCLAYS 98% PP BRIC BASKET 7/15/11 BRL,RUB,INR,CNY VS. USD	35,000.000	35,424.48	36,211.00
BARCLAYS DJ-UBS COMMODITY F3 BREN MD 12/19/11	60,000.000	60,000.00	59,730.00
CREDIT SUISSE BREN LKD TO ASIA BASKET MAT:07/08/10	40,000.000	40,000.00	46,300.00
CREDIT SUISSE REN OIH 01/14/10	35,000.000	35,000.00	44,653.00
DB SPX BREN 08/26/10	75,000.000	75,000.00	80,840.03
HSBC MKT PLUS SPX 10/15/10	60,000.000	60,000.00	76,836.00
MERRILL LYNCH ARN SPX 8/16/10	80,000.000	80,000.00	65,512.00
TOTAL STRUCTURED INVESTMENTS		385,424.48	410,082.03

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHARLES LAMAR FAMILY FOUNDATION
P.O. BOX 66338
BATON ROUGE, LA 70896

TELEPHONE NUMBER

(225) 924-3527

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED

ANY SUBMISSION DEADLINES

VARIES

RESTRICTIONS AND LIMITATIONS ON AWARDS

DONEE ORGANIZATIONS ARE GENERALLY LIMITED TO THOSE LOCATED IN OR NEAR THE BATON ROUGE, LA AREA IN THE FIELDS OF SOCIAL SERVICES, ARTS AND CULTURE, EDUCATION, ANIMAL WELFARE, AND NATURAL AND HISTORIC CONSERVATION.

Charles Lamar Family Foundation Information for Grant Applicants

Purpose

The Charles Lamar Family Foundation's vision for Baton Rouge is a cadre of stable nonprofit organizations that effect positive change in the community. The Foundation seeks to support emerging or maturing and expanding nonprofits with useful missions that are responsive to community challenges and opportunities. Funding is intended to support organizations that can demonstrate their capacity with viable operating plans and the retention of talented and dedicated personnel.

Grant Procedure

Organizations applying for grants should draft a proposal using the following checklist.

Proposal Summary: Use form attached.

Narrative Section: The application should be concise and should include the following information:

- Concise history of the organization with an overview of current programs and activities.
- Description of the challenge to be met by the project.
- Detailed description of the project, including strategies, measurable objectives and a timetable.
- Plan for continuing the project once the Foundation's funding ends.
- Plan for evaluating the project.

Attachments: Attachments should include the following information and should be no longer than ten pages:

- Names and qualifications of persons responsible for carrying out the program.
- Detailed project budget and budget narrative, including income sources and expenditures, as well as a list of other requests for funding, including those pending or approved.
- A list of the organization's board members including the board members' principal occupations and terms of office.
- Financial statements, including the organization's operating budget, balance sheet and statements of support, revenue and expenses for the last completed and current fiscal year.
- Statement from the organization's board of directors authorizing the request and agreeing to implement the project if funded.
- Copy of the Internal Revenue service notice stating that the organization is tax-exempt or a copy of the organization's fiscal agent's 501(c)(3) with a letter from that organization stating its willingness to serve.

Applicants should mail three (3) copies of the completed proposal (including supporting material) to:

Charles Lamar Family Foundation
P. O. Box 66338
Baton Rouge, LA 70896

or deliver to Woodlawn Investments, Inc., 5551 Corporate Blvd., Suite 3E, Baton Rouge, LA 70808.

For further information on the Foundation, grant applications or timelines, please write Charles Lamar at the address above or call (225) 924-3527.

CHARLES LAMAR FAMILY FOUNDATION

Proposal Summary Sheet

Please type. If you recreate this on your computer, include all the requested information. One page limit.

Contact Information

Applicant Organization's Name: _____
Date incorporated as a 501 (c) 3: _____ OR _____ Applied for 501 (c) 3; not awarded yet
Program or Project Name: _____
Executive Director (If none, Board President): _____
Program or Project Director: _____
Address, City, State, Zip: _____
Phone: _____ Fax: _____ E-mail: _____
Web Page: _____
Fiscal Agent's Name (if applicable): _____
☐ Fiscal agent's 501 (c) 3 verification and letter of agreement enclosed

Applicant Organization's Mission (no more than 50 words)

Program / Project Summary (no more than 50 words)

Problem or need the organization wants to address (no more than 50 words)

Activity Period

Amount Requested:	Geographic service area:
\$ _____	_____

Applicant Organization's Area of Interest / Focus (check one)

<input type="checkbox"/> Arts & Humanities	<input type="checkbox"/> Education	<input type="checkbox"/> Environment	<input type="checkbox"/> Human Services
<input type="checkbox"/> Medical/Health	<input type="checkbox"/> Religion	<input type="checkbox"/> Conservation	<input type="checkbox"/> Community Development

Attachment Checklist

<input type="checkbox"/> Names / qualifications of staff	<input type="checkbox"/> 501 (c) 3 verification	<input type="checkbox"/> Board list
<input type="checkbox"/> Program / project budget	<input type="checkbox"/> Board authorization	<input type="checkbox"/> Brochure, clipping, etc. (optional)
<input type="checkbox"/> Last and this fiscal year's financial statements		

PFIC ANNUAL INFORMATION STATEMENT

Highbridge Capital Corporation
P.O. Box 309
Ugland House, George Town
Grand Cayman, Cayman Islands
Tax I.D. - 98-0538848

September 13, 2010

Class C - (Non-Restricted) July 08 Shares
The Charles Lamar Family Foundation
P.O. Box 66338
Baton Rouge, LA 70896
Tax I.D. - 72-1488497

- 1) The first and last day of the taxable year of Highbridge Capital Corporation to which the information statement applies are:

First day: **January 1, 2009**

Last day: **December 31, 2009**
- 2) Your prorata share of the ordinary earnings and net capital gain of Highbridge Capital Corporation for the taxable period specified in paragraph (1) is as follows:

Ordinary Income: **\$ 135,917**
Net Long-Term Capital Gain: **NONE**
- 3) The amount of cash and fair market value of other property distributed or deemed distributed to you by Highbridge Capital Corporation during the taxable year specified in paragraph (1) is as follows:

Distribution Amount: **NONE**
- 4) The PFIC will permit you, to inspect and copy the permanent books of account, records and such other documents as may be maintained by the PFIC that are necessary to establish that the PFIC's ordinary earnings and net capital gains, as provided in Section 1293(e) of the Internal Revenue Code, are computed in accordance with U.S. income tax principles.

Shareholder # 25

2009 PFIC Annual Information Statement
Supporting Schedule - Shareholder of Record Statement to Indirect Owner

During tax year 2009, Highbridge Capital Corporation ("HCC") had direct and indirect investment in the following passive foreign investment companies (collectively "the underlying PFICs") as defined in Section 1297 of the Internal Revenue Code (the "Code"):

- HB Multi-Strategy Holdings, Ltd. (direct investment)
- Riverdale Investments Limited Liability Company (through HB Multi-Strategy Holdings, Ltd.),
- Triomphe Re Holdings Limited (through HB Multi-Strategy Holdings, Ltd.)
- Highbridge Principal Strategies - Offshore Mezzanine Partners, L.P. (through HB Multi-Strategy Holdings, Ltd.)
- Highbridge Mezzanine Partners Offshore Investment Fund, Ltd. (through HB Multi-Strategy Holdings, Ltd.)
- Highbridge Offshore Senior Investments, Ltd. (through HB Multi-Strategy Holdings, Ltd.)
- Highbridge Offshore Senior Investments Lux S.A.R.L (through HB Multi-Strategy Holdings, Ltd.)
- GPC Mauritius I, LLC (through HB Multi-Strategy Holdings, Ltd.)
- GPC Cayman Investors I, Ltd. (through HB Multi-Strategy Holdings, Ltd.)
- JPMorgan US Dollar Liquidity Fund (through Highbridge Master, L.P. and HB Multi-Strategy Holdings, Ltd.)

Because HCC and the underlying PFICs were each considered a PFIC during 2009, special tax rules apply to U.S. persons who are shareholders of HCC. Under Section 1298(a)(2)(B), a U.S. person who owns an interest in HCC generally is treated as owning a pro rata share of the underlying PFICs. The excess distribution rules of Section 1291 generally apply to a U.S. person who owns either a direct or indirect interest in a PFIC, if such U.S. person does not make any special elections with respect to such interest starting with the first year of the taxpayer's holding period. Upon a distribution from a directly or indirectly owned PFIC, or a direct or indirect disposition of an interest in a PFIC, the excess distribution rules subject non-electing U.S. persons to a special interest charge and the highest applicable rate of tax on some or all of such distribution or disposition.

For tax year 2009, Highbridge Master, L.P. made a mark-to-market election under Section 475(f) with respect to its stock ownership in each of the underlying PFICs. Accordingly, HCC's ordinary earnings and net capital gain (as reflected in HCC's 2009 PFIC Annual Information Statement) include HCC's distributive share of Highbridge Master, L.P.'s gain or loss with respect to such elections. The treatment for PFIC purposes of the indirect interests in the underlying PFICs of those U.S. shareholders of HCC who do not make a QEF election with respect to their interest in HCC is unclear. It is possible that such shareholders are subject to the excess distribution rules with respect to distributions on, or dispositions of, the stock of each of HCC and the underlying PFICs.

When making a QEF election, a U.S. person who owns an indirect interest in the underlying PFICs through HCC is generally required to file a Form 8621 for each of HCC and the underlying PFICs. It may be possible to complete Form 8621 for HCC and, in an attachment, provide the information required on Form 8621 for the underlying PFICs. The information below is provided in order to facilitate your reporting with respect to your indirect interest in the underlying PFICs.

THE TAX RULES RELATED TO PFICS ARE COMPLEX. PLEASE CONSULT YOUR TAX ADVISOR.

**2009 PFIC Annual Information Statement
Supporting Schedule - Shareholder of Record Statement to Indirect Owner**

HB Multi-Strategy Holdings, Ltd.

P.O. Box 309

Ugland House, George Town

Grand Cayman, Cayman Islands

EIN: 98-0606203

Tax Year: 01/01/2009 - 12/31/2009

Riverdale Investments Limited Liability Company

1134 Budapest, VACI UT 33, 8th Floor

Budapest, Hungary

EIN: 98-0610537

Tax Year: 01/01/2009 - 12/31/2009

Triomphe Re Holdings Limited

Clarendon House, 2 Church Street

Hamilton, Bermuda

EIN: N/A

Tax Year: 01/01/2009 - 12/31/2009

Highbridge Principal Strategies - Offshore Mezzanine Partners, L.P.

P.O. Box 309 GT

Ugland House, South Church Street

George Town, Grand Cayman, Cayman Islands

EIN: 98-0559297

Tax Year: 01/01/2009 - 12/31/2009

Highbridge Mezzanine Partners Offshore Investment Fund, Ltd.

P.O. Box 309 GT

Ugland House, South Church Street

George Town, Grand Cayman, Cayman Islands

EIN: 98-0586710

Tax Year: 01/01/2009 - 12/31/2009

Highbridge Offshore Senior Investments, Ltd.

Ugland House, South Church Street

George Town, Grand Cayman, Cayman Islands

EIN: 98-0622834

Tax Year: 04/15/2009 - 12/31/2009

Highbridge Offshore Senior Investments Lux S.A.R.L.

46A, Avenue J.F.Kennedy

L-1855 Luxembourg

EIN: 98-0622837

Tax Year: 04/22/2009 - 12/31/2009

GPC Mauritius I, LLC

14th Floor Express Towers

Nairman Point, Mumbai 400021

EIN: N/A

Tax Year: 01/01/2008 - 12/31/2008

GPC Cayman Investors I, Ltd.

Codan Trust Company (Cayman) Limited

Cricket Square, Hutchins Drive, P.O. Box 2681

**2009 PFIC Annual Information Statement
Supporting Schedule - Shareholder of Record Statement to Indirect Owner**

Grand Cayman, Cayman Islands, KY1-1111

EIN: N/A

Tax Year: 01/01/2008 - 12/31/2008

JPMorgan US Dollar Liquidity Fund

JPMorgan Liquidity Funds

European Bank & Business Centre

6, Route de Treves, L-2633 Senningerberg

Grand Duchy of Luxembourg

EIN: N/A

Tax Year: 12/01/2008 - 11/30/2009

PFIC ANNUAL INFORMATION STATEMENT

HB Multi-Strategy Holdings, Ltd.
P.O. Box 309
Ugland House, George Town
Grand Cayman, Cayman Islands
Tax I.D. - 98-0606203

September 13, 2010

Class A Shares
The Charles Lamar Family Foundation
P.O. Box 66338
Baton Rouge, LA 70896
Tax I.D. - 72-1488497

- 1) The first and last day of the taxable year of HB Multi-Strategy Holdings, Ltd. to which the information statement applies are:

First day: **January 1, 2009**

Last day: **December 31, 2009**

- 2) Your prorata share of the ordinary earnings and net capital gain of HB Multi-Strategy Holdings, Ltd. for the taxable period specified in paragraph (1) is as follows:

Ordinary Income: **\$ 9,363**

Net Long-Term Capital Gain: **NONE**

- 3) The amount of cash and fair market value of other property distributed or deemed distributed to you by HB Multi-Strategy Holdings, Ltd. during the taxable year specified in paragraph (1) is as follows:

Distribution Amount: **NONE**

- 4) The PFIC will permit you, to inspect and copy the permanent books of account, records and such other documents as may be maintained by the PFIC that are necessary to establish that the PFIC's ordinary earnings and net capital gains, as provided in Section 1293(e) of the Internal Revenue Code, are computed in accordance with U.S. income tax principles.

Shareholder # 23

2009 PFIC Annual Information Statement
Supporting Schedule - Shareholder of Record Statement to Indirect Owner

During tax year 2009, HB Multi-Strategy Holdings, Ltd. ("HBMSH") invested (through Highbridge Master, L.P.) in the following passive foreign investment companies ("PFICs"), as defined in Section 1297 of the Internal Revenue Code (the "Code"): JPMorgan US Dollar Liquidity Fund, Riverdale Investments Limited Liability Company, Triomphe Re Holdings Limited, Highbridge Principal Strategies - Offshore Mezzanine Partners, L.P., Highbridge Mezzanine Partners Offshore Investment Fund, Ltd., Highbridge Offshore Senior Investments, Ltd., Highbridge Offshore Senior Investments Lux S.A.R.L, GPC Mauritius I, LLC and GPC Cayman Investors I, Ltd. (collectively "the underlying PFICs").

Because HBMSH and the underlying PFICs were each considered a PFIC during 2009, special tax rules apply to U.S. persons who are shareholders of HBMSH. Under Section 1298(a)(2)(B), a U.S. person who owns an interest in HBMSH generally is treated as owning a pro rata share of the underlying PFICs. The excess distribution rules of Section 1291 generally apply to a U.S. person who owns either a direct or indirect interest in a PFIC, if such U.S. person does not make any special elections with respect to such interest starting with the first year of the taxpayer's holding period. Upon a distribution from a directly or indirectly owned PFIC, or a direct or indirect disposition of an interest in a PFIC, the excess distribution rules subject non-electing U.S. persons to a special interest charge and the highest applicable rate of tax on some or all of such distribution or disposition.

For tax year 2009, Highbridge Master, L.P. made a mark-to-market election under Section 475(f) with respect to its stock ownership in each of the underlying PFICs. Accordingly, HBMSH's ordinary earnings and net capital gain (as reflected in HBMSH's 2009 PFIC Annual Information Statement) include HBMSH's distributive share of Highbridge Master, L.P.'s gain or loss with respect to such elections. The treatment for PFIC purposes of the indirect interests in the underlying PFICs of those U.S. shareholders of HBMSH who do not make a QEF election with respect to their interest in HBMSH is unclear. It is possible that such shareholders are subject to the excess distribution rules with respect to distributions on, or dispositions of, the stock of each of HBMSH and the underlying PFICs.

When making a QEF election, a U.S. person who owns an indirect interest in the underlying PFICs through HBMSH is generally required to file a Form 8621 for each of HBMSH and the underlying PFICs. It may be possible to complete Form 8621 for HBMSH and, in an attachment, provide the information required on Form 8621 for the underlying PFICs. The information below is provided in order to facilitate your reporting with respect to your indirect interest in the underlying PFICs.

THE TAX RULES RELATED TO PFICs ARE COMPLEX. PLEASE CONSULT YOUR TAX ADVISOR.

JPMorgan US Dollar Liquidity Fund
JPMorgan Liquidity Funds
European Bank & Business Centre
6, Route de Treves, L-2633 Senningerberg
Grand Duchy of Luxembourg
EIN: N/A
Tax Year: 12/01/2008 - 11/30/2009

Riverdale Investments Limited Liability Company
1134 Budapest, VACI UT 33, 8th Floor
Budapest, Hungary
EIN: 98-0610537

2009 PFIC Annual Information Statement
Supporting Schedule - Shareholder of Record Statement to Indirect Owner

Tax Year: 01/01/2009 - 12/31/2009

**Triomphe Re Holdings Limited
Clarendon House, 2 Church Street
Hamilton, Bermuda
EIN: N/A**

Tax Year: 01/01/2009 - 12/31/2009

**Highbridge Principal Strategies - Offshore Mezzanine Partners, L.P.
P.O. Box 309 GT
Ugland House, South Church Street
George Town, Grand Cayman, Cayman Islands
EIN: 98-0559297**

Tax Year: 01/01/2009 - 12/31/2009

**Highbridge Mezzanine Partners Offshore Investment Fund, Ltd.
P.O. Box 309 GT
Ugland House, South Church Street
George Town, Grand Cayman, Cayman Islands
EIN: 98-0586710**

Tax Year: 01/01/2009 - 12/31/2009

**Highbridge Offshore Senior Investments, Ltd.
Ugland House, South Church Street
George Town, Grand Cayman, Cayman Islands
EIN: 98-0622834**

Tax Year: 04/15/2009 - 12/31/2009

**Highbridge Offshore Senior Investments Lux S.A.R.L.
46A, Avenue J.F.Kennedy
L-1855 Luxembourg
EIN: 98-0622837**

Tax Year: 04/22/2009 - 12/31/2009

**GPC Mauritius I, LLC
14th Floor Express Towers
Nairman Point, Mumbai 400021
EIN: N/A**

Tax Year: 01/01/2008 - 12/31/2008

**GPC Cayman Investors I, Ltd.
Codan Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive, P.O. Box 2681
Grand Cayman, Cayman Islands, KY1-1111
EIN: N/A**

Tax Year: 01/01/2008 - 12/31/2008

Charles Lamar Family Foundation**EIN: 72-1488497****Grants/Contributions Approved For Future Payment****FYE: 12/31/09**

<i>Recipient Name and Address</i>	<i>Status of Recipient</i>	<i>Purpose of grant or contribution</i>	<i>Amount</i>	<i>Scheduled Payment Date(s)</i>
CARE USA 151 Ellis St., NE Atlanta, GA	501(c)(3)	Charitable - Community Water Project in Andhra Pradesh, India	40,000	1/2 July-10 1/2 July-11
City Year Louisiana 161 3rd Street Baton Rouge, LA 70801	501(c)(3)	Charitable - Hurricane relief and recovery efforts	10,000	Jan-10
First United Methodist Church 930 North Boulevard Baton Rouge, LA 70802	501(c)(3)	Charitable - Capital Campaign for new youth and conference center	100,000	2/5 June-10 3/5 June-11
Baton Rouge Area Foundation/ Humane Society of Baton Rouge 402 North 4th Street Baton Rouge, LA 70802	501(c)(3)	Charitable - No Kill Baton Rouge Initiative	40,000	1/2 June-10 1/2 Jan-11
LSU Rural Life Museum/LSU Foundation P.O. Box 14852 Baton Rouge, LA 70898	501(c)(3)	Charitable - Whispers of Change Campaign	100,000	Jan-10
Portsmouth Abbey School 285 Cory's Lane Portsmouth, Rhode Island	501(c)(3)	Charitable - Growing in Knowledge and Grace Campaign	25,000	Mar-10
Swine Palace Productions Reilly Theatre Tower Drive - LSU Baton Rouge, LA 70803	501(c)(3)	Charitable - Underwriting of 2006/2007 educational outreach initiatives	5,000	Jan-10
Total			320,000	

Charles Lamar Family Foundation
EIN: 72-1488497
Grants/Contributions Paid During the Year
FYE: 12/31/09

<i>Recipient Name and Address</i>	<i>Status of Recipient</i>	<i>Purpose of grant or contribution</i>	<i>Amount</i>
Baton Rouge, LA 70884		operations to decrease pet euthanasia	
Swine Palace Productions Reilly Theatre Tower Drive - LSU Baton Rouge, LA 70803	501(c)(3)	Charitable - Underwriting of 2006/2007 educational outreach initiatives	5,000
YMCA 350 S. Foster Dr. Baton Rouge, LA 70806	501(c)(3)	Charitable - Capital Campaign	50,000
Total			334,524

Charles Lamar Family Foundation
EIN: 72-1488497
Grants/Contributions Paid During the Year
FYE: 12/31/09

Recipient Name and Address	Status of Recipient	Purpose of grant or contribution	Amount
Alzheimer's Services of the Capital Area 3772 North Blvd, Suite B Baton Rouge, LA 70806	501(c)(3)	Charitable - Funding for operational programs (challenge gift)	10,000
CARE USA 151 Ellis St., NE Atlanta, GA	501(c)(3)	Charitable - Community Water Project in Andhra Pradesh, India; India Fresh Water Response to Flooding	20,000
Cenikor Foundation 2414 Bunker Hill Dr. Baton Rouge, LA	501(c)(3)	Charitable Repairs to A/C system	26,000
City Year Louisiana 161 3rd Street Baton Rouge, LA 70801	501(c)(3)	Charitable - Hurricane relief and recovery efforts/ Arts in Education event	10,000
First United Methodist Church 930 North Boulevard Baton Rouge, LA 70802	501(c)(3)	Charitable - Capital Campaign for new youth and conference center	25,000
Friends of Hilltop Arboretum P.O. Box 82608 Baton Rouge, LA 70884	501(c)(3)	Charitable- Construction of enclosed, climate controlled educational facility	20,000
Baton Rouge Area Foundation/ Humane Society of Baton Rouge 402 North 4th Street Baton Rouge, LA 70802	501(c)(3)	Charitable - No Kill Baton Rouge Initiative	20,000
LSU Rural Life Museum/LSU Foundation P.O. Box 14852 Baton Rouge, LA 70898	501(c)(3)	Charitable - Whispers of Change Campaign	100,000
Of Moving Colors Productions 1010 South Acadian Thruway Baton Rouge, LA 70806	501(c)(3)	Charitable- Feb production - Looking Glass (Arts Council/Shaw Center Project)	3,524
Portsmouth Abbey School 285 Cory's Lane Portsmouth, Rhode Island	501(c)(3)	Charitable - Growing in Knowledge and Grace Campaign	25,000
Refined By Fire Ministries, Inc. 632 Elizabeth Drive Baton Rouge, LA 70815	501(c)(3)	Charitable - Reentry Benefiting Families Program - Read to Me Daddy/Mommy Project	10,000
Spay Baton Rouge P.O. Box 82638	501(c)(3)	Charitable - Capital funds campaign for ongoing	10,000

Charles Lamar Family Foundation
 EIN: 72-1489497
 Net Gain/(Loss) from Sales of Assets
 FYE: 12/31/09

Description	Quantity	Proceeds	Cost Basis	ST Gain/(Loss)	LT Gain/(Loss)	Total Gain/(Loss)
ANNUAL REVIEW NOTES LNKD TO THE LESSER OF SP 500 & NKI 225 INDICES	(100,000.000)	47,110.00	100,000.00	0.00	(52,890.00)	(52,890.00)
APOLLO INVESTMENT CORP	(4,900.000)	12,457.68	83,839.00	(71,381.32)	0.00	(71,381.32)
BARCLAYS BUFFERED RETURN ENHANCED NOTE EAFE 12/30/09	(53,000.000)	66,883.83	53,000.00	0.00	13,883.83	13,883.83
BUFFERED RETURN ENHANCED NOTE LKD TO ASIA BASKET 05/27/09	(38,000.000)	47,804.00	38,000.00	9,804.00	0.00	9,804.00
HARTFORD CAPITAL APPRECIATION FUND	(4,982.561)	122,321.87	100,000.00	22,321.87	0.00	22,321.87
ISHARES RUSSELL 1000 GROWTH INDEX FUND	(3,300.000)	133,724.43	177,903.00	0.00	(44,178.57)	(44,178.57)
ISHARES RUSSELL MIDCAP INDEX FUND	(2,295.000)	142,910.33	178,160.83	(35,250.60)	0.00	(35,250.60)
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134	(2,489.150)	75,595.50	63,000.39	12,595.11	0.00	12,595.11
JPMORGAN CHASE ARN SPX NKY 4/07/10	(100,000.000)	47,130.00	100,000.00	0.00	(52,870.00)	(52,870.00)
JPMORGAN CORE BOND FUND SELECT SHARE CLASS FUND	(53,745.713)	591,191.00	580,030.80	146.13	11,014.07	11,160.20
SEMI-ANNUAL REVIEW NOTE LKD TO SP500 INDEX 02/07/11	(94,000.000)	102,695.00	94,000.00	8,695.00	0.00	8,695.00
SPDR S&P 500 ETF TRUST	(820.000)	69,542.41	67,789.40	1,753.01	0.00	1,753.01
LAMAR ADVERTISING COMPANY CLASS A COMMON STOCK	(25,000.000)	763,103.33	550,749.00	212,354.33	0.00	212,354.33
		2,222,469.38	2,186,472.52	161,037.53	(125,040.67)	35,996.86
ST		1,336,576.25	1,175,538.72	161,037.53		
LT		885,893.13	1,010,933.80		(125,040.67)	
		2,222,469.38	2,186,472.52			35,996.86

Form **8868**

(Rev. April 2009)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► 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		Employer identification number
	The Charles Lamar Family Foundation		72-1488497
	Number, street, and room or suite no. If a P.O. box, see instructions.		
	P.O. Box 66338		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	Baton Rouge, LA 70896		

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 books are in the care of ► Entity

Telephone No. ► _____ 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 8-15 10 , 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 \$ <u>4,360</u>
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 \$ <u>3,860</u>
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 \$ <u>500</u>

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.

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

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print

File by the extended due date for filing the return. See instructions.

Name of Exempt Organization

The Charles Lamar Family Foundation

Number, street, and room or suite no. If a P.O. box, see instructions.

P.O. Box 66338

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

Baton Rouge, LA 70896

Employer identification number

72-1488497

For IRS use only

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☒ **Entity**
- Telephone No. 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 is for.

- 4 I request an additional 3-month extension of time until November 15, 2010
- 5 For calendar year 2009, or other tax year beginning , and ending
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension Taxpayer's accountants have not had sufficient time to gather the information necessary to prepare a complete and accurate return.

- | | |
|---|-------|
| 8a 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. | 8a \$ |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. | 8b \$ |
| c Balance Due. Subtract line 8b from line 8a. 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. | 8c \$ |

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature

Title

Date

Form 8868 (Rev. 4-2009)

POSTLETHWAITE & NETTERVILLE, APAC

8550 United Plaza Blvd, Suite 1001

Baton Rouge, LA 70809