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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	End of year
			(a) Book Value	(b) Book Value
A S S E T S	1 Cash – non-interest-bearing			
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	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)	178,039.	153,969.	161,024.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe ▶ )				
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	178,039.	153,969.	161,024.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ See Statement 4 )	5,182.	7,314.	
	23 Total liabilities (add lines 17 through 22)	5,182.	7,314.	
N F E U N D A S B S A E L T A S N C O R E S	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	214,375.	214,375.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-41,518.	-67,720.	
	30 Total net assets or fund balances (see the instructions)	172,857.	146,655.	
	31 Total liabilities and net assets/fund balances (see the instructions) ..	178,039.	153,969.	

## 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	172,857.
2 Enter amount from Part I, line 27a	2	-26,202.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	146,655.
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	146,655.

**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 shares MLC Company)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 5					
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (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	-11,381.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	-7,114.	
If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8					

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

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

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

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

 Yes  No

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

1 Enter the appropriate amount in each column for each year; see 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 (column (b) divided by column (c))
2008	11,000.	197,979.	0.055561
2007	7,000.	248,125.	0.028212
2006	12,772.	238,613.	0.053526
2005	11,917.	216,409.	0.055067
2004	8,500.	208,492.	0.040769

- 2 Total of line 1, column (d) 2 0.233135
- 3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.046627
- 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 143,552.
- 5 Multiply line 4 by line 3 5 6,693.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6
- 7 Add lines 5 and 6 7 6,693.
- 8 Enter qualifying distributions from Part XII, line 4 8 11,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a	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 instr.)	1 2 3 4 5	0.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0.
3	Add lines 1 and 2		0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	0.	
6	<b>Credits/Payments</b>		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	
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	0.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
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**

1 a 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?

	Yes	No
1a		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1b	X
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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
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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?

2	X
---	---

If 'Yes,' attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

3	X
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4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a	X
----	---

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

4b	N/A
----	-----

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5	X
---	---

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

6	X
---	---

- 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?

7	X
---	---

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

8a	
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a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►

8b	X
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TX

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

9	X
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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

10	X
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10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

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 ► Suzanne H. Stanfield Lynskey Telephone no ► (281) 224-7089 Located at ► 86 N Sunny Slope Circle Spring TX ZIP + 4 ► 77381-6520		
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	► 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.

1a During the year did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No
- (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes  No

b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?

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?

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?

If 'Yes,' list the years ► 20\_\_, 20\_\_, 20\_\_, 20\_\_

 Yes  No

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions)

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 2007, 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)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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? .. . . . .

		Yes	No
1b			N/A
1c			X
2b			N/A
3b			N/A
4a			X
4b			X

BAA

Form 990-PF (2009)

## 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  
 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

5b 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?

6b X

If 'Yes' to 6b, file Form 8870

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

 Yes  No

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

7b N/A

## 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 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 6		4,000.	0.	0.
-----				
-----				
-----				
-----				
-----				

## 2 Compensation of five highest-paid employees (other than those included on line 1— see 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

► 0

**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 instructions). If none, enter 'NONE.'**

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

**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	
2	
3	
4	

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

3	

**Total. Add lines 1 through 3** 0.

BAA

Form 990-PF (2009)

**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	143,924.
b Average of monthly cash balances	1b	1,814.
c Fair market value of all other assets (see instructions)	1c	
<b>d Total</b> (add lines 1a, b, and c)	1d	145,738.
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	145,738.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	2,186.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	143,552.
<b>6 Minimum investment return.</b> Enter 5% of line 5	6	7,178.

**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	7,178.
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	7,178.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	7,178.
6 Deduction from distributable amount (see instructions)	6	
<b>7 Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	7,178.

**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	11,000.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
<b>4 Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	11,000.
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 instructions)	5	
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	11,000.

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				7,178.
2 Undistributed income, if any, as of the end of 2009			9,899.	
a Enter amount for 2008 only		0.		
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	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 11,000.			9,899.	
a Applied to 2008, but not more than line 2a				
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				1,101.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b Taxable amount – see instructions			0.	
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions				0.
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				6,077.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

N/A



**Part XV** **Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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) )

None

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

None

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

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

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

See Statement 7

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

See Statement for Line 2a

- c Any submission deadlines:**

See Statement for Line 2a

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

See Statement for Line 2a

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

Recipient	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
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i>				
Lexington Theological Seminary 631 S. Limestone Lexington, KY 40580	NA	N/A	Operational needs of organization	1,000.
ALS Therapy Development Institute 215 First Street Cambridge, MA 02142	NA	N/A	Operational needs of organization	10,000.
<b>Total</b>			► 3a	11,000.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
<b>1 Program service revenue:</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>					
<b>5 Net rental income or (loss) from real estate:</b>					
<b>a Debt-financed property</b>					
<b>b Not debt-financed property</b>					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>					
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue:</b>					
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>12 Subtotal Add columns (b), (d), and (e)</b>				<b>3,320.</b>	<b>-11,381.</b>
<b>13 Total Add line 12, columns (b), (d), and (e)</b>				<b>13</b>	<b>-8,061.</b>

(See worksheet in the instructions for line 13 to verify calculations )

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions )
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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1 c	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.

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

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

 Signature of officer or trustee		6-30-10	Chairman	
		Date	6-	Title
<b>Paid Preparer's Use Only</b>	Preparer's signature	 John B. Knox, CPA		Preparer's Identifying number (See Signature in the instrs)
		Date		6-14-10
		Check if self-employed	<input type="checkbox"/>	P00165983
	Firm's name (or yours if self-employed), address, and ZIP code		EIN	
	John B. Knox, CPA		68-0582025	
	1301 Nueces, Suite 101		Phone no	
	Austin, TX 78701		(512) 236-9098	

**BAA**

**Statement 1**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	\$ 675.	\$ 675.		
Total	<u>\$ 675.</u>	<u>\$ 675.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment fees	\$ 2,015.	\$ 2,015.		
Total	<u>\$ 2,015.</u>	<u>\$ 2,015.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Income Tax	\$ 258.	\$ 258.		
Total	<u>\$ 258.</u>	<u>\$ 258.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 4**  
**Form 990-PF, Part II, Line 22**  
**Other Liabilities**

Cash overdraft . . .	\$ 7,314.
Total	<u>\$ 7,314.</u>

**Statement 5**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	13 ALTERA CORP COM	Purchased	11/25/2008	2/10/2009
2	12 ALTERA CORP COM	Purchased	11/25/2008	2/11/2009
3	30 ALTERA CORP COM	Purchased	11/25/2008	7/20/2009
4	60 ALTERA CORP COM	Purchased	12/15/2008	7/20/2009

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
5	2 ANADARKO PETE CORP	Purchased	7/20/2009	8/06/2009
6	22 ANADARKO PETE CORP	Purchased	7/20/2009	12/14/2009
7	10 ANADARKO PETE CORP	Purchased	7/20/2009	12/15/2009
8	7 ARCHER DANIELS MIDLD	Purchased	2/09/2009	12/30/2009
9	3 CAPITAL ONE FINL	Purchased	2/02/2009	4/27/2009
10	6 CAPITAL ONE FINL	Purchased	2/03/2009	5/11/2009
11	40 CAPITAL ONE FINL	Purchased	2/02/2009	5/11/2009
12	24 CAPITAL ONE FINL	Purchased	2/03/2009	5/12/2009
13	4 CHECK POINT SOFTWARE TECH	Purchased	5/18/2009	5/26/2009
14	13 CHECK POINT SOFTWARE TECH	Purchased	5/18/2009	8/03/2009
15	13 CHECK POINT SOFTWARE TECH	Purchased	5/18/2009	8/04/2009
16	4 CHECK POINT SOFTWARE TECH	Purchased	5/18/2009	8/05/2009
17	3 CHECK POINT SOFTWARE TECH	Purchased	5/18/2009	12/30/2009
18	2 CHECK POINT SOFTWARE TECH	Purchased	5/19/2009	12/30/2009
19	26 COOPER INDSTRS LTD CL A	Purchased	12/08/2008	2/09/2009
20	3 COOPER INDSTRS LTD CL A	Purchased	12/08/2008	8/06/2009
21	25 COOPER INDUSTRIES PLC	Purchased	12/08/2008	10/05/2009
22	25 COOPER INDUSTRIES PLC	Purchased	12/08/2008	10/06/2009
23	5 COCA COLA ENTERPRISES	Purchased	6/15/2009	8/06/2009
24	6 COCA COLA ENTERPRISES	Purchased	6/15/2009	12/30/2009
25	3 COMPUTER SCIENCE CRP	Purchased	3/02/2009	5/26/2009
26	4 COMPUTER SCIENCE CRP	Purchased	3/02/2009	12/30/2009
27	6 CONAGRA FOODS INC	Purchased	6/22/2009	8/06/2009
28	4 CONAGRA FOODS INC	Purchased	6/22/2009	12/30/2009
29	1 FLOWSERVE CORP	Purchased	9/08/2009	12/30/2009
30	1 GOLDMAN SACHS GROUP INC	Purchased	6/01/2009	8/06/2009
31	2 GOLDMAN SACHS GROUP INC	Purchased	6/01/2009	12/30/2009
32	40 HUDSON CITY BANCORP INC	Purchased	5/11/2009	11/09/2009
33	32 HUDSON CITY BANCORP INC	Purchased	5/12/2009	11/09/2009
34	31 HUDSON CITY BANCORP INC	Purchased	5/12/2009	11/10/2009
35	3 MARATHON OIL CORP	Purchased	7/06/2009	12/30/2009
36	9 NABORS INDUSTRIES LTD	Purchased	11/23/2009	12/30/2009
37	4 NORTHROP GRUMMAN CORP	Purchased	8/03/2009	8/06/2009
38	4 NORTHROP GRUMMAN CORP	Purchased	8/03/2009	12/30/2009
39	3 ROSS STORES INC COM	Purchased	10/21/2008	8/06/2009
40	120 SYMANTEC CORP COM	Purchased	10/28/2008	4/13/2009
41	7 TEXAS INSTRUMENTS	Purchased	10/05/2009	12/30/2009
42	6 UNUM GROUP	Purchased	10/15/2008	8/06/2009
43	3 VERIZON COMMUNICATNS COM	Purchased	4/06/2009	12/30/2009
44	3 ACE LIMITED	Purchased	3/31/2009	5/26/2009
45	29 ACE LIMITED	Purchased	3/31/2009	7/06/2009
46	2 ACE LIMITED	Purchased	4/27/2009	8/06/2009
47	18 ALLSTATE CORP DEL COM	Purchased	9/23/2008	3/31/2009
48	2 ALLSTATE CORP DEL COM	Purchased	9/23/2008	4/01/2009
49	1 APOLLO GROUP INC CL A	Purchased	3/30/2009	8/06/2009
50	6 APOLLO GROUP INC CL A	Purchased	3/30/2009	8/31/2009
51	2 APOLLO GROUP INC CL A	Purchased	3/30/2009	9/01/2009
52	6 APOLLO GROUP INC CL A	Purchased	3/31/2009	9/01/2009
53	5 APOLLO GROUP INC CL A	Purchased	3/31/2009	9/02/2009
54	19 ALTERA CORP COM	Purchased	10/21/2008	2/09/2009
55	51 ALTERA CORP COM	Purchased	10/21/2008	2/10/2009
56	14 AES CORP	Purchased	9/21/2009	12/30/2009
57	3 AMGEN INC COM PV \$0.0001	Purchased	11/03/2008	5/26/2009
58	4 ARCHER DANIELS MIDLD	Purchased	2/09/2009	5/26/2009
59	4 ARCHER DANIELS MIDLD	Purchased	2/09/2009	8/06/2009
60	50 BEST BUY CO INC	Purchased	2/26/2008	1/20/2009

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
61	45 CAPITAL ONE FINL	Purchased	4/21/2008	3/23/2009
62	16 CAPITAL ONE FINL	Purchased	4/28/2008	3/23/2009
63	14 CAPITAL ONE FINL	Purchased	4/28/2008	4/27/2009
64	30 CAPITAL ONE FINL	Purchased	12/23/2008	4/27/2009
65	11 COOPER INDSTRS LTD CL A	Purchased	12/08/2008	2/10/2009
66	37 CUMMINS INC COM	Purchased	9/23/2008	4/20/2009
67	23 CUMMINS INC COM	Purchased	9/23/2008	4/21/2009
68	5 DARDEN RESTAURANTS INC	Purchased	4/20/2009	5/26/2009
69	7 DARDEN RESTAURANTS INC	Purchased	4/20/2009	12/30/2009
70	13 DISCOVER FINL SVCS	Purchased	11/09/2009	12/30/2009
71	10 DOVER CORP	Purchased	5/12/2008	5/04/2009
72	14 DOVER CORP	Purchased	5/12/2008	5/05/2009
73	13 ENSCO INTL LTD SPNSR ADR	Purchased	10/19/2009	12/29/2009
74	8 ENSCO INTL LTD SPNSR ADR	Purchased	10/19/2009	12/30/2009
75	1 ENSCO INTL LTD SPNSR ADR	Purchased	10/20/2009	12/31/2009
76	7 ENSCO INTL LTD SPNSR ADR	Purchased	10/19/2009	12/31/2009
77	6 FAMILY DOLLAR STORES	Purchased	4/06/2009	12/30/2009
78	9 GAP INC DELAWARE	Purchased	4/16/2008	4/07/2009
79	7 GARMIN LTD (KAYMAN IS)	Purchased	8/31/2009	12/30/2009
80	17 HUDSON CITY BANCORP INC	Purchased	5/11/2009	5/26/2009
81	28 ELI LILLY & CO	Purchased	1/20/2009	8/10/2009
82	7 ELI LILLY & CO	Purchased	1/20/2009	8/11/2009
83	5 PRIDE INTL INC DEL	Purchased	10/19/2009	12/30/2009
84	14 PROCTER & GAMBLE CO	Purchased	10/13/2008	5/26/2009
85	11 PROCTER & GAMBLE CO	Purchased	10/13/2008	6/15/2009
86	15 PROCTER & GAMBLE CO	Purchased	12/23/2008	6/15/2009
87	7 SYSCO CORPORATION	Purchased	10/28/2008	5/26/2009
88	19 SYSCO CORPORATION	Purchased	10/28/2008	6/15/2009
89	19 SYSCO CORPORATION	Purchased	10/28/2008	6/16/2009
90	5 TJX COS INC NEW	Purchased	12/14/2009	12/30/2009
91	5 UNUM GROUP	Purchased	10/15/2008	5/26/2009
92	3 VERIZON COMMUNICATNS COM	Purchased	4/06/2009	5/26/2009
93	3 VERIZON COMMUNICATNS COM	Purchased	4/06/2009	8/06/2009
94	1 ACE LIMITED	Purchased	4/27/2009	7/06/2009
95	2 WAL-MART STORES INC	Purchased	7/28/2008	5/26/2009
96	19 XILINX INC	Purchased	8/13/2008	3/02/2009
97	15 XILINX INC	Purchased	8/13/2008	3/03/2009
98	3 XILINX INC	Purchased	8/13/2008	3/04/2009
99	4 ACCENTURE LTD CL A	Purchased	12/14/2005	8/06/2009
100	2 AETNA INC NEW	Purchased	11/30/2004	12/30/2009
101	14 ACCENTURE PLC SHS	Purchased	12/14/2005	9/08/2009
102	8 ACCENTURE PLC SHS	Purchased	12/14/2005	9/09/2009
103	5 ACCENTURE PLC SHS	Purchased	2/06/2006	9/09/2009
104	13 ACCENTURE PLC SHS	Purchased	2/06/2006	9/10/2009
105	4 ACCENTURE PLC SHS	Purchased	2/06/2006	9/11/2009
106	22 ACCENTURE PLC SHS	Purchased	2/06/2006	11/09/2009
107	21 ACCENTURE PLC SHS	Purchased	2/06/2006	11/10/2009
108	5 AUTOZONE INC NEVADA COM	Purchased	6/12/2007	2/24/2009
109	2 AUTOZONE INC NEVADA COM	Purchased	6/12/2007	2/24/2009
110	2 AUTOZONE INC NEVADA COM	Purchased	6/12/2007	8/31/2009
111	1 AUTOZONE INC NEVADA COM	Purchased	6/12/2007	9/01/2009
112	2 AUTOZONE INC NEVADA COM	Purchased	6/18/2007	9/01/2009
113	2 AUTOZONE INC NEVADA COM	Purchased	6/18/2007	9/02/2009
114	9 AUTOZONE INC NEVADA COM	Purchased	6/18/2007	11/16/2009
115	2 AUTOZONE INC NEVADA COM	Purchased	6/18/2007	11/17/2009
116	4 BMC SOFTWARE INC	Purchased	4/29/2008	12/30/2009

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
117	20 CSX CORP	Purchased	7/28/2005	7/28/2009
118	3 CSX CORP	Purchased	7/28/2005	12/30/2009
119	3 CHEVRON CORP	Purchased	10/30/2002	8/06/2009
120	5 CHEVRON CORP	Purchased	10/30/2002	12/30/2009
121	5 EXPRESS SCRIPTS INC COM	Purchased	6/23/2005	5/26/2009
122	13 EXPRESS SCRIPTS INC COM	Purchased	6/23/2005	8/03/2009
123	13 EXPRESS SCRIPTS INC COM	Purchased	6/23/2005	8/04/2009
124	4 EXPRESS SCRIPTS INC COM	Purchased	6/23/2005	8/05/2009
125	16 EXPRESS SCRIPTS INC COM	Purchased	6/23/2005	8/17/2009
126	10 EXPRESS SCRIPTS INC COM	Purchased	6/23/2005	8/18/2009
127	23 EXXON MOBIL CORP COM	Purchased	2/19/1998	6/01/2009
128	3 EXXON MOBIL CORP COM	Purchased	2/19/1998	8/06/2009
129	29 EXXON MOBIL CORP COM	Purchased	2/19/1998	10/19/2009
130	17 EXXON MOBIL CORP COM	Purchased	9/19/2006	10/20/2009
131	14 EXXON MOBIL CORP COM	Purchased	2/19/1998	10/21/2009
132	2 EXXON MOBIL CORP COM	Purchased	9/19/2006	12/30/2009
133	8 GAP INC DELAWARE	Purchased	4/16/2008	12/30/2009
134	47 HEWLETT PACKARD CO DEL	Purchased	4/06/2005	3/09/2009
135	18 HEWLETT PACKARD CO DEL	Purchased	4/06/2005	10/26/2009
136	4 HEWLETT PACKARD CO DEL	Purchased	4/06/2005	12/30/2009
137	1 INTL BUSINESS MACHINES	Purchased	2/12/2007	8/06/2009
138	3 INTL BUSINESS MACHINES	Purchased	2/12/2007	12/30/2009
139	2 JOHNSON AND JOHNSON COM	Purchased	2/13/1998	5/26/2009
140	4 JOHNSON AND JOHNSON COM	Purchased	2/13/1998	8/06/2009
141	5 JOHNSON AND JOHNSON COM	Purchased	2/13/1998	12/30/2009
142	1 LOCKHEED MARTIN CORP	Purchased	11/22/2005	12/30/2009
143	2 MCKESSON CORPORATION COM	Purchased	12/14/2005	8/06/2009
144	3 MCKESSON CORPORATION COM	Purchased	12/14/2005	12/30/2009
145	4 MEDCO HEALTH SOLUTIONS I	Purchased	4/02/2007	12/30/2009
146	19 MCDONALDS CORP COM	Purchased	9/15/2003	9/21/2009
147	18 OCCIDENTAL PETE CORP CAL	Purchased	7/18/2005	4/06/2009
148	6 OCCIDENTAL PETE CORP CAL	Purchased	7/18/2005	4/07/2009
149	1 OCCIDENTAL PETE CORP CAL	Purchased	7/18/2005	8/06/2009
150	2 OCCIDENTAL PETE CORP CAL	Purchased	7/18/2005	12/30/2009
151	2 RAYTHEON CO DELAWARE NEW	Purchased	5/01/2006	8/06/2009
152	4 RAYTHEON CO DELAWARE NEW	Purchased	5/01/2006	12/30/2009
153	3 ROSS STORES INC COM	Purchased	10/21/2008	12/30/2009
154	4 SYSCO CORPORATION	Purchased	10/28/2008	12/30/2009
155	15 TRAVELERS COS INC	Purchased	9/27/2005	9/08/2009
156	5 TRAVELERS COS INC	Purchased	9/27/2005	12/30/2009
157	9 UNUM GROUP	Purchased	10/15/2008	12/30/2009
158	6 VALERO ENERGY CORP NEW	Purchased	5/25/2004	8/06/2009
159	26 VALERO ENERGY CORP NEW	Purchased	5/25/2004	11/23/2009
160	3 WSTN DIGITAL CORP DEL	Purchased	2/22/2008	8/06/2009
161	19 WSTN DIGITAL CORP DEL	Purchased	2/22/2008	12/21/2009
162	5 WSTN DIGITAL CORP DEL	Purchased	2/22/2008	12/30/2009
163	2 WELLPOINT INC	Purchased	10/27/2003	8/06/2009
164	3 WELLPOINT INC	Purchased	10/27/2003	12/30/2009
165	38 ALLSTATE CORP DEL COM	Purchased	8/16/2006	3/30/2009
166	9 ALLSTATE CORP DEL COM	Purchased	8/16/2006	3/31/2009
167	3 AMGEN INC COM PV \$0.0001	Purchased	11/03/2008	12/30/2009
168	1 APPLIED MATERIAL INC	Purchased	5/01/2007	1/12/2009
169	130 APPLIED MATERIAL INC	Purchased	5/17/2007	1/12/2009
170	14 BMC SOFTWARE INC	Purchased	4/29/2008	7/06/2009
171	30 BMC SOFTWARE INC	Purchased	4/29/2008	7/07/2009
172	3 CONOCOPHILLIPS	Purchased	6/09/2008	12/30/2009

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
173	11 CA INC	Purchased	9/21/2007	12/30/2009
174	4 CHUBB CORP	Purchased	2/26/2008	12/30/2009
175	3 DOVER CORP	Purchased	5/12/2008	8/06/2009
176	3 DOVER CORP	Purchased	5/12/2008	12/30/2009
177	3 FOREST LABS INC	Purchased	11/22/2006	8/06/2009
178	6 FOREST LABS INC	Purchased	11/22/2006	12/30/2009
179	51 GAP INC DELAWARE	Purchased	2/25/2008	4/06/2009
180	44 GAP INC DELAWARE	Purchased	2/25/2008	4/07/2009
181	11 GAP INC DELAWARE	Purchased	4/16/2008	8/06/2009
182	51 GENERAL ELECTRIC	Purchased	2/13/1998	3/30/2009
183	36 GENERAL ELECTRIC	Purchased	2/13/1998	3/31/2009
184	3 GENERAL ELECTRIC	Purchased	2/13/1998	4/01/2009
185	15 GENERAL MILLS	Purchased	1/31/2005	5/18/2009
186	16 GENERAL MILLS	Purchased	1/31/2005	5/19/2009
187	6 GENERAL MILLS	Purchased	1/31/2005	5/20/2009
188	1 HONEYWELL INTL INC DEL	Purchased	12/05/2006	12/30/2009
189	2 HONEYWELL INTL INC DEL	Purchased	6/26/2007	12/30/2009
190	9 HEINZ H J CO PV 25CT	Purchased	3/29/2007	6/22/2009
191	27 HEINZ H J CO PV 25CT	Purchased	3/29/2007	6/23/2009
192	9 HEINZ H J CO PV 25CT	Purchased	3/29/2007	6/24/2009
193	8 INTL PAPER CO	Purchased	9/05/2007	12/30/2009
194	33 KLA TENCOR CORP PV\$0.001	Purchased	7/06/2007	3/31/2009
195	20 KLA TENCOR CORP PV\$0.001	Purchased	7/06/2007	4/01/2009
196	2 KLA TENCOR CORP PV\$0.001	Purchased	7/06/2007	4/01/2009
197	24 KROGER CO	Purchased	12/15/2006	3/02/2009
198	19 KROGER CO	Purchased	12/15/2006	3/03/2009
199	3 KROGER CO	Purchased	12/15/2006	3/04/2009
200	4 KROGER CO	Purchased	12/15/2006	8/06/2009
201	4 KROGER CO	Purchased	12/15/2006	12/30/2009
202	30 LAUDER ESTEE COS INC A	Purchased	6/13/2007	2/02/2009
203	20 LAUDER ESTEE COS INC A	Purchased	6/13/2007	2/03/2009
204	4 L-3 COMMNCNTNS HLDGS	Purchased	8/20/2007	5/26/2009
205	1 L-3 COMMNCNTNS HLDGS	Purchased	8/20/2007	8/06/2009
206	2 L-3 COMMNCNTNS HLDGS	Purchased	8/20/2007	12/30/2009
207	21 MCDONALDS CORP COM	Purchased	11/13/2007	9/22/2009
208	14 MCDONALDS CORP COM	Purchased	11/13/2007	9/23/2009
209	8 NRG ENERGY INC	Purchased	12/28/2007	12/30/2009
210	19 PRUDENTIAL FINANCIAL INC	Purchased	12/14/2004	3/31/2009
211	4 PRUDENTIAL FINANCIAL INC	Purchased	12/14/2004	3/31/2009
212	10 PRUDENTIAL FINANCIAL INC	Purchased	6/18/2007	3/31/2009
213	10 PFIZER INC DEL PV\$0.05	Purchased	10/30/2002	8/06/2009
214	13 PFIZER INC	Purchased	10/30/2002	12/30/2009
215	23 QWEST COMM INTL INC COM	Purchased	1/17/2006	5/26/2009
216	20 QWEST COMM INTL INC COM	Purchased	1/17/2006	12/30/2009
217	4 SAFEWAY INC NEW	Purchased	1/09/2006	8/06/2009
218	3 SAFEWAY INC NEW	Purchased	1/09/2006	12/30/2009
219	3 SUNOCO INC PV\$1 PA	Purchased	2/14/2006	5/26/2009
220	12 SUNOCO INC PV\$1 PA	Purchased	2/14/2006	11/23/2009
221	18 SUNOCO INC PV\$1 PA	Purchased	2/14/2006	11/24/2009
222	17 VALERO ENERGY CORP NEW	Purchased	5/25/2004	11/24/2009
223	25 VALERO ENERGY CORP NEW	Purchased	7/23/2007	11/24/2009
224	3 WAL-MART STORES INC	Purchased	7/28/2008	12/30/2009
225	5 WSTN DIGITAL CORP DEL	Purchased	2/22/2008	5/26/2009
226	6 XILINX INC	Purchased	8/13/2008	12/30/2009

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	206.		188.	18.				\$ 18.
2	185.		174.	11.				11.
3	516.		434.	82.				82.
4	1,033.		924.	109.				109.
5	99.		94.	5.				5.
6	1,325.		1,036.	289.				289.
7	608.		471.	137.				137.
8	221.		201.	20.				20.
9	52.		49.	3.				3.
10	168.		94.	74.				74.
11	1,118.		654.	464.				464.
12	605.		376.	229.				229.
13	96.		91.	5.				5.
14	346.		297.	49.				49.
15	345.		297.	48.				48.
16	106.		91.	15.				15.
17	102.		69.	33.				33.
18	68.		47.	21.				21.
19	752.		750.	2.				2.
20	106.		87.	19.				19.
21	912.		722.	190.				190.
22	931.		722.	209.				209.
23	96.		85.	11.				11.
24	128.		102.	26.				26.
25	123.		103.	20.				20.
26	231.		137.	94.				94.
27	118.		114.	4.				4.
28	93.		76.	17.				17.
29	95.		91.	4.				4.
30	168.		145.	23.				23.
31	333.		291.	42.				42.
32	523.		513.	10.				10.
33	419.		409.	10.				10.
34	408.		396.	12.				12.
35	94.		85.	9.				9.
36	199.		186.	13.				13.
37	188.		183.	5.				5.
38	227.		183.	44.				44.
39	130.		90.	40.				40.
40	826.		1,713.	-887.				-887.
41	180.		159.	21.				21.
42	118.		113.	5.				5.
43	100.		98.	2.				2.
44	133.		119.	14.				14.
45	1,262.		1,155.	107.				107.
46	101.		90.	11.				11.
47	342.		819.	-477.				-477.
48	39.		91.	-52.				-52.
49	69.		78.	-9.				-9.
50	394.		470.	-76.				-76.
51	128.		157.	-29.				-29.
52	384.		473.	-89.				-89.
53	322.		394.	-72.				-72.

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
54	311.		336.	-25.				\$ -25.
55	809.		902.	-93.				-93.
56	190.		201.	-11.				-11.
57	150.		184.	-34.				-34.
58	109.		115.	-6.				-6.
59	114.		115.	-1.				-1.
60	1,388.		2,354.	-966.				-966.
61	577.		2,154.	-1,577.				-1,577.
62	205.		847.	-642.				-642.
63	241.		741.	-500.				-500.
64	518.		871.	-353.				-353.
65	302.		318.	-16.				-16.
66	1,010.		2,148.	-1,138.				-1,138.
67	636.		1,335.	-699.				-699.
68	176.		195.	-19.				-19.
69	247.		272.	-25.				-25.
70	191.		199.	-8.				-8.
71	318.		527.	-209.				-209.
72	442.		737.	-295.				-295.
73	534.		634.	-100.				-100.
74	327.		390.	-63.				-63.
75	40.		48.	-8.				-8.
76	282.		341.	-59.				-59.
77	168.		199.	-31.				-31.
78	126.		170.	-44.				-44.
79	220.		227.	-7.				-7.
80	205.		218.	-13.				-13.
81	946.		1,067.	-121.				-121.
82	236.		267.	-31.				-31.
83	162.		162.	0.				0.
84	751.		889.	-138.				-138.
85	565.		699.	-134.				-134.
86	770.		908.	-138.				-138.
87	164.		173.	-9.				-9.
88	436.		470.	-34.				-34.
89	434.		470.	-36.				-36.
90	184.		190.	-6.				-6.
91	85.		94.	-9.				-9.
92	88.		98.	-10.				-10.
93	93.		98.	-5.				-5.
94	44.		45.	-1.				-1.
95	100.		113.	-13.				-13.
96	322.		517.	-195.				-195.
97	259.		409.	-150.				-150.
98	55.		82.	-27.				-27.
99	140.		116.	24.				24.
100	64.		59.	5.				5.
101	484.		404.	80.				80.
102	277.		231.	46.				46.
103	173.		159.	14.				14.
104	455.		414.	41.				41.
105	142.		127.	15.				15.
106	876.		701.	175.				175.

## Statement 5 (continued)

## Form 990-PF, Part IV, Line 1

## Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
107	828.		669.	159.				\$ 159.
108	719.		672.	47.				47.
109	289.		269.	20.				20.
110	294.		269.	25.				25.
111	146.		134.	12.				12.
112	291.		279.	12.				12.
113	291.		279.	12.				12.
114	1,286.		1,255.	31.				31.
115	284.		279.	5.				5.
116	161.		140.	21.				21.
117	795.		452.	343.				343.
118	147.		68.	79.				79.
119	207.		108.	99.				99.
120	388.		179.	209.				209.
121	303.		129.	174.				174.
122	902.		335.	567.				567.
123	897.		335.	562.				562.
124	271.		103.	168.				168.
125	1,082.		412.	670.				670.
126	668.		258.	410.				410.
127	1,643.		620.	1,023.				1,023.
128	209.		81.	128.				128.
129	2,138.		781.	1,357.				1,357.
130	1,240.		1,129.	111.				111.
131	1,031.		377.	654.				654.
132	137.		133.	4.				4.
133	169.		151.	18.				18.
134	1,219.		1,024.	195.				195.
135	867.		392.	475.				475.
136	211.		87.	124.				124.
137	118.		99.	19.				19.
138	396.		296.	100.				100.
139	110.		69.	41.				41.
140	240.		137.	103.				103.
141	324.		171.	153.				153.
142	76.		61.	15.				15.
143	105.		105.	0.				0.
144	190.		157.	33.				33.
145	259.		147.	112.				112.
146	1,067.		447.	620.				620.
147	1,038.		708.	330.				330.
148	336.		236.	100.				100.
149	70.		39.	31.				31.
150	164.		79.	85.				85.
151	93.		91.	2.				2.
152	209.		182.	27.				27.
153	130.		90.	40.				40.
154	113.		99.	14.				14.
155	737.		658.	79.				79.
156	251.		219.	32.				32.
157	178.		169.	9.				9.
158	112.		98.	14.				14.
159	426.		425.	1.				1.

**Statement 5 (continued)**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
160	94.		92.	2.				\$ 2.
161	822.		585.	237.				237.
162	221.		154.	67.				67.
163	100.		71.	29.				29.
164	175.		106.	69.				69.
165	719.		2,179.	-1,460.				-1,460.
166	171.		516.	-345.				-345.
167	172.		184.	-12.				-12.
168	10.		19.	-9.				-9.
169	1,309.		2,457.	-1,148.				-1,148.
170	458.		490.	-32.				-32.
171	967.		1,050.	-83.				-83.
172	152.		284.	-132.				-132.
173	248.		285.	-37.				-37.
174	198.		215.	-17.				-17.
175	103.		158.	-55.				-55.
176	126.		158.	-32.				-32.
177	78.		150.	-72.				-72.
178	194.		300.	-106.				-106.
179	731.		1,008.	-277.				-277.
180	618.		870.	-252.				-252.
181	197.		207.	-10.				-10.
182	507.		1,322.	-815.				-815.
183	366.		933.	-567.				-567.
184	30.		78.	-48.				-48.
185	787.		794.	-7.				-7.
186	838.		847.	-9.				-9.
187	315.		318.	-3.				-3.
188	40.		43.	-3.				-3.
189	79.		112.	-33.				-33.
190	322.		425.	-103.				-103.
191	958.		1,274.	-316.				-316.
192	319.		425.	-106.				-106.
193	217.		283.	-66.				-66.
194	663.		1,861.	-1,198.				-1,198.
195	403.		1,128.	-725.				-725.
196	40.		113.	-73.				-73.
197	491.		585.	-94.				-94.
198	386.		463.	-77.				-77.
199	62.		73.	-11.				-11.
200	86.		97.	-11.				-11.
201	82.		97.	-15.				-15.
202	775.		1,391.	-616.				-616.
203	522.		927.	-405.				-405.
204	294.		384.	-90.				-90.
205	75.		96.	-21.				-21.
206	176.		192.	-16.				-16.
207	1,172.		1,197.	-25.				-25.
208	783.		798.	-15.				-15.
209	192.		344.	-152.				-152.
210	354.		1,001.	-647.				-647.
211	76.		211.	-135.				-135.
212	190.		1,017.	-827.				-827.

**Statement 5 (continued)****Form 990-PF, Part IV, Line 1****Capital Gains and Losses for Tax on Investment Income**

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
213	157.		317.	-160.				\$ -160.
214	239.		411.	-172.				-172.
215	98.		131.	-33.				-33.
216	85.		114.	-29.				-29.
217	74.		97.	-23.				-23.
218	65.		72.	-7.				-7.
219	83.		217.	-134.				-134.
220	310.		868.	-558.				-558.
221	460.		1,303.	-843.				-843.
222	273.		277.	-4.				-4.
223	401.		1,827.	-1,426.				-1,426.
224	163.		169.	-6.				-6.
225	124.		154.	-30.				-30.
226	151.		163.	-12.				-12.
								Total \$ <u> -11,381.</u>

**Statement 6****Form 990-PF, Part VIII, Line 1****List of Officers, Directors, Trustees, and Key Employees**

Name and Address	Title and Average Hours Per Week Devoted	Compensa- tion	Contri- bution to EBP & DC	Expense Account/ Other
Suzanne S Lyskey 86 N Sunny Slope Spring, TX 77381-6520	Chairman 2.00	\$ 4,000.	\$ 0.	\$ 0.
Suzanne S Lyskey 86 N Sunny Slope Spring, TX 77381	Treasurer 2.00	0.	0.	0.
Gary L Stanfield 6828 E 83rd Street Tulsa, OK 74133	Director 0	0.	0.	0.
Amanda Stanfield 6828 E 83rd Street Tulsa, OK 74133	Director 0	0.	0.	0.
Brian K Stanfield 6828 E 83rd Street Tulsa, OK 74133	Director 0	0.	0.	0.
Total \$ <u> 4,000.</u> \$ <u> 0.</u> \$ <u> 0.</u>				

**Statement 7**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program: Stanfield Foundation  
Name: Suzanne Lynskey, Director  
Care Of: Stanfield Foundation  
Street Address: PO Box 786  
City, State, Zip Code: Onalaska, TX 77360  
Telephone:  
Form and Content: Letter detailing background information and proposed use of funding.  
Submission Deadlines: None  
Restrictions on Awards: None

Application for Extension of Time To File an  
Exempt Organization Return

► 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 ►
  - 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](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

Type or print	Name of Exempt Organization  <b>The Stanfield Foundation</b>	Employer identification number  <b>73-1412624</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P O box, see instructions  <b>86 N Sunny Slope Circle</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions  <b>Spring, TX 77381-6520</b>	

## 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 (section 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 ► Suzanne H. Stanfield Lynskey -----

Telephone No ► (281) 224-7089 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, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- calendar year 20 09 or
- tax year beginning \_\_\_\_\_, 20 \_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_

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>0</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>0</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>0</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.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev 4-2009)