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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: LESLIE POWELL FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 620 SW D AVENUE

City or town, state, and ZIP code: LAWTON OK 73501

A Employer identification number: 73-1190206

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,129,916

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	72,600			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	26	26	26	
	4	Dividends and interest from securities	12,498	12,498	12,498	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	1,442			
	b	Gross sales price for all assets on line 6a 20,000				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	86,566	12,524	12,524	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	27,083			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	1,748			1,748
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 2	1,750			1,750
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	529	400		129
	19	Depreciation (attach schedule) and depletion Stmt 4	22,443			
	20	Occupancy	17,714			17,714
	21	Travel, conferences, and meetings	3,998			3,998
	22	Printing and publications	7,977			7,977
	23	Other expenses (att. sch) Stmt 5	15,039			15,039
	24	**Total operating and administrative expenses.** Add lines 13 through 23	98,281	400		48,355
	25	Contributions, gifts, grants paid	600			600
	26	**Total expenses and disbursements.** Add lines 24 and 25	98,881	400	0	48,955
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-12,315			
	b	**Net investment income** (if negative, enter -0-)		12,124		
	c	**Adjusted net income** (if negative, enter -0-)			12,524	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	5,322	9,814	9,814
2	Savings and temporary cash investments	15,359	17,450	17,450
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 (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (att. schedule) ▶			
	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 (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment. basis ▶			
	Less accumulated depreciation (attach sch) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) See Statement 6	403,560	405,009	412,777
14	Land, buildings, and equipment. basis ▶ 750,403			
	Less accumulated depreciation (attach sch) ▶ Stmt 7 217,595	553,198	532,808	673,375
15	Other assets (describe ▶ See Statement 8)	17,721	17,721	16,500
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	995,160	982,802	1,129,916
Liabilities 17	Accounts payable and accrued expenses	222	179	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	222	179	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	442,418	430,103	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	552,520	552,520	
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	994,938	982,623	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	995,160	982,802	

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	994,938
2	Enter amount from Part I, line 27a	2	-12,315
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	982,623
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	982,623

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	N/A			
b	-			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

N/A

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 page 18 of the 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			
2007			
2006			
2005			
2004			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	242
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	242
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	242
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 287		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	287
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	45
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 45 Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9	X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STANFIELD & BRIM, P.C. Telephone no ▶ 580-353-2376
802 SW A AVENUE
Located at ▶ LAWTON, OK ZIP+4 ▶ 73501

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

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

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

5a	During the year did the foundation pay or incur any amount to.				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 See Statement 10	98,881
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	353,053
b	Average of monthly cash balances	1b	33,672
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	386,725
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	386,725
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	5,801
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	380,924
6	**Minimum investment return.** Enter 5% of line 5	6	19,046

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] and do not complete this part)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a:		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	48,955
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	2,053
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	51,008
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	51,008

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				
2	Undistributed income, if any, as of the end of 2009.				
a	Enter amount for 2008 only				
b	Total for prior years 20 ____ , 20 ____ , 20 ____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ ________				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008				
e	Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	12,524	15,255	13,211	10,396	51,386
b 85% of line 2a	10,645	12,967	11,229	8,837	43,678
c Qualifying distributions from Part XII, line 4 for each year listed	51,008	106,557	88,250	93,078	338,893
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	51,008	106,557	88,250	93,078	338,893
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	1,129,916	1,001,065	1,026,038	1,003,245	4,160,264
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	1,129,916	1,001,065	1,026,038	1,003,245	4,160,264
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) N/A					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) N/A					
(3) Largest amount of support from an exempt organization N/A					
(4) Gross investment income N/A					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

Nancy Anderson 580-357-9526
620 SW D Avenue Lawton OK 73501

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

See Statement 11

c Any submission deadlines.

September 30th each year

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

See Statement 12

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				
CAMERON UNIV FOUNDATION 2800 W GORE BLVD LAWTON OK 73501	NONE		GRANT/SCHOLARSHIPS	
SEQUOYAH BOYS HOME 824 SE 2ND ST LAWTON OK 73501	NONE		ART SUPPLIES DONATION	
LAWTON PHILHARMONIC 6425 NW CACHE RD LAWTON OK 73505	NONE		CONCERT	
OKLAHOMA ART INSTITUTE 2600 VAN BUREN SUITE 2606 NORMAN OK 73072	NONE		SCHOLARSHIPS	
LAWTON FT SILL ARTS COUNC PO BOX 2631 LAWTON OK 73502	NONE		WORKSHOPS	
FREDERICK ART AND HUMANIT 1601 N 13TH ST FREDERICK OK 73542	NONE		RENOVATION OF RAMONA THEATER	
LAWTON PUBLIC SCHOOLS 4402 E GORE BLVD LAWTON OK 73501	NONE		ART PROGRAM PAT HENRY SCHOOL	
SCHOLARSHIPS/GRANTS				600
Total			▶ 3a	600
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	26	
4 Dividends and interest from securities			14	12,498	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,442	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		13,966	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 13,966

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)
N/A	

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] 5-17-10 Ex Director

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature [signature]	Date 05/14/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions) P00076184
Firm's name (or yours if self-employed), address, and ZIP code	Stanfield and Brim, P.C. 802 SW A Ave Lawton, OK 73501		EIN 26-2796289 Phone no 580-353-2376

DAA

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**
LESLIE POWELL FOUNDATION, INC.	73-1190206

Organization type (check 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	☒ 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 in the heading 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)

Name of organization	Employer identification number
LESLIE POWELL FOUNDATION, INC.	73-1190206

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LESLIE POWELL TRUST 620 SW D LAWTON OK 73501	$ 72,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Form 4562 Depreciation and Amortization (Including Information on Listed Property)

Department of the Treasury Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009

Attachment Sequence No 67

Name(s) shown on return: LESLIE POWELL FOUNDATION, INC.

Identifying number: 73-1190206

Business or activity to which this form relates: Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12 ▶	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instr.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	1,026
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	21,417

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	22,443
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

There are no amounts for Page 2

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Description: Date Acquired	Description: Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
American Washntn Mutual Investrs			Purchase				
	12/31/05	9/23/09	$ 20,000	$ 18,558	$	$	$ 1,442
Total			$ 20,000	$ 18,558	$ 0	$ 0	$ 1,442

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL & ACCOUNTING	$ 1,750	$	$	$ 1,750
Total	$ 1,750	$ 0	$ 0	$ 1,750

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX PAID	$ 400	$ 400	$	$
TAXES, OTHER	129			129
Total	$ 529	$ 400	$ 0	$ 129

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Description: Date Acquired	Description: Cost Basis	Description: Prior Year Depreciation	Description: Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
BUILDING-620 SW D AVE							
11/01/00	$ 585,808	$ 119,028	S/L	40	$ 14,645	$	$
BUILDING-620 SW D AVE							
1/01/01	34,414	6,845	S/L	40	861		

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
FURNITURE & FIXTURES 12/31/97	$ 21,906	$ 21,906	S/L	5	$	$	$
FURNITURE & FIXTURES 12/31/95	1,494	1,494	S/L	5			
FURNITURE & FIXTURES 11/01/00	40,793	33,393	S/L	10	4,080		
FURNITURE & FIXTURES 1/31/01	1,632	1,223	S/L	10	163		
FRAMING 3/20/02	3,847	2,502	S/L	10	384		
2 CHAIR CARRIERS 3/07/03	650	358	S/L	10	65		
FOOD PROCESSOR 10/04/06	87	43	S/L	5	18		
200 WINE GLASSES 10/20/06	146	73	S/L	5	29		
AWNING 10/04/07	1,801	289	S/L	7	258		
LAND - 620 SW D AVE 1/07/99	30,000			0			
CEMETERY LOT 12/31/95	800			0			
COMPUTER EQUIPMENT 2/12/98	3,889	3,889	S/L	5			
COMPUTER 9/26/00	802	802	S/L	5			
DELL COMPUTER 3/26/04	960	866	S/L	5	94		
PRINTER 3/30/05	380	266	S/L	5	76		
DELL COMPUTER 5/31/05	1,461	1,022	S/L	5	292		
SOFTWARE 8/24/05	137	137	S/L	3			
FAX MACHINE 9/06/05	218	154	S/L	5	43		

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description / Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
SOFTWARE							
10/07/05	$ 300	$ 300	S/L	3	$	$	$
DIGITAL PROJECTOR							
9/18/06	920	460	S/L	5	184		
HP PRINTER							
8/10/07	173	48	S/L	5	34		
ARTWORK							
12/31/95	12,500			0			
CONCRETE BASE FOR SCULPTURE							
4/17/08	2,500			0			
Art Rack for gallery							
9/05/08	345	16	S/L	7	50		
Slide copier							
6/01/08	150	13	S/L	7	21		
Camera for Gallery							
4/02/08	237	25	S/L	7	34		
Office Computer							
10/02/09	2,053			3	1,112		
Total	$ 750,403	$ 195,152			$ 22,443	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
CONTRACT LABOR	1,226			1,226
CONTRACT LABOR-HOSTING	560			560
HONORARIUMS	380			380
INSURANCE, WORKMANS COMP	220			220
BANK SERVICE CHARGES	89			89
MISCELLANEOUS	800			800
OFFICE EXPENSE	3,127			3,127

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MAINTENANCE-BUILDING	$ 2,796	$	$	$ 2,796
MAINTENANCE-EQUIPMENT	1,013			1,013
OTHER EXPENSES-SPECIAL EVENTS	1,439			1,439
SUPPLIES	188			188
FREIGHT AND POSTAGE	3,201			3,201
Total	$ 15,039	$ 0	$ 0	$ 15,039

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
WASH MUTUAL INV FUND - RPR	$ 200,501	$ 181,944		$ 206,475
CAPITAL WORLD GROWTH FUND	145,047	165,053		159,535
INCOME FUND OF AMERICA-A	58,012	58,012		46,767
Total	$ 403,560	$ 405,009		$ 412,777

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	$ 522,398	$ 719,603	$ 217,595	$
	30,800	30,800		673,375
Total	$ 553,198	$ 750,403	$ 217,595	$ 673,375

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
DONATED ASSETS	$ 17,721	$ 17,721	$ 16,500
Total	$ 17,721	$ 17,721	$ 16,500

Federal Statements

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
DAVID CARTER 813 NW 41ST ST LAWTON OK 73505	CHAIRPERSON	0.00	0	0	0
JANE GODLOVE 726 NE 46TH ST LAWTON OK 73505	TREASURER	0.00	0	0	0
JOHN KENNEDY II PO BOX 8 LAWTON OK 73502	BOARD MEMBER	0.00	0	0	0
JUDY GARRETT 1130 BROOKSIDE DR NORMAN OK 73072	SECRETARY	0.00	0	0	0
PAUL FISHER 308 NW RIDGEVIEW WAY LAWTON OK 73505	BOARD MEMBER	0.00	0	0	0
NANCY ANDERSON 113 SE TATTERSHALL LAWTON OK 73501	EXEC DIRECTO	40.00	27,083	0	0
FLOYD KENNEDY 3018 NW EUCLID AVE LAWTON OK 73505	TRUSTEE	0.00	0	0	0
ROBERT ROSS 513 C AVE LAWTON OK 73501	TRUSTEE	0.00	0	0	0
ALAN JOLLY 3018 SE WILLOW LANE LAWTON OK 73501	TRUSTEE	0.00	0	0	0

Federal Statements

Statement 10 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities

Description
The Leslie Powell Foundation, Inc. operates an art gallery that serves as a display for the art works of various artists, which includes high school and college students, as well as a meeting place for art groups in the Lawton-Fort Sill community.

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
The applicant must use the application found on the organization's website at www.lpgallery.org

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
September 30th each year

Statement 12 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
Awards are limited to the region surrounding Lawton, Oklahoma and awards are given only for arts and humanities programs.

LESL0206 LESLIE POWELL FOUNDATION, INC. 05/14/2010 6:06 PM

73-1190206

Federal Asset Report

FYE: 12/31/2009

Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	Per	Conv	Meth	Prior	Current
Other Depreciation:												
1	BUILDING-620 SW D AVE	11/01/00	585,808				585,808	40	MO	S/L	119,028	14,645
2	BUILDING-620 SW D AVE	1/01/01	34,414				34,414	40	MO	S/L	6,845	861
3	FURNITURE & FIXTURES	12/31/97	21,906				21,906	5	MO	S/L	21,906	0
4	FURNITURE & FIXTURES	12/31/95	1,494				1,494	5	MO	S/L	1,494	0
5	FURNITURE & FIXTURES	11/01/00	40,793				40,793	10	MO	S/L	33,393	4,080
6	FURNITURE & FIXTURES	1/31/01	1,632				1,632	10	MO	S/L	1,223	163
7	FRAMING	3/20/02	3,847				3,847	10	MO	S/L	2,502	384
8	2 CHAIR CARRIERS	3/07/03	650				650	10	MO	S/L	358	65
9	FOOD PROCESSOR	10/04/06	87				87	5	MO	S/L	43	18
10	200 WINE GLASSES	10/20/06	146				146	5	MO	S/L	73	29
11	AWNING	10/04/07	1,801				1,801	7	MO	S/L	289	258
12	LAND - 620 SW D AVE	1/07/99	30,000				30,000	0	--	Land	0	0
13	CEMETERY LOT	12/31/95	800				800	0	--	Land	0	0
14	COMPUTER EQUIPMENT	2/12/98	3,889				3,889	5	MO	S/L	3,889	0
15	COMPUTER	9/26/00	802				802	5	MO	S/L	802	0
16	DELL COMPUTER	3/26/04	960				960	5	MO	S/L	866	94
17	PRINTER	3/30/05	380				380	5	MO	S/L	266	76
18	DELL COMPUTER	5/31/05	1,461				1,461	5	MO	S/L	1,022	292
19	SOFTWARE	8/24/05	137				137	3	MO	S/L	137	0
20	FAX MACHINE	9/06/05	218				218	5	MO	S/L	154	43
21	SOFTWARE	10/07/05	300				300	3	MO	S/L	300	0
22	DIGITAL PROJECTOR	9/18/06	920				920	5	MO	S/L	460	184
23	HP PRINTER	8/10/07	173				173	5	MO	S/L	48	34
24	ARTWORK	12/31/95	12,500				12,500	0	--	Memo	0	0
25	CONCRETE BASE FOR SCULPTURE	4/17/08	2,500				2,500	0	--	Memo	0	0
26	Art Rack for gallery	9/05/08	345				345	7	MO	S/L	16	50
27	Slide copier	6/01/08	150				150	7	MO	S/L	13	21
28	Camera for Gallery	4/02/08	237				237	7	MO	S/L	25	34
29	Office Computer	10/02/09	2,053			X	1,027	3	MO	Amort	0	1,112
	Total Other Depreciation		750,403				749,377				195,152	22,443
	Total ACRS and Other Depreciation		750,403				749,377				195,152	22,443
	Grand Totals		750,403				749,377				195,152	22,443
	Less: Dispositions and Transfers		0				0				0	0
	Less: Start-up/Org Expense		0				0				0	0
	Net Grand Totals		750,403				749,377				195,152	22,443

LESL0206 LESLIE POWELL FOUNDATION, INC.
73-1190206
FYE: 12/31/2009

05/14/2010 6:06 PM

AMT Asset Report
Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	Per	Conv	Meth	Prior	Current
Other Depreciation:												
1	BUILDING-620 SW D AVE	11/01/00	0				0	0	HY		0	0
2	BUILDING-620 SW D AVE	1/01/01	0				0	0	HY		0	0
3	FURNITURE & FIXTURES	12/31/97	0				0	0	HY		0	0
4	FURNITURE & FIXTURES	12/31/95	0				0	0	HY		0	0
5	FURNITURE & FIXTURES	11/01/00	0				0	0	HY		0	0
6	FURNITURE & FIXTURES	1/31/01	0				0	0	HY		0	0
7	FRAMING	3/20/02	0				0	0	HY		0	0
8	2 CHAIR CARRIERS	3/07/03	0				0	0	HY		0	0
9	FOOD PROCESSOR	10/04/06	0				0	0	HY		0	0
10	200 WINE GLASSES	10/20/06	0				0	0	HY		0	0
11	AWNING	10/04/07	0				0	0	HY		0	0
12	LAND - 620 SW D AVE	1/07/99	0				0	0	HY		0	0
13	CEMETERY LOT	12/31/95	0				0	0	HY		0	0
14	COMPUTER EQUIPMENT	2/12/98	0				0	0	HY		0	0
15	COMPUTER	9/26/00	0				0	0	HY		0	0
16	DELL COMPUTER	3/26/04	0				0	0	HY		0	0
17	PRINTER	3/30/05	0				0	0	HY		0	0
18	DELL COMPUTER	5/31/05	0				0	0	HY		0	0
19	SOFTWARE	8/24/05	0				0	0	HY		0	0
20	FAX MACHINE	9/06/05	0				0	0	HY		0	0
21	SOFTWARE	10/07/05	0				0	0	HY		0	0
22	DIGITAL PROJECTOR	9/18/06	0				0	0	HY		0	0
23	HP PRINTER	8/10/07	0				0	0	HY		0	0
24	ARTWORK	12/31/95	0				0	0	HY		0	0
25	CONCRETE BASE FOR SCULPTURE	4/17/08	0				0	0	HY		0	0
26	Art Rack for gallery	9/05/08	0				0	0	HY		0	0
27	Slide copier	6/01/08	0				0	0	HY		0	0
28	Camera for Gallery	4/02/08	0				0	0	HY		0	0
	Total Other Depreciation		0				0				0	0
	Total ACRS and Other Depreciation		0				0				0	0
	Grand Totals		0				0				0	0
	Less: Dispositions and Transfers		0				0				0	0
	Net Grand Totals		0				0				0	0

LESL0206 LESLIE POWELL FOUNDATION, INC. 05/14/2010 6:06 PM
73-1190206
FYE: 12/31/2009

Bonus Depreciation Report

Asset	Property Description	Date In Service	Tax Cost	Bus Pct	Tax Sec 179 Exp	Current Bonus	Prior Bonus	Tax - Basis for Depr
Activity: Form 990, Page 1								
29	Office Computer	10/02/09	2,053		0	1,026	0	1,027
		Form 990, Page 1	2,053		0	1,026	0	1,027
		Grand Total	2,053		0	1,026	0	1,027

Depreciation Adjustment Report
All Business Activities

Form	Unit	Asset	Description	Tax	AMT	AMT Adjustments/ Preferences

There are no assets that meet the criteria of this report

Future Depreciation Report FYE: 12/31/10

FYE: 12/31/2009

Form 990, Page 1

Asset	Description	Date In Service	Cost	Tax	AMT
Other Depreciation:					
1	BUILDING-620 SW D AVE	11/01/00	585,808	14,646	0
2	BUILDING-620 SW D AVE	1/01/01	34,414	860	0
3	FURNITURE & FIXTURES	12/31/97	21,906	0	0
4	FURNITURE & FIXTURES	12/31/95	1,494	0	0
5	FURNITURE & FIXTURES	11/01/00	40,793	3,320	0
6	FURNITURE & FIXTURES	1/31/01	1,632	164	0
7	FRAMING	3/20/02	3,847	385	0
8	2 CHAIR CARRIERS	3/07/03	650	65	0
9	FOOD PROCESSOR	10/04/06	87	17	0
10	200 WINE GLASSES	10/20/06	146	30	0
11	AWNING	10/04/07	1,801	257	0
12	LAND - 620 SW D AVE	1/07/99	30,000	0	0
13	CEMETERY LOT	12/31/95	800	0	0
14	COMPUTER EQUIPMENT	2/12/98	3,889	0	0
15	COMPUTER	9/26/00	802	0	0
16	DELL COMPUTER	3/26/04	960	0	0
17	PRINTER	3/30/05	380	38	0
18	DELL COMPUTER	5/31/05	1,461	147	0
19	SOFTWARE	8/24/05	137	0	0
20	FAX MACHINE	9/06/05	218	21	0
21	SOFTWARE	10/07/05	300	0	0
22	DIGITAL PROJECTOR	9/18/06	920	184	0
23	HP PRINTER	8/10/07	173	35	0
24	ARTWORK	12/31/95	12,500	0	0
25	CONCRETE BASE FOR SCULPTURE	4/17/08	2,500	0	0
26	Art Rack for gallery	9/05/08	345	49	0
27	Slide copier	6/01/08	150	21	0
28	Camera for Gallery	4/02/08	237	34	0
29	Office Computer	10/02/09	2,053	342	0
	Total Other Depreciation		750,403	20,615	0
	Total ACRS and Other Depreciation		750,403	20,615	0
	Grand Totals		750,403	20,615	0

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
INTEREST-BANCFIRST 5200511405	$ 16		14	
INTEREST-IRS	10		14	
Total	$ 26			

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
DIVIDENDS-PRIME FUND	$ 18		14	
DIVIDENDS-INCOME FD OF AMERIC	2,083		14	
DIVIDENDS-CAPITAL WORLD GROWT	4,186		14	
DIVIDENDS-WASHINGTON MUTUAL	6,211		14	
Total	$ 12,498			