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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , 2009, 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.	The Cleo L. Craig Foundation P. O. Box 1213 Shawnee, OK 74802		A Employer identification number 73-1519557
			B Telephone number (see the instructions) (405) 273-6800
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 3,208,084.		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 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 (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,308.	1,308.		
	4 Dividends and interest from securities	150,487.	150,487.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-74,733.			
	b Gross sales price for all assets on line 6a	1,197,769.			
	7 Capital gain-net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)	See Statement 1	172.			
12 Total. Add lines 1 through 11		77,234.	151,795.	0.	
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	24,000.	6,000.		18,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 2	2,980.			2,980.
	c Other prof fees (attach sch) See St 3	9,002.	9,002.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Stm 4	4,544.	4,183.		361.
	19 Depreciation (attach sch) and depletion	4,591.	4,591.		
	20 Occupancy	2,703.	676.		2,027.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 5	4,695.	1,357.		3,510.
	24 Total operating and administrative expenses. Add lines 13 through 23	52,515.	25,809.		26,878.
	25 Contributions, gifts, grants paid Part XV	109,665.			109,665.
26 Total expenses and disbursements. Add lines 24 and 25	162,180.	25,809.	0.	136,543.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-84,946.				
b Net investment income (if negative, enter 0)		125,986.			
c Adjusted net income (if negative, enter 0)			0.		

9/1X 23

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	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	186,872.	862,699.	862,699.
	3 Accounts receivable ▶ 2,407.			
	Less: allowance for doubtful accounts ▶	4,793.	2,407.	2,407.
	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) Statement 6	2,037,691.	1,512,303.	1,334,268.
	c Investments — corporate bonds (attach schedule) Statement 7	946,252.	815,518.	854,007.
	11 Investments — land, buildings, and equipment: basis ▶ 45,945.			
L I A B I L I T I E S	Less: accumulated depreciation (attach schedule) See Stmt 8 ▶ 11,715.	35,492.	34,230.	22,568.
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 9	189,364.	92,791.	64,635.
	14 Land, buildings, and equipment: basis ▶ 140,725.			
	Less: accumulated depreciation (attach schedule) See Stmt 10 ▶ 38,244.	105,810.	102,481.	67,500.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	3,506,274.	3,422,429.	3,208,084.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
N E T A S S E T S	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
F U N D A S S E T S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,506,274.	3,422,429.	
	30 Total net assets or fund balances (see the instructions)	3,506,274.	3,422,429.	
	31 Total liabilities and net assets/fund balances (see the instructions)	3,506,274.	3,422,429.	

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	3,506,274.
2 Enter amount from Part I, line 27a	2	-84,946.
3 Other increases not included in line 2 (itemize) ▶ See Statement 11	3	1,101.
4 Add lines 1, 2, and 3	4	3,422,429.
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	3,422,429.

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 12			
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	-74,733.
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 the instructions) If (loss), enter -0- in Part I, line 8]	3	0.

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	162,933.	2,990,048.	0.054492
2007	160,447.	3,418,010.	0.046942
2006	174,370.	3,262,736.	0.053443
2005	138,570.	3,178,788.	0.043592
2004	106,465.	3,282,193.	0.032437

2 Total of line 1, column (d)	2	0.230906
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	0.046181
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,748,088.
5 Multiply line 4 by line 3	5	126,909.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,260.
7 Add lines 5 and 6	7	128,169.
8 Enter qualifying distributions from Part XII, line 4	8	136,543.

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

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see 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.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,260.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,260.
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	1,260.
6 Credits/Payments.			
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 penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		38.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed. See Statement 13	9		1,349.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>N/A</u>	13	X	
14	The books are in care of <u>Cleo L. Craig, Jr.</u> Telephone no. <u>(405) 273-6800</u> Located at <u>107 E 9th Shawnee OK</u> ZIP + 4 <u>74801</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	<input type="checkbox"/>	N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly).		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__ .</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__ .</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 14		24,000.	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		

Total number of others receiving over \$50,000 for professional services 0**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	2,489,086.
b	Average of monthly cash balances	1b	300,851.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,789,937.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,789,937.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	41,849.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,748,088.
6	Minimum investment return. Enter 5% of line 5	6	137,404.

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	137,404.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,260.
b	Income tax for 2009. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,144.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	136,144.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	136,144.

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	136,543.
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	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	136,543.
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	1,260.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	135,283.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				136,144.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			118,548.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 136,543.				
a Applied to 2008, but not more than line 2a			118,548.	
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				17,995.
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				118,149.
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				

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section
- ☐
- 4942(j)(3) or
- ☐
- 4942(j)(5)

(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

- None

- None

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

- c** Any submission deadlines.

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

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

Recipient	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
Name and address (home or business)				
<i>a</i> Paid during the year See Statement 15				
Total			▶ 3a	109,665.
<i>b</i> Approved for future payment				
Total			▶ 3b	

The Cleo L. Craig Foundation

73-1519557

Form 990-PF, Part XV, Question 2d

Preference is given to charitable organizations in the State of
Oklahoma and Limitations are considered on an individual basis.

Form 990-PF, Part VII-B, Question 1a(4)

The Foundation paid compensation to a trustee for personal services that are
reasonable and necessary to carry out the exempt purpose of the Foundation.
Therefore the Foudation meets the exception to Self-dealing provided in Code Section
4941(d) (2) (E) and Regulation 53.4941(d)-2(e)

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 172.		
Total	\$ 172.	\$ 0.	\$ 0.

Statement 2
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	\$ 2,980.			\$ 2,980.
Total	\$ 2,980.	\$ 0.	\$ 0.	\$ 2,980.

Statement 3
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 management fees	\$ 9,002.	\$ 9,002.		
Total	\$ 9,002.	\$ 9,002.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax withheld	\$ 1,397.	\$ 1,397.		
Property taxes	481.	120.		\$ 361.
Taxes on Investment Income	2,666.	2,666.		
Total	\$ 4,544.	\$ 4,183.	\$ 0.	\$ 361.

The Cleo L. Craig Foundation

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Charges	\$ 29.	\$ 7.		\$ 22.
Dues & subscriptions	440.			440.
Entertainment	162.	162.		
Insurance	1,835.	459.		1,376.
Miscellaneous Investment Expense	229.	229.		172.
Security	248.	62.		186.
Supplies - office	1,752.	438.		1,314.
Total	\$ 4,695.	\$ 1,357.	\$ 0.	\$ 3,510.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Edward Jones Account - Stocks	Cost	\$ 157,902.	\$ 129,279.
USAA Brokerage (Corbin) Securities	Cost	547,473.	455,572.
USAA Brokerage (11818) Stocks	Cost	532,298.	446,068.
SW Securities (3364) - Securities	Cost	274,630.	303,349.
Total		\$ 1,512,303.	\$ 1,334,268.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Edward Jones Account - Bonds	Cost	\$ 441,794.	\$ 455,163.
USAA Brokerage (11818) - Bonds	Cost	19,125.	25,844.
SW Securities (3364) - Bonds	Cost	271,530.	288,689.
USAA Brokerage (Corbin) Bonds	Cost	0.	0.
SW Securities (5217) - Bonds	Cost	83,069.	84,311.
Total		\$ 815,518.	\$ 854,007.

Statement 8
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Buildings	\$ 42,803.	\$ 8,641.	\$ 34,162.	\$ 22,500.
Miscellaneous	3,142.	3,074.	68.	68.
Total	\$ 45,945.	\$ 11,715.	\$ 34,230.	\$ 22,568.

The Cleo L. Craig Foundation

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Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Publicly Traded Securities</u>			
USAA Mututal Funds	Cost	\$ 33,378.	\$ 26,822.
Edward Jones - Mutual Funds	Cost	59,413.	37,813.
Edward Jones - Ltd Partnerships	Cost	0.	0.
USAA (11818) - Ltd Partnerships	Cost	0.	0.
Total		<u>\$ 92,791.</u>	<u>\$ 64,635.</u>

Statement 10
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 12,315.	\$ 12,315.	\$ 0.	\$ 0.
Buildings	128,410.	25,929.	102,481.	67,500.
Total	<u>\$ 140,725.</u>	<u>\$ 38,244.</u>	<u>\$ 102,481.</u>	<u>\$ 67,500.</u>

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

Adjustment to Partnership Basis	\$ 691.
Tax Exempt Interest	410.
Total	<u>\$ 1,101.</u>

Statement 12
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	JP Morgan Co Note	Purchased	3/05/1999	1/15/2009
2	American Fin'l Grp Sr Deb	Purchased	5/14/2003	4/15/2009
3	200shs Harvest Energy Trust (EDJ)	Purchased	6/13/2006	12/31/2009
4	GNMA II Pool 2614 - Principal	Purchased	Various	Various
5	GNMAII Pool 590256 - Principal	Purchased	Various	Various
6	Entergy Corp - Cash in Lieu (EDJ)	Purchased	Various	2/17/2009
7	1000shs USEC, Inc (Corbin)	Purchased	2/26/2008	2/03/2009
8	3500shs Valasis Communication (Corbin)	Purchased	2/25/2009	7/23/2009
9	500shs Hewlett Packard (Corbin)	Purchased	3/05/2009	9/25/2009
10	500shs United Parcel Service (Corbin)	Purchased	2/23/2009	9/25/2009
11	3500shs Valasis Communication (Corbin)	Purchased	2/25/2009	12/18/2009
12	179.433shs Apartment Invt & Mgmt (Corbin)	Purchased	1/30/2009	12/08/2009
13	700shs Medtronic, Inc (Corbin)	Purchased	3/05/2009	12/08/2009

Statement 12 (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
14	Helen of Troy Corp Call (Corbin)	Purchased	7/27/2009	11/23/2009
15	Valassis Comm Call (Corbin)	Purchased	7/27/2009	12/21/2009
16	2000shs USEC, Inc (Corbin)	Purchased	10/01/2007	2/03/2009
17	500shs Pharmaceutical Hldrs (Corbin)	Purchased	1/03/2005	2/18/2009
18	Federal Home Ln Bond (Corbin)	Purchased	4/25/2007	2/20/2009
19	1500shs American Biltrite (Corbin)	Purchased	Various	2/27/2009
20	2000shs American Biltrite (Corbin)	Purchased	10/01/2003	2/27/2009
21	1500shs Valasis Communication (Corbin)	Purchased	12/06/2006	7/23/2009
22	2000shs First TR Gallatin Spec (Corbin)	Purchased	12/18/2007	8/14/2009
23	1000shs Headwaters, Inc (Corbin)	Purchased	6/06/2007	8/14/2009
24	500shs Carnival Corp (Corbin)	Purchased	6/13/2008	8/21/2009
25	64.033shs Apartment Invt & Mgmt (Corbin)	Purchased	9/03/2008	12/08/2009
26	143.414shs Apartment Invt & Mgmt (Corbin)	Purchased	12/01/2008	12/08/2009
27	1000shs Apartment Invt & Mgmt (Corbin)	Purchased	1/01/2008	12/08/2009
28	296.81shs USAA Precious Metals Fd	Purchased	12/18/2008	9/16/2009
29	663.286shs USAA Precious Metals Fd	Purchased	Various	9/16/2009
30	1274.458shs USAA Precious Metals Fd	Purchased	Various	11/06/2009
31	HSBC Holdings Rights (USAA)	Purchased	4/21/2009	4/21/2009
32	600shs BFC Cap TR II Pfd (USAA)	Purchased	7/23/2008	6/02/2009
33	70shs Spider Gold Trust (USAA)	Purchased	3/03/2009	6/09/2009
34	450shs Nuveen Core Equity (USAA)	Purchased	9/22/2009	10/12/2009
35	694shs Nuveen Multi-Strategy (USAA)	Purchased	9/22/2009	10/12/2009
36	730shs Nuveen Pfd & Conv (USAA)	Purchased	9/22/2009	10/12/2009
37	2000shs Harvest Energy Trust (USAA)	Purchased	1/26/2009	10/23/2009
38	800shs Harvest Energy Trust (USAA)	Purchased	2/20/2009	10/23/2009
39	202shs Vanguard Lrg Cap Vipers (USAA)	Purchased	9/22/2009	11/10/2009
40	Spider Gold Trust (USAA)	Purchased	3/03/2009	6/06/2009
41	Pengrowth Energy Tr (USAA)	Purchased	12/31/2008	6/30/2009
42	American Fin'l Grp Sr Deb (USAA)	Purchased	5/13/2003	4/15/2009
43	400shs BFC Cap TR II Pfd (USAA)	Purchased	4/21/2008	6/03/2009
44	300shs American Elect Power (USAA)	Purchased	4/09/2008	10/12/2009
45	400shs Eaton Vance Short Dur (USAA)	Purchased	12/22/2005	10/12/2009
46	200shs Fifth Third AP TR V (USAA)	Purchased	6/20/2008	10/12/2009
47	200shs Fifth Third AP TR V (USAA)	Purchased	7/10/2008	10/12/2009
48	200shs Fifth Third AP TR V (USAA)	Purchased	9/11/2007	10/12/2009
49	300shs Neuberger Inc Opp Fd (USAA)	Purchased	9/18/2006	10/12/2009
50	200shs Neuberger Inc Opp Fd (USAA)	Purchased	11/24/2006	10/12/2009
51	200shs Neuberger Inc Opp Fd (USAA)	Purchased	7/19/2007	10/12/2009
52	400shs Neuberger Inc Opp Fd (USAA)	Purchased	8/09/2007	10/12/2009
53	300shs Nuveen Multi-Strategy (USAA)	Purchased	3/22/2005	10/12/2009
54	300shs Nuveen Multi-Strategy (USAA)	Purchased	8/23/2005	10/12/2009
55	300shs Nuveen Multi-Strategy (USAA)	Purchased	12/07/2005	10/12/2009
56	500shs Nuveen Multi-Strategy (USAA)	Purchased	12/07/2005	10/12/2009
57	800shs Nuveen Multi-Strategy (USAA)	Purchased	5/16/2008	10/12/2009
58	400shs Powershares High Yield (USAA)	Purchased	6/18/2008	10/12/2009
59	200shs Prospect Capital Corp (USAA)	Purchased	5/28/2008	10/12/2009
60	200shs Structured Asset Trust (USAA)	Purchased	2/13/2007	10/12/2009
61	200shs Structured Asset Trust (USAA)	Purchased	5/31/2007	10/12/2009
62	200shs Structured Asset Trust (USAA)	Purchased	4/10/2008	10/12/2009
63	300shs Telephone & Data (USAA)	Purchased	4/09/2008	10/12/2009
64	200shs TICC Capital Corp (USAA)	Purchased	5/27/2008	10/12/2009
65	200shs Partnerre Ltd Pfd (USAA)	Purchased	3/06/2007	10/13/2009
66	200shs Partnerre Ltd Pfd (USAA)	Purchased	5/31/2007	10/13/2009
67	300shs Partnerre Ltd Pfd (USAA)	Purchased	8/27/2007	10/13/2009
68	200shs Harvest Energy Trust (USAA)	Purchased	7/13/2006	10/23/2009
69	200shs Harvest Energy Trust (USAA)	Purchased	10/13/2006	10/23/2009

Statement 12 (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
70	1000shs Harvest Energy Trust (USAA)	Purchased	10/08/2008	10/23/2009
71	200shs Royal Bank Scotland (USAA)	Purchased	3/14/2007	11/10/2009
72	200shs Royal Bank Scotland (USAA)	Purchased	6/18/2007	11/10/2009
73	200shs Royal Bank Scotland (USAA)	Purchased	6/20/2008	11/10/2009
74	1100shs US Cellular Sr Nt (USAA)	Purchased	8/27/2007	12/01/2009
75	100shs US Cellular Sr Nt (USAA)	Purchased	9/04/2007	12/01/2009
76	200shs Flaherty & Crum Inc Fd (USAA)	Purchased	3/22/2005	12/02/2009
77	200shs Flaherty & Crum Inc Fd (USAA)	Purchased	6/02/2005	12/02/2009
78	200shs Flaherty & Crum Inc Fd (USAA)	Purchased	8/09/2005	12/02/2009
79	200shs Flaherty & Crum Inc Fd (USAA)	Purchased	12/07/2005	12/02/2009
80	200shs Flaherty & Crum Inc Fd (USAA)	Purchased	5/31/2007	12/02/2009
81	400shs Flaherty & Crum Inc Fd (USAA)	Purchased	8/09/2007	12/02/2009
82	500shs Flaherty & Crum Inc Fd (USAA)	Purchased	8/20/2007	12/02/2009
83	100shs Flaherty & Crum Inc Fd (USAA)	Purchased	11/06/2007	12/02/2009
84	200shs Aegon NV Pfd (USAA)	Purchased	4/17/2007	12/16/2009
85	100shs Aegon NV Pfd (USAA)	Purchased	5/31/2007	12/16/2009
86	200shs Aegon NV Pfd (USAA)	Purchased	7/13/2007	12/16/2009
87	200shs Aegon NV Pfd (USAA)	Purchased	8/09/2007	12/16/2009
88	100shs Aegon NV Pfd (USAA)	Purchased	4/08/2008	12/16/2009
89	800shs Aegon NV Pfd (USAA)	Purchased	7/11/2008	12/16/2009
90	200shs Energy Corp Eq Der (USAA)	Purchased	6/18/2007	2/18/2009
91	2730shs AllianceBernstein (SWS 3364)	Purchased	10/10/2008	2/04/2009
92	1160shs AllianceBernstein (SWS 3364)	Purchased	3/05/2004	2/04/2009
93	1840shs AllianceBernstein (SWS 3364)	Purchased	4/29/2004	2/04/2009
94	1000shs Blackrock Govt Fd (SWS 3364)	Purchased	10/30/2007	2/04/2009
95	3423shs BFC Cap TR II Pfd (SWS 3364)	Purchased	4/05/2004	6/12/2009
96	1000shs BFC Cap TR II Pfd (SWS 3364)	Purchased	4/05/2004	7/08/2009
97	2752shs BFC Cap TR II Pfd (SWS 3364)	Purchased	4/05/2004	9/11/2009
98	1000shs Harvest Energy Trust (SWS 3364)	Purchased	10/08/2008	10/23/2009
99	1000shs BFC Cap TR II Pfd (SWS 3364)	Purchased	4/05/2004	12/16/2009
100	Land o Lakes Notes (SWS 3364)	Purchased	1/15/2004	12/15/2009
101	Land o Lakes Notes (SWS 3364)	Purchased	6/21/2004	12/15/2009
102	Gnma 2008-56 Remic (SWS)	Purchased	6/15/2008	8/20/2009
103	FNMA 2006-43 Principal (SWS)	Purchased	4/04/2008	Various
104	FNMA 2006-49 Principal (SWS)	Purchased	4/04/2008	Various
105	Capital Gain Dividends			

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	50,000.		49,750.	250.				\$ 250.
2	30,000.		31,417.	-1,417.				-1,417.
3	1,896.		5,332.	-3,436.				-3,436.
4	1,167.		1,167.	0.				0.
5	2,792.		2,792.	0.				0.
6	68.		0.	68.				68.
7	5,212.		6,858.	-1,646.				-1,646.
8	18,589.		3,013.	15,576.				15,576.
9	23,262.		14,087.	9,175.				9,175.
10	28,506.		20,808.	7,698.				7,698.
11	29,976.		4,515.	25,461.				25,461.
12	2,625.		1,719.	906.				906.
13	29,707.		18,073.	11,634.				11,634.
14	1,779.		0.	1,779.				1,779.
15	2,971.		0.	2,971.				2,971.

Statement 12 (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)
16	10,435.		20,713.	-10,278.				\$ -10,278.
17	29,219.		36,113.	-6,894.				-6,894.
18	98,375.		96,903.	1,472.				1,472.
19	1,161.		20,120.	-18,959.				-18,959.
20	1,548.		14,035.	-12,487.				-12,487.
21	13,938.		24,009.	-10,071.				-10,071.
22	10,340.		24,070.	-13,730.				-13,730.
23	3,394.		18,418.	-15,024.				-15,024.
24	15,522.		18,475.	-2,953.				-2,953.
25	937.		2,295.	-1,358.				-1,358.
26	2,098.		1,213.	885.				885.
27	14,622.		32,008.	-17,386.				-17,386.
28	9,893.		5,031.	4,862.				4,862.
29	22,107.		36,764.	-14,657.				-14,657.
30	42,631.		31,486.	11,145.				11,145.
31	595.		0.	595.				595.
32	14,996.		13,696.	1,300.				1,300.
33	6,561.		6,387.	174.				174.
34	5,023.		5,000.	23.				23.
35	5,030.		5,007.	23.				23.
36	5,075.		5,017.	58.				58.
37	18,611.		17,506.	1,105.				1,105.
38	7,445.		5,412.	2,033.				2,033.
39	9,777.		9,906.	-129.				-129.
40	9.		0.	9.				9.
41	8,690.		8,690.	0.				0.
42	25,000.		26,222.	-1,222.				-1,222.
43	9,997.		9,248.	749.				749.
44	8,283.		7,709.	574.				574.
45	6,419.		6,372.	47.				47.
46	4,048.		3,410.	638.				638.
47	4,048.		3,272.	776.				776.
48	4,042.		5,074.	-1,032.				-1,032.
49	1,856.		4,744.	-2,888.				-2,888.
50	1,238.		3,469.	-2,231.				-2,231.
51	1,240.		3,036.	-1,796.				-1,796.
52	2,479.		5,448.	-2,969.				-2,969.
53	2,169.		3,762.	-1,593.				-1,593.
54	2,174.		3,890.	-1,716.				-1,716.
55	2,174.		3,581.	-1,407.				-1,407.
56	3,623.		6,068.	-2,445.				-2,445.
57	5,797.		8,786.	-2,989.				-2,989.
58	3,087.		3,732.	-645.				-645.
59	2,138.		2,887.	-749.				-749.
60	4,989.		5,230.	-241.				-241.
61	4,989.		5,216.	-227.				-227.
62	4,993.		5,026.	-33.				-33.
63	6,969.		6,290.	679.				679.
64	1,012.		1,222.	-210.				-210.
65	4,804.		5,052.	-248.				-248.
66	4,810.		4,982.	-172.				-172.
67	7,215.		6,758.	457.				457.
68	1,856.		5,931.	-4,075.				-4,075.

Statement 12 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Item	Gross Sales	Deprec. Allowed	Cost Basis	Gain (Loss)	FMV 12/31/69	Adj. Bas. 12/31/69	Excess (i) - (j)	Gain (Loss)
69	1,862.		5,066.	-3,204.				\$ -3,204.
70	9,308.		8,452.	856.				856.
71	1,748.		5,130.	-3,382.				-3,382.
72	1,748.		4,996.	-3,248.				-3,248.
73	1,748.		3,798.	-2,050.				-2,050.
74	25,953.		25,965.	-12.				-12.
75	2,360.		2,403.	-43.				-43.
76	2,594.		4,492.	-1,898.				-1,898.
77	2,595.		4,594.	-1,999.				-1,999.
78	2,594.		4,698.	-2,104.				-2,104.
79	2,595.		3,904.	-1,309.				-1,309.
80	2,596.		4,294.	-1,698.				-1,698.
81	5,190.		7,488.	-2,298.				-2,298.
82	6,488.		8,953.	-2,465.				-2,465.
83	1,298.		1,746.	-448.				-448.
84	3,384.		5,190.	-1,806.				-1,806.
85	1,695.		2,513.	-818.				-818.
86	3,390.		4,884.	-1,494.				-1,494.
87	3,390.		4,723.	-1,333.				-1,333.
88	1,695.		2,082.	-387.				-387.
89	13,778.		12,650.	1,128.				1,128.
90	10,000.		13,658.	-3,658.				-3,658.
91	19,799.		14,005.	5,794.				5,794.
92	8,411.		10,042.	-1,631.				-1,631.
93	13,342.		14,536.	-1,194.				-1,194.
94	17,070.		16,894.	176.				176.
95	85,529.		85,575.	-46.				-46.
96	24,904.		25,000.	-96.				-96.
97	21,279.		20,625.	654.				654.
98	9,235.		8,635.	600.				600.
99	25,694.		25,000.	694.				694.
100	50,000.		45,917.	4,083.				4,083.
101	20,000.		19,130.	870.				870.
102	50,000.		45,660.	4,340.				4,340.
103	13,231.		13,231.	0.				0.
104	12,351.		12,351.	0.				0.
105								884.
							Total	\$ -74,733.

The Cleo L. Craig Foundation

73-1519557

Statement 14
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Cleo L. Craig, Jr. 38504 W. 45th St. Shawnee, OK 74804	Chairman 10.00	\$ 0.	\$ 0.	\$ 0.
Helen Craig 38504 W. 45th St. Shawnee, OK 74804	Trustee 25.00	24,000.	0.	0.
April Craig Stobbe 15 E. Independence Shawnee, OK 74801	Trustee 0	0.	0.	0.
Bryant W. Craig 3416 S. Sandy Ln Chandler, OK 74834	Trustee 0	0.	0.	0.
John C. Stobbe 15 E. Independence Shawnee, OK 74801	Trustee 10.00	0.	0.	0.
Kennette Ronck Craig 3416 S. Sandy Ln Chandler, OK 74834	Trustee 0	0.	0.	0.
		Total \$ 24,000.	\$ 0.	\$ 0.

Statement 15
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
United Way of Shawnee Box 697 Shawnee, OK 74802	None	501c	Contribution	\$ 2,000.
Shawnee Public Schools 326 N Union Shawnee, OK 74801	None	501c	Contribution	100.
City of Shawnee (Red/White/Blue) P. O. Box 1448 Shawnee, OK 74802	None	501c	Contribution	250.

The Cleo L. Craig Foundation

73-1519557

Statement 15 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Salvation Army of Shawnee 200 E. Ninth Shawnee, OK 74801	None	501c	Contribution	\$ 11,250.
Okla. State Univ. Found. P. O. Box 1749 Stillwater, OK 74076	None	501c	Contribution / scholarships	200.
Shawnee Educational Found Box 3521 Shawnee, OK 74802	None	501c	Contribution	3,000.
Shawnee Veterans Memorial Box 1903 Shawnee, OK 74804	None	501c	Contribution	1,065.
Cameron University Foundation 2800 W Gore Boulevard Lawton, OK 73505	None	501(c)	Contribution	75,000.
Shawnee YMCA 700 W. Saratoga Shawnee, OK 74804	None	501c	Contribution	2,850.
City of Shawnee P. O. Box 1448 Shawnee, OK 74802	None	501(c)	Contribution	1,000.
Unity Health Foundation 1102 W. MacArthur Shawnee, OK 74804	None	501(c)	Contribution	150.
Shawnee Little Theatre Box 1342 Shawnee, OK 73120	None	501(c)	Contribution	5,000.
Project Graduation Box 3001 Shawnee, OK 74801	None	501(c)	Contribution	100.
March of Dimes 5100 N Brookline Ave # 850 Oklahoma City, OK, OK 73101	None	501(c)	Contribution	1,000.
Oklahoma Baptist Univ. 500 W. University Shawnee, OK 74804	None	509(a)	Contribution	1,000.
Boys Scouts of America 3031 NW 64th Oklahoma City, OK 73116	None	501(c)	Contribution	500.

Statement 15 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Big Brothers Big Sisters 316 N Broadway Shawnee, OK 74801	None	501(c)	Contribution	\$ 1,200.
Oklahoma Medical Research Foundation 825 NE 13th Street Oklahoma City, OK 73104	None	501(c)	Contribution	3,000.
Oklahoma Vet Medicine Foundation Box 14521 Oklahoma City, OK 73113	None	501(c)	Contribution	1,000.
Total				\$ <u>109,665.</u>

The Cleo L. Craig Foundation

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Other Income Producing Activities
Interest on savings & cash investments

Bancfirst (4684)	\$	39.
Edward Jones Money Market		9.
SW Securities Brokerage Money Market		134.
SW Securities #5217 Money Market		199.
USAA Brokerage Money Market Fund		503.
USAA Mutual Funds		424.
Total	\$	<u>1,308.</u>

Other Income Producing Activities
Dividends/interest from securities.

USAA Investment (Corbin) (2453)	\$	12,571.
USAA Investment (Corbin) (2453) Interest		1,283.
USAA Brokerage (1818) Interest		13,062.
USAA Brokerage (1818) Dividends		32,247.
USAA Mutual Funds		1,036.
SW Securities Brokerage #3364		9,273.
SW Securities Brokerage # 3364 - Interest		39,014.
SW Securities Brokerage #5217		0.
SW Securities Brokerage # 5217 - Interest		4,826.
Edward Jones (4936-1-8) - Interest		32,806.
Edward Jones (4936-1-8) - Dividends		8,568.
Partnership K-1s		68.
Accrued Interest Paid (Ed Jones)		-1,621.
Accrued Interest Paid (SW Securities)		-2,646.
Total	\$	<u>150,487.</u>

Dispositions
Related or exempt function (2a)

Edward Jones (4936-1-8)	\$	0.
USAA Investment (Corbin) (2453)		358.
USAA Mutual Funds		0.
USAA Brokerage (1818)		39.
SW Securities Brokerage (3364)		487.
Total	\$	<u>884.</u>

Operating & Administrative Exp. (990-PF)
Interest

Compass Diversified Hldg - 57-6218917	\$	0.
Total	\$	<u>0.</u>

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

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	The Cleo L. Craig Foundation	73-1519557
	Number, street, and room or suite number. If a P.O. box, see instructions	
	P. O. Box 1213	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Shawnee, OK 74802	

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 ► Cleo L. Craig, Jr.

Telephone No. ► (405) 273-6800 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	\$	0.
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	\$	0.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number 73-1519557 For IRS use only
	The Cleo L. Craig Foundation	
	Number, street, and room or suite number If a P.O. box, see instructions Hull & Totten, PC 2510 E. Independence, Suite 300	
	City, town or post office, state, and ZIP code For a foreign address, see instructions Shawnee, OK 74804	

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

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

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

- The books are in care of ☒ Cleo L. Craig, Jr.
Telephone No ☒ (405) 273-6800 FAX No ☐ _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 2010
- 5 For calendar year 2009, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a \$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	0.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instrs	8c \$	0.

Signature and Verification

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

Signature Garry A. Hull Title CPA Date 8/9/10