Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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

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

Name of foundation: HOLT FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 207916 | Room/suite:

City or town, state, and ZIP code: SAN ANTONIO, TX 78220-7916

A Employer identification number: 74-2728633

B Telephone number (see page 10 of the instructions): (210) 648-0000

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,023,375.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ________________
(Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	356,949.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1.	1.		ATCH 1
	4 Dividends and interest from securities	25,571.	25,571.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-66,715.			
	b Gross sales price for all assets on line 6a 416,429.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	478.	0.		ATCH 3
	12 **Total.** Add lines 1 through 11	316,284.	25,572.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) *	5,686.	5,686.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	510.	510.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	6,196.	6,196.		
	25 Contributions, gifts, grants paid	384,648.			384,648.
	26 **Total expenses and disbursements** Add lines 24 and 25	390,844.	6,196.		384,648.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-74,560.			
	b **Net investment income** (if negative, enter -0-)		19,376.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	60,729.	30,293.	30,293.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	1,167,848.	1,121,201.	993,082.
	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 the instructions Also, see page 1, item I)	1,228,577.	1,151,494.	1,023,375.
Liabilities	17 Accounts payable and accrued expenses	0.	0.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	1,228,577.	1,151,494.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	1,228,577.	1,151,494.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,228,577.	1,151,494.	

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	1,228,577.
2	Enter amount from Part I, line 27a	2	-74,560.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,154,017.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 7	5	2,523.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,151,494.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHMENTS 10 AND 11			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-66,715.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,105,063.	1,101,472.	1.003260
2007	1,171,779.	1,326,094.	0.883632
2006	667,772.	1,177,049.	0.567327
2005	375,617.	1,088,400.	0.345109
2004	413,676.	1,006,088.	0.411173

2	Total of line 1, column (d)	2	3.210501
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	0.642100
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	869,528.
5	Multiply line 4 by line 3	5	558,324.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	194.
7	Add lines 5 and 6	7	558,518.
8	Enter qualifying distributions from Part XII, line 4	8	384,648.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	388.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	388.
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	388.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 360.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	360.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	28.
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** ▶ 0. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ CHARLES STRICKLAND Telephone no ▶ 210-648-0000

Located at ▶ P.O. BOX 207916 SAN ANTONIO, TX ZIP + 4 ▶ 78220-7916

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	[ ] Yes [X] 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 [X] No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	[ ] 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 [X] 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 [X] No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 8		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

Total number of others receiving over $50,000 for professional services ▶ NONE

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 page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	861,911.
b	Average of monthly cash balances	1b	20,859.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	882,770.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	882,770.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	13,242.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	869,528.
6	**Minimum investment return.** Enter 5% of line 5	6	43,476.

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

1	Minimum investment return from Part X, line 6			1	43,476.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	388.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	388.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	43,088.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	43,088.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	43,088.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	384,648.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	384,648.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	384,648.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				43,088.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 ,20 06 ,20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004 ... 364,280.				
b From 2005 ... 322,679.				
c From 2006 ... 610,228.				
d From 2007 ... 1,107,730.				
e From 2008 ... 1,050,633.				
f Total of lines 3a through e	3,455,550.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 384,648.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				43,088.
e Remaining amount distributed out of corpus	341,560.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,797,110.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	364,280.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	3,432,830.			
10 Analysis of line 9				
a Excess from 2005 ... 322,679.				
b Excess from 2006 ... 610,228.				
c Excess from 2007 ... 1,107,730.				
d Excess from 2008 ... 1,050,633.				
e Excess from 2009 ... 341,560.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 9				
Total . . . . ▶ **3a**				384,648.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1.	
4 Dividends and interest from securities			14	25,571.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-66,715.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER INCOME			01	478.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-40,665.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 -40,665.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions)
	NOT APPLICABLE

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

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

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

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

Sign Here

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

Charles C Strickl[illegible] 7.14.10 Vice president

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature: Stewart [illegible], CPA — Date: 22 June 2010 — Check if self-employed ☐ — Preparer's identifying number (See Signature on page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code: ERNST & YOUNG U.S. LLP, P.O. BOX 2938, SAN ANTONIO, TX 78299-2938 — EIN ▶ 34-6565596 — Phone no 210-228-9696

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization	Employer identification number
HOLT FOUNDATION	74-2728633

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization HOLT FOUNDATION

Employer identification number 74-2728633

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HOLT COMPANIES P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	$ 356,949.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST - STRATEGIC PORTFOLIO		1.	1.
	TOTAL	1.	1.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS - STRATEGIC PORTFOLIO	7,010.	7,010.
DIVIDENDS - AMERIPRISE	10,062.	10,062.
DIVIDENDS - 17290	296.	296.
DIVIDENDS - 18022	26.	26.
DIVIDENDS - 18023	3,951.	3,951.
DIVIDENDS - 21423	1,251.	1,251.
DIVIDENDS - 1938C	2,975.	2,975.
TOTAL	25,571.	25,571.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	478.	0.
TOTALS	478.	0.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SMITH BARNEY INVESTMENT FEES	4,910.	4,910.
AMERIPRISE INVESTMENT FEES	776.	776.
TOTALS	5,686.	5,686.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	510.	510.
TOTALS	510.	510.

HOLT FOUNDATION 74-2728633

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMERIPRISE MUTUAL FUNDS	747,741.	603,594.
SMITH BARNEY FUNDS	373,460.	389,488.
TOTALS	1,121,201.	993,082.

ATTACHMENT 7

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
BOOK/TAX DIFFERENCES		2,523.
	TOTAL	2,523.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PETER M. HOLT P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	PRESIDENT 1.00	0.	0.	0.
CHARLES C. STRICKLAND P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	VICE-PRESIDENT/SEC. 1.00	0.	0.	0.
DAVID HENNESSEE P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	TREASURER 1.00	0.	0.	0.
BENJAMIN D. HOLT, JR. P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	DIRECTOR 1.00	0.	0.	0.
BENJAMIN D. HOLT, III P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	DIRECTOR 1.00	0.	0.	0.
ANNE HOLT P.O. BOX 207916 SAN ANTONIO, TX 78220-7916	DIRECTOR 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, TX 78212	NONE EXEMPT	CHARITABLE	253,449.
CANCER THERAPY RESEARCH CENTER 8122 DATAPOINT DRIVE SAN ANTONIO, TX 78229	NONE EXEMPT	CHARITABLE	5,999.
GUADALUPE BLANCO RIVER TRUST 933 EAST COURT STREET SEGUIN, TX 78155	NONE EXEMPT	CHARITABLE	10,000.
KLRN 501 BROADWAY SAN ANTONIO, TX 78215	NONE EXEMPT	CHARITABLE	5,000.
LIFE TIME RECOVERY 10290 SOUTHTON RD SAN ANTONIO, TX 78223	NONE EXEMPT	CHARITABLE	40,000.
SOUTHWEST FOUNDATION FOR BIOMEDICAL RESEAERCH 7620 NW LOOP 410 SAN ANTONIO, TX 78245	NONE EXEMPT	CHARITABLE	12,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST FRANCIS HIGH SCHOOL 233 W BROADWAY LOUISVILLE, KY 40202	NONE EXEMPT	CHARITABLE	30,000.
TEXAS PUBLIC RADIO 8401 DATAPOINT DRIVE, SUITE 800 SAN ANTONIO, TX 78229	NONE EXEMPT	CHARITABLE	1,200.
FELLOWSHIP OF CHRISTIAN ATHLETES 16161 COLLEGE OAK SAN ANTONIO, TX 78249	NONE EXEMPT	CHARITABLE	5,000.
HISTORICAL CENTRE FOUNDATION P.O. BOX 831078 SAN ANTONIO, TX 78283	NONE EXEMPT	CHARITABLE	1,000.
KOMEN RACE FOR THE CURE 527 N LEONA STREET SAN ANTONIO, TX 78207	NONE EXEMPT	CHARITABLE	500
LEGION OF VALOR 4706 CALLE REINA SANTA BARBARA, CA 93110	NONE EXEMPT	CHARITABLE	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE WILDLIFE SOCIETY, TEXAS CHAPTER 1901 N AKARD STREET DALLAS, TX 75201	NONE EXEMPT	CHARITABLE	5,000.
TEXAS PARKS & WILDLIFE FOUNDATION 1901 N AKARD STREET DALLAS, TX 75201	NONE EXEMPT	CHARITABLE	5,000
WILLIAM J CLINTON FOUNDATION 1200 PRES CLINTON AVENUE LITTLE ROCK, AR 72201	NONE EXEMPT	CHARITABLE	5,000
		TOTAL CONTRIBUTIONS PAID	384,648.

HOLT FOUNDATION 74-2728633

Schedule D Detail of Short-term Capital Gains and Losses

ATTACHMENT 10

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
1,259.45 SHS SELIGMAN GROWTH FUND	VAR	11/18/2009	5,000.	6,238	-1,238.
ST SALES THRU SMITH BARNEY 17290 - SEE ATTACHED	VAR	VAR	2,590	1,698	892.
ST SALES THRU SMITH BARNEY 18023 - SEE ATTACHED	VAR	VAR	11,866	22,020	-10,154.
ST SALES THRU SMITH BARNEY 1938C - SEE ATTACHED	VAR	VAR	57,966	49,316.	8,650
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			77,422.	79,272	-1,850.
Totals			77,422.	79,272.	-1,850.

JSA
9F0971 2 000

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
3,846.154 SHS HIGH YIELD BOND FUND	VAR	11/18/2009	10,000.	15,472	-5,472.
LT SALES THRU SMITH BARNEY 17290 - SEE ATTACHED	VAR	VAR	18,318.	27,758.	-9,440.
LT SALES THRU SMITH BARNEY 18023 - SEE ATTACHED	VAR	VAR	22,228.	43,033	-20,805
LT SALES THRU SMITH BARNEY 1938C - SEE ATTACHED	VAR	VAR	288,461	317,609	-29,148.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			339,007	403,872	-64,865.
			339,007		
Totals				403,872.	-64,865

MorganStanley SmithBarney

Ref: 00000857 00023600

Reserved
Client Statement
2009 Year End Summary

HOLT FOUNDATON
Account Number 620-17290-16 046

2009 YEAR END SUMMARY

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000040	7	AMAZON COM INC	02/26/08	01/28/09	$ 354.85	$ 503.31	($ 148.46)	

HOLT FOUNDATON
Account Number 620-17290-16 046

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000170	27	LAS VEGAS SANDS CORP	11/06/08	10/02/09	$ 441.24	$ 250.02		$ 191.22
	79		11/13/08		1,291 02	435 55		855.47
125000180	19	MINDRAY MED INTL LTD-CNY SPONS ADR REPSTG CL A	10/15/08	07/10/09	502 98	508.99	(6 01)	
Total					**$ 2,580 09**	**$ 1,697.87**	**($ 154 47)**	**$ 1,046.69**

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	.4889	ABRAXIS BIOSCIENCE INC NEW	08/30/05	09/10/09	$ 12 76	$ 35.93	($ 23 17)	
	5.5111		08/31/05		143.81	414.86	(271.05)	
125000020	.3556	ABRAXIS BIOSCIENCE INC NEW	08/31/05	09/11/09	9.24	26.77	(17.53)	
	.2444		12/23/05		6.35	15.67	(9.32)	
	1 9556		12/27/05		50.83	127.10	(76.27)	
	4889		12/28/05		12.71	31.66	(18.95)	
	1 2222		12/29/05		31.76	79.09	(47 33)	
	.7333		12/30/05		19 06	47.32	(28.26)	
125000030	18	ALLERGAN INC	01/11/05	06/08/09	810.73	718.64		92 09
125000040	24	AMAZON COM INC	01/03/08	01/28/09	1,216 64	2,327.21	(1,110.57)	
125000050	1	APPLE INC	05/03/06	05/13/09	119.61	70.78		48 83
125000060	12	APPLE INC CGMI AND/OR ITS AFFILIATES	05/03/06	09/30/09	2,207.94	849.38		1,358.56
125000070	45	BROADCOM CORP CL A CGMI AND/OR ITS AFFILIATES	12/08/06	10/01/09	1,324.67	1,532.53	(207 86)	
125000080	78	EMC CORP-MASS	07/13/07	06/04/09	994 64	1,486.28	(491 64)	
125000090	7	EMC CORP-MASS	07/13/07	06/05/09	89.08	133.38	(44 30)	
	35	FULL PRICE IS 12 72692000 TRADE AS OF 06/05/09	10/22/07		445 43	786.55	(341 12)	

2009 YEAR END SUMMARY

HOLT FOUNDATON

Account Number 620-17290-16 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000100	27	EMC CORP-MASS FULL PRICE IS 12.72692000 TRADE AS OF 06/05/09	10/22/07	06/05/09	$ 343.62	$ 606 76	($ 263.14)	
125000110	42 6	EMC CORP-MASS	10/22/07 03/14/08	06/08/09	531.53 75 93	943 86 89 23	(412.33) (13.30)	
125000120	3	GOOGLE INC CLASS A CGMI AND/OR ITS AFFILIATES	01/11/05	06/08/09	1,311.12	586.81		724.31
125000130	2	INTERCONTINENTALEXCHANGE INC	05/04/06	05/13/09	194.24	139.07		55.17
125000140	12	INTERCONTINENTALEXCHANGE INC FIGURED TO S/D 06-04-09 TRADE AS OF 06/01/09	05/04/06	06/01/09	1,325 66	834 42		491.24
125000150	5	INTUITIVE SURGICAL INC CGMI AND/OR ITS AFFILIATES	09/07/05	08/12/09	1,150.17	355 59		794.58
125000160	23 16 10 28	LAS VEGAS SANDS CORP	11/20/07 12/20/07 01/25/08 04/17/08	09/15/09	435 90 303.24 189.52 530.66	2,619 15 1,778 48 817 67 1,895 01	(2,183.25) (1,475.24) (628.15) (1,364.35)	
125000170	1	LAS VEGAS SANDS CORP	04/17/08	10/02/09	16.34	67.68	(51.34)	
125000190	37	MOODYS CORPORATION	01/11/05	01/05/09	813.52	1,541.20	(727.68)	
125000200	27 2 2 25	MOODYS CORPORATION	01/11/05 05/30/07 10/03/07 10/10/07	09/29/09	564.55 41.82 41.82 522.72	1,124 66 141.06 108 14 1,267.92	(560.11) (99.24) (66.32) (745.20)	
125000210	12	NATIONAL OILWELL VARCO INC	06/13/07	10/02/09	490.80	610.34	(119.54)	
125000220	34	STARBUCKS CORP	01/11/05	05/13/09	435.75	972.82	(537 07)	
125000230	8	STARBUCKS CORP	01/11/05	05/14/09	103 65	228 90	(125.25)	
125000240	45	STARBUCKS CORP CGMI AND/OR ITS AFFILIATES FIGURED TO S/D 06-04-09 TRADE AS OF 06/01/09	01/11/05	06/01/09	668.12	1,287.56	(619.44)	
125000250	37	STARBUCKS CORP CGMI AND/OR ITS AFFILIATES	01/11/05	09/15/09	731.59	1,058.66	(327 07)	
Total					**$ 18,317 53**	**$ 27,758.14**	**($ 13,005.39)**	**$ 3,564 78**

2009 YEAR END SUMMARY

HOLT FOUNDATON
Account Number 620-18023-18 046

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000050	39	ALCOA INC	11/13/08	02/06/09	$ 329.73	$ 395.79	($ 66 06)	
125000060	51	ALCOA INC	11/13/08	02/17/09	348.27	517.58	(169 31)	
125000070	19	ANNALY CAPITAL MANAGEMENT INC	06/27/08	01/23/09	282.33	293.46	(11 13)	
125000090	55	BANK OF AMERICA CORP	12/10/08	02/03/09	292.10	903.57	(611.47)	
125000160	10	CARDINAL HEALTH INC	02/19/09	08/25/09	345.66	362.10	(16.44)	
	9		02/25/09		311.10	313.56	(2.46)	
	12		03/03/09		414 80	371.37		43.43
	12		03/23/09		414.79	389.87		24.92
125000170	5	CATERPILLAR INC	11/13/08	05/27/09	176.52	175.88		.64
125000180	.0174	CENTURYTEL INC	02/20/09	07/01/09	.54	.44		.10
	.0126	MERGER 07/01/09 29078E105000	03/02/09		.39	.31		08
	.0142		03/04/09		.44	.36		.08
	0158		03/12/09		.49	.40		.09
125000260	30	DOW CHEMICAL CO	01/12/09	03/02/09	212.71	472.60	(259 89)	
125000270	3	GENERAL ELECTRIC CO	09/17/08	04/14/09	36.78	70.15	(33.37)	
125000280	22	GENERAL ELECTRIC CO	09/17/08	04/16/09	259.92	514.42	(254 50)	
	5		09/18/08		59.07	114 25	(55.18)	
	2		09/22/08		23.63	53.70	(30.07)	
125000290	29	GENERAL ELECTRIC CO	09/22/08	04/20/09	330.43	778 67	(448.24)	
125000300	9	GENERAL ELECTRIC CO	09/22/08	04/23/09	105.14	241.65	(136 51)	
	25		09/24/08		292.04	601.39	(309.35)	
125000360	1914	HARRIS STRATEX NETWORKS INC CL A RECORD 05/13/09 PAY 05/27/09 FROM: 413875105000	05/27/09	05/27/09	.93	1 01	(.08)	
125000370	9	HARRIS STRATEX NETWORKS INC CL A CGMI AND/OR ITS AFFILIATES	05/27/09	06/11/09	59.59	47.28		12.31
125000380	10	HARTFORD FINL SVCS GROUP INC	05/14/08	03/04/09	44.91	699.51	(654.60)	
	10		05/21/08		44.91	694.81	(649 90)	
	10		05/29/08		44.91	709 91	(665.00)	
	10		06/05/08		44.90	722.77	(677.87)	

2009 YEAR END SUMMARY

HOLT FOUNDATON

Account Number 620-18023-18 046

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000400	40	HOST HOTELS & RESORTS INC	02/07/08	01/12/09	$ 270.12	$ 681.87	($ 411.75)	
	5		02/20/08		33.77	82.40	(48.63)	
125000410	35	HOST HOTELS & RESORTS INC	02/20/08	01/20/09	209.13	576.77	(367.64)	
	5		03/03/08		29 88	82.88	(53.00)	
125000420	15	HOST HOTELS & RESORTS INC	03/03/08	01/21/09	86.36	248 64	(162.28)	
125000430	15	HOST HOTELS & RESORTS INC	03/03/08	01/27/09	87 90	248 63	(160.73)	
125000440	10	HOST HOTELS & RESORTS INC	03/03/08	01/28/09	60.80	165.76	(104.96)	
	15		03/10/08		91.20	242.61	(151.41)	
	25		03/11/08		152.00	417.94	(265.94)	
125000530	20	LINCOLN NATIONAL CORP -IND-	08/19/08	04/24/09	199.83	959.12	(759.29)	
125000540	10	LINCOLN NATIONAL CORP -IND-	09/23/08	04/27/09	99.94	481.41	(381.47)	
	6		09/26/08		59.96	289.46	(229 50)	
125000550	9	LINCOLN NATIONAL CORP -IND-	09/26/08	05/05/09	110.24	434.20	(323.96)	
	10		10/01/08		122.49	411.12	(288.63)	
	10		10/03/08		122.49	408.29	(285.80)	
	10		12/10/08		122.49	167 93	(45.44)	
	45		12/11/08		551.22	780 00	(228.78)	
	6		01/13/09		73.51	117.35	(43.84)	
125000560	24	LINCOLN NATIONAL CORP -IND-	01/13/09	05/06/09	348.29	469 38	(121 09)	
125000620	10	PNC FINANCIAL SERVICES GROUP	01/05/09	03/04/09	230.21	481.22	(251.01)	
	9		01/09/09		207.18	429 38	(222.20)	
125000630	1	PNC FINANCIAL SERVICES GROUP	01/09/09	03/11/09	25.21	47.71	(22.50)	
	10		01/20/09		252.11	254 03	(1.92)	
	5		01/23/09		126.06	151.25	(25.19)	
	5		01/27/09		126.06	155 48	(29.42)	
125000640	12	PNC FINANCIAL SERVICES GROUP	01/27/09	03/13/09	324.12	373.14	(49 02)	
125000650	1	PNC FINANCIAL SERVICES GROUP	01/27/09	10/07/09	45 64	31 10		14.54
	9		02/11/09		410.74	287.55		123.19
	15		02/17/09		684.57	386.64		297.93
125000660	6	PNC FINANCIAL SERVICES GROUP	02/17/09	10/08/09	271.59	154 66		116.93
	10		02/23/09		452.65	248.40		204.25
	6		02/24/09		271.58	147.47		124.11
125000710	10	WELLS FARGO & CO NEW	07/16/08	01/12/09	245.19	251.40	(6.21)	
125000720	1	WELLS FARGO & CO NEW	07/16/08	03/09/09	9.62	25.14	(15.52)	
125000730	9	WELLS FARGO & CO NEW	07/16/08	03/12/09	114.08	226.26	(112.18)	
	15		07/17/08		190.13	395.07	(204.94)	

2009 YEAR END SUMMARY

HOLT FOUNDATON
Account Number 620-18023-18 046

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
	20		07/18/08		$ 253 50	$ 552.88	($ 299.38)	
	25		07/21/08		316 88	709 04	(392 16)	
Total					**$ 11,865.77**	**$ 22,020.39**	**($ 11,117.22)**	**$ 962.60**

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	10	AT&T INC	01/20/05	01/12/09	$ 259 50	$ 233.22		$ 26.28
125000020	5	AT&T INC	01/20/05	02/06/09	130.25	116.61		13.64
125000030	20	ALCOA INC	09/14/07	01/20/09	175.29	706.08	(530.79)	
	15		09/20/07		131.46	560.72	(429 26)	
125000040	5	ALCOA INC	09/20/07	01/29/09	41.54	186.90	(145.36)	
	20		09/25/07		166.16	736 60	(570.44)	
	17		09/28/07		141.24	667.60	(526 36)	
125000050	3	ALCOA INC	09/28/07	02/06/09	25.36	117 81	(92 45)	
125000080	17 2857	BANK OF AMERICA CORP	04/07/05	01/28/09	124.84	801 96	(677 12)	
	19 8095		04/08/05		143.06	919 05	(775 99)	
	9 9048		06/03/05		71.53	459 52	(387.99)	
	4		10/18/05		28.89	166 22	(137.33)	
125000090	1	BANK OF AMERICA CORP	10/18/05	02/03/09	5.31	41 56	(36.25)	
125000100	10	BLACK & DECKER CORPORATION	07/11/07	05/12/09	322.49	890 61	(568 12)	
	5		07/27/07		161.24	425.26	(264 02)	
	5		08/03/07		161.24	440 52	(279 28)	
125000110	5	BLACK & DECKER CORPORATION	08/03/07	05/13/09	156.30	440.52	(284 22)	
	10		08/13/07		312.61	882 86	(570 25)	
125000120	10	BOEING CO	08/08/08	10/27/09	478 49	649 31	(170 82)	
	10		08/08/08		478.49	682 41	(203.92)	
	10		08/12/08		478 49	660 42	(181.93)	
	5		08/14/08		239 26	325.72	(86 46)	
125000130	9	CBS CORP NEW CLASS B	05/31/06	03/04/09	33.37	231 70	(198 33)	

Ref: 00000857 00023618

MorganStanley SmithBarney

Reserved
Client Statement
2009 Year End Summary

HOLT FOUNDATON

Account Number 620-18023-18 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000140	16	CBS CORP NEW CLASS B	05/31/06	03/11/09	$ 59.84	$ 411 90	($ 352.06)	
	24		06/07/06		89 77	640.12	(550.35)	
125000150	1	CBS CORP NEW CLASS B	06/07/06	03/12/09	3 96	26.67	(22.71)	
	20		06/26/06		79 20	529.53	(450.33)	
	25		06/30/06		99 01	678 95	(579.94)	
125000170	10	CATERPILLAR INC	11/28/07	05/27/09	353.03	710.94	(357.91)	
	10		12/04/07		353.03	717.82	(364 79)	
	10		12/06/07		353.03	736.81	(383.78)	
	10		12/11/07		353 03	759.31	(406.28)	
125000190	2	CHEVRON CORP	01/12/05	02/06/09	148 84	104.09		44.75
125000200	3	CHEVRON CORP	01/12/05	04/09/09	206.18	156.13		50.05
125000210	36	DOW CHEMICAL CO	01/12/05	02/02/09	396 66	1,728.66	(1,332.00)	
125000220	5	DOW CHEMICAL CO TRADE AS OF 02/11/09	01/12/05	02/11/09	50.17	240.09	(189.92)	
125000230	4	DOW CHEMICAL CO	01/12/05	02/12/09	39.09	192 07	(152.98)	
	5		10/18/05		48 86	214.56	(165.70)	
	4		02/05/07		39 08	165.62	(126 54)	
125000240	16	DOW CHEMICAL CO	02/05/07	02/17/09	142.14	662.50	(520.36)	
	20		02/06/07		177.68	833 74	(656.06)	
	1		02/14/07		8 88	42.87	(33.99)	
125000250	19	DOW CHEMICAL CO	02/14/07	02/23/09	141.86	814.45	(672.59)	
	15		03/08/07		112.00	640.59	(528.59)	
125000260	15	DOW CHEMICAL CO	03/22/07	03/02/09	106.35	682.89	(576.54)	
125000310	25	GLAXOSMITHKLINE PLC SP ADR	01/12/05	01/13/09	939 03	1,142 50	(203.47)	
125000320	6	GLAXOSMITHKLINE PLC SP ADR	01/12/05	02/06/09	222.38	274 20	(51.82)	
125000330	2	HALLIBURTON CO HOLDINGS CO	01/07/08	04/27/09	40.09	73 78	(33.69)	
125000340	18	HALLIBURTON CO HOLDINGS CO	01/07/08	07/27/09	412.73	664.00	(251.27)	
	7		01/11/08		160 51	252.38	(91.87)	
125000350	13	HALLIBURTON CO HOLDINGS CO	01/11/08	07/28/09	287.94	468 71	(180.77)	
	20		01/23/08		442.99	614 79	(171.80)	
	25		01/25/08		553 74	840 50	(286.76)	
125000390	8	HOME DEPOT INC	12/18/07	04/27/09	206.82	207.05	(.23)	
125000450	48	INTEL CORP	01/31/08	02/18/09	636.87	1,009.21	(372.34)	
125000460	17	INTEL CORP	01/31/08	02/20/09	218.33	357.43	(139.10)	
	10		02/04/08		128.43	213 48	(85.05)	
125000470	26	INTEL CORP	02/04/08	02/25/09	331.96	555.06	(223.10)	

MorganStanley SmithBarney

Ref: 00000857 00023619

Reserved
Client Statement
2009 Year End Summary

HOLT FOUNDATON

Account Number 620-18023-18 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000480	29	INTEL CORP	02/04/08	02/26/09	$ 379.38	$ 619.10	($ 239.72)	
125000490	6	JPMORGAN CHASE & CO	07/06/04	04/27/09	200.03	227.21	(27 18)	
125000500	50	JPMORGAN CHASE & CO	07/06/04	07/06/09	1,604.04	1,893.41	(289.37)	
	10		10/18/05		320.81	339.97	(19 16)	
125000510	5	LINCOLN NATIONAL CORP -IND-	01/12/05	03/04/09	33 68	231.23	(197.55)	
125000520	20	LINCOLN NATIONAL CORP -IND-	01/12/05	04/23/09	199 38	924.91	(725.53)	
125000530	20	LINCOLN NATIONAL CORP -IND-	01/12/05	04/24/09	199.83	924.91	(725.08)	
125000570	5	OCCIDENTAL PETROLEUM CORP-DEL	01/12/05	01/23/09	277.64	140.84		136.80
125000580	16	OCCIDENTAL PETROLEUM CORP-DEL	01/12/05	03/19/09	949.48	450.68		498 80
125000590	7	OCCIDENTAL PETROLEUM CORP-DEL	01/12/05	03/24/09	411.73	197.18		214.55
125000600	5	OCCIDENTAL PETROLEUM CORP-DEL	01/12/05	03/27/09	292.13	140 84		151.29
125000610	7	OCCIDENTAL PETROLEUM CORP-DEL	01/12/05	04/03/09	418.07	197.17		220.90
125000670	30	PFIZER INC	10/29/03	01/12/09	519.33	939.08	(419 75)	
125000680	1	TRAVELERS COMPANIES INC	01/12/05	01/23/09	37.97	37.38		59
125000690	3	VERIZON COMMUNICATIONS	01/12/05	01/23/09	91.55	109.83	(18 28)	
125000700	10	WASTE MGMT INC DEL	01/14/08	01/23/09	320.93	320 08		.85
125000740	10	WHIRLPOOL CORP	12/04/07	04/07/09	320.84	811.95	(491.11)	
	4		12/13/07		128.34	333.08	(204.74)	
125000750	1	WHIRLPOOL CORP	12/13/07	04/09/09	35.07	83 27	(48.20)	
	1		12/18/07		35.06	80.29	(45 23)	
125000760	8	WHIRLPOOL CORP	12/18/07	04/15/09	279.73	642.28	(362.55)	
125000770	6	WHIRLPOOL CORP	12/18/07	04/23/09	218.75	481.71	(262 96)	
	5		01/02/08		182.29	399.02	(216.73)	
125000780	15	WYETH	11/05/07	02/18/09	645 06	720.06	(75.00)	
	15		11/08/07		645.06	691.26	(46 20)	
	5		11/13/07		215.03	231.32	(16 29)	
125000790	9	WYETH	11/13/07	02/19/09	385.06	416.38	(31.32)	
125000800	6	WYETH	11/13/07	02/23/09	252.83	277.59	(24.76)	
	2		11/19/07		84.28	92.91	(8 63)	
125000810	8	WYETH	11/19/07	02/25/09	334.65	371.64	(36.99)	
Total					**$ 22,227.95**	**$ 43,033.16**	**($ 22,163 71)**	**$ 1,358.50**

2009 YEAR END SUMMARY

MorganStanley SmithBarney

Ref· 00000857 00023626

Reserved
Client Statement
2009 Year End Summary

HOLT FOUNDATON

Account Number 620-1938C-11 046

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000030	20	ALLSTATE CORP	11/13/08	11/11/09	$ 587.19	$ 508.72		$ 78 47
125000040	12	ALTRIA GROUP INC	03/11/09	11/11/09	227.90	196.86		31 04
	24		03/13/09		455.80	394 85		60.95
125000080	32	ANNALY CAPITAL MANAGEMENT INC	03/24/09	11/11/09	568 05	458.69		109 36
	30		04/03/09		532 55	423.61		108.94
125000090	5	BECTON DICKINSON & CO	05/22/09	11/11/09	364.04	330.35		33 69
	5		05/29/09		364.04	335.89		28.15
	14		06/01/09		1,019.31	952.37		66 94
125000100	277.659	WILLIAM BLAIR INTERNATIONAL GROWTH FUND INSTITUTIONAL CL CONFIRM #007574524	01/13/09	11/11/09	5,278.30	3,673.43		1,604.87
125000140	15.0526	CENTURYTEL INC	02/20/09	11/11/09	518.85	378.14		140 71
	10.9474		03/02/09		377.35	269.62		107.73
	12.3158		03/04/09		424 51	307.81		116 70
	13 6842		03/12/09		471.68	349.69		121.99
125000160	10	DIAMOND OFFSHORE DRILLING INC	01/12/09	11/11/09	1,016.97	582.46		434.51
	5		07/27/09		508.49	463.07		45.42
125000190	13	EDISON INTERNATIONAL	03/04/09	11/11/09	440.69	325 60		115.09
	12		03/10/09		406.79	296.63		110.16
	10		03/17/09		338 99	281 60		57.39
	13		03/20/09		440.68	376.98		63.70
125000210	65	FLIR SYSTEMS INC CGMI AND/OR ITS AFFILIATES	09/29/09	11/11/09	1,871.30	1,816.82		54.48
125000230	17	GENZYME CORP	05/13/09	11/11/09	899.51	1,025.30	(125 79)	
	13	CGMI AND/OR ITS AFFILIATES	08/11/09		687.85	649.78		38.07
125000250	10	GOLDMAN SACHS GROUP INC	10/06/09	11/11/09	1,804 65	1,869.43	(64.78)	
125000270	10	HARRIS CORP-DELAWARE-	01/20/09	11/11/09	446 69	404.51		42.18
	8		01/28/09		357.35	357.35		
	9		02/09/09		402.02	395.28		6.74
	10		02/17/09		446.68	408.65		38.03
125000290	30	HUDSON CITY BANCORP INC	07/06/09	11/11/09	402.95	399.56		3.39
	40	CGMI AND/OR ITS AFFILIATES	07/08/09		537.26	530.70		6.56
	46		07/09/09		617 85	621.44	(3.59)	

2009 YEAR END SUMMARY

HOLT FOUNDATON
Account Number 620-1938C-11 046

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000300	53	ILLUMINA INC CGMI AND/OR ITS AFFILIATES	10/08/09	11/11/09	$ 1,755.31	$ 2,248 39	($ 493.08)	
125000320	8	INTUITIVE SURGICAL INC CGMI AND/OR ITS AFFILIATES	02/02/09	11/11/09	2,177.47	819 86		1,357.61
125000380	29	JOHNSON & JOHNSON	05/15/09	11/11/09	1,763 44	1,603 40		160.04
125000410	8	LAS VEGAS SANDS CORP	11/13/08	11/11/09	141.05	44.11		96.94
	31		11/14/08		546.55	190.94		355.61
	101		11/21/08		1,780.71	310.10		1,470.61
125000440	35	MCGRAW HILL COS INC	08/28/09	11/11/09	1,060.12	1,175.38	(115.26)	
	20		08/31/09		605.78	665.41	(59.63)	
125000450	11	MEDTRONIC INC	02/17/09	11/11/09	441.64	381.75		59.89
	10		02/20/09		401.49	340.04		61.45
	8		02/24/09		321.19	276 47		44 72
	14		02/26/09		562.08	458 76		103.32
125000460	14	METLIFE INC	04/24/09	11/11/09	498.25	402.37		95 88
	32		05/04/09		1,138.85	877.26		261.59
	7		05/15/09		249.12	213 68		35 44
125000470	25	MICROSOFT CORP CGMI AND/OR ITS AFFILIATES	11/11/08	11/11/09	726.58	522 88		203.70
125000490	15	MOLEX INC CGMI AND/OR ITS AFFILIATES	11/11/09	12/18/09	311.27	299.10		12.17
125000500	27	MOLEX INC CGMI AND/OR ITS AFFILIATES	11/11/09	12/21/09	572.14	538 38		33.76
125000510	18	MOLEX INC CGMI AND/OR ITS AFFILIATES	11/11/09	12/22/09	387.05	358.92		28.13
125000520	28	MONSANTO CO NEW	12/05/08	11/11/09	2,101.90	1,996.00		105.90
	15		06/08/09		1,126.02	1,232 08	(106.06)	
	12		09/15/09		900.82	945.47	(44.65)	
125000530	12	NATIONAL OILWELL VARCO INC	01/05/09	11/11/09	546.62	344.00		202 62
125000540	35	NEW YORK COMMUNITY BANCORP	01/20/09	11/11/09	399.08	442.52	(43.44)	
	15		01/26/09		171 03	188.55	(17.52)	
	14		01/27/09		159.63	159 13		.50
	10		01/28/09		114.02	130 32	(16.30)	
	20		01/29/09		228.04	262.91	(34.87)	
	28		02/04/09		319.26	340 10	(20.84)	
	6		02/06/09		68.42	76 33	(7.91)	

2009 YEAR END SUMMARY

HOLT FOUNDATON
Account Number 620-1938C-11 046

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000550	34	NIKE INC CL B	06/05/09	11/11/09	$ 2,209.26	$ 1,997.63		$ 211 63
	13		09/15/09		844.72	709 33		135 39
125000560	12	NORFOLK SOUTHERN CORP	03/19/09	11/11/09	624.82	381.91		242 91
	10		03/24/09		520.68	331.99		188 69
	9		03/27/09		468.62	313 87		154.75
	1		04/03/09		52 07	37.40		14 67
	7		04/09/09		364.48	260.80		103 68
125000570	2	NORTHROP GRUMMAN CORP	10/26/09	11/11/09	109 55	101.44		8 11
125000590	3	POLO RALPH LAUREN CORP CL A	11/11/09	12/01/09	237.46	244.89	(7.43)	
125000600	12	QUALCOMM INC CGMI AND/OR ITS AFFILIATES	12/31/08	11/11/09	534.94	430.71		104.23
125000630	12	SALESFORCE.COM INC	06/08/09	11/11/09	756.71	464.89		291.82
125000640	2	SCHLUMBERGER LTD	01/05/09	11/11/09	132.58	95.10		37 48
125000650	23	SCHWAB CHARLES CORP CGMI AND/OR ITS AFFILIATES	10/02/09	11/11/09	416 28	430.56	(14.28)	
125000660	94	STAPLES INC CGMI AND/OR ITS AFFILIATES	10/02/09	11/11/09	2,088.62	2,124.04	(35.42)	
125000690	20	SUPERVALU INC	02/18/09	11/11/09	327.79	353.89	(26 10)	
	20		02/19/09		327.79	356.75	(28.96)	
	5		02/24/09		81.95	88.19	(6.24)	
	15		02/25/09		245.84	267.61	(21.77)	
	5		03/04/09		81.95	80 80		1 15
	15		03/05/09		245.84	230 10		15.74
125000740	15	VALERO ENERGY CORP-NEW	04/14/09	11/11/09	261.14	307.98	(46.84)	
	21		04/16/09		365 60	437.64	(72.04)	
	10		04/20/09		174.09	199.63	(25 54)	
	20		04/23/09		348 19	418 32	(70.13)	
	8		04/27/09		139 28	166.70	(27 42)	
125000770	15	VMWARE INC	06/05/09	11/11/09	621.13	488.62		132 51
	24	CL A COM	06/08/09		993.81	765.55		228 26
Total					**$ 57,966.41**	**$ 49,316 14**	**($ 1,535 89)**	**$ 10,186 16**

2009 YEAR END SUMMARY

HOLT FOUNDATON

Account Number 620-1938C-11 046

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	12.625	AT&T INC	01/20/05	11/11/09	$ 333.42	$ 294.43		$ 38.99
	31		01/24/05		818.69	735.37		83.32
	15.5		01/25/05		409 34	369.47		39.87
	3.875		10/18/05		102.33	91.21		11.12
125000020	15	ALLERGAN INC	01/11/05	11/11/09	899.99	598.86		301 13
125000030	10	ALLSTATE CORP	03/02/06	11/11/09	293.59	540 68	(247.09)	
	15		03/09/06		440.39	817.95	(377.56)	
	10		03/13/06		293 59	545.74	(252.15)	
	10		03/17/06		293 59	544 96	(251 37)	
125000040	35	ALTRIA GROUP INC	01/12/05	11/11/09	664.70	500.22		164.48
	10		04/25/07		189.91	213.74	(23.83)	
	30		04/10/08		569.74	649.66	(79.92)	
	20		04/11/08		379.83	426 86	(47.03)	
	35		04/16/08		664.70	753 14	(88.44)	
125000050	10	AMAZON COM INC	02/26/08	11/11/09	1,295.67	719.02		576.65
	15	CGMI AND/OR ITS AFFILIATES	02/26/08		1,943.50	1,078.52		864 98
	3		02/27/08		388.70	210.39		178.31
	13		03/14/08		1,684 36	878.27		806.09
125000060	15	AMEREN CORP	08/27/07	11/11/09	383.24	751.68	(368 44)	
	15		09/18/07		383.24	790.81	(407.57)	
	5		10/01/07		127.75	266 53	(138.78)	
	10		10/02/07		255.49	533.78	(278.29)	
	15		10/16/07		383 24	807 68	(424.44)	
125000070	37	AMERICA MOVIL S.A.B DE CV	05/12/06	11/11/09	1,784.46	1,404.58		379.88
	2	SER L SPONS ADR	08/28/06		96 46	75.62		20 84
	2		08/28/06		96.46	75.62		20.84
	2		08/28/06		96.46	75.62		20.84
	2		08/28/06		96.46	75.62		20 84
	2		08/28/06		96.46	75.62		20.84
	2		08/28/06		96 46	75.62		20.84
	2		08/28/06		96.46	75.62		20.84
	2		08/28/06		96 46	75.62		20.84
	3		08/28/06		144 69	113.43		31.26
	4		08/28/06		192.91	151.24		41.67

HOLT FOUNDATON
Account Number 620-1938C-11 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
	3		08/28/06		$ 144.69	$ 113.43		$ 31 26
	6		05/30/07		289.35	354.60	(65.25)	
125000080	16	ANNALY CAPITAL MANAGEMENT INC	06/27/08	11/11/09	284.02	247.12		36.90
	10		06/30/08		177.52	156.74		20.78
	40		07/08/08		710.06	611.45		98.61
	45		07/16/08		798.82	641.75		157.07
	40		07/17/08		710.06	582.68		127.38
125000100	3,636.9032	WILLIAM BLAIR INTERNATIONAL	01/13/05	11/11/09	69,137.53	79,410.16	(10,272.63)	
	223.5548	GROWTH FUND INSTITUTIONAL CL	12/21/05		4,249.78	5,630.59	(1,380.81)	
	16 6556	CONFIRM #007574524	12/21/05		316.62	419.49	(102 87)	
	410.27		12/21/06		7,799.23	11,407.62	(3,608.39)	
	6.3236		12/21/06		120.21	175.82	(55.61)	
	53.6208		12/21/06		1,019.33	1,490.93	(471.60)	
	485.1563		12/24/07		9,222.82	13,885.30	(4,662.48)	
	53.1742		12/24/07		1,010.84	1,521.86	(511.02)	
	2 6705		12/24/07		50 77	76.43	(25 66)	
125000110	4	BOEING CO	08/14/08	11/11/09	202.75	260.58	(57 83)	
125000120	11	BROADCOM CORP CL A	12/08/06	11/11/09	314.70	374.62	(59.92)	
	15	CGMI AND/OR ITS AFFILIATES	05/30/07		429.14	453 95	(24 81)	
	39		07/16/07		1,115.76	1,267.03	(151.27)	
	7		03/14/08		200.26	120 93		79.33
125000130	8	CME GROUP INC	08/31/05	11/11/09	2,515.53	2,186.94		328 59
	1	CLASS A	05/30/07		314.44	525.59	(211.15)	
		CGMI AND/OR ITS AFFILIATES						
125000150	25	CHEVRON CORP	01/12/05	11/11/09	1,965 44	1,301.11		664.33
125000160	10	DIAMOND OFFSHORE DRILLING INC	12/19/07	11/11/09	1,016.97	1,290 69	(273.72)	
	5		12/26/07		508.49	740.99	(232.50)	
	5		01/02/08		508.49	705.72	(197.23)	
	2		01/07/08		203.39	268 00	(64.61)	
125000170	60	DIAMONDS TRUST SER 1	01/13/05	11/11/09	6,180.44	6,315 60	(135.16)	
125000180	20	R R DONNELLEY & SONS CO	01/25/06	11/11/09	425.19	635 72	(210.53)	
	5	CGMI AND/OR ITS AFFILIATES	03/29/06		106.30	163.11	(56.81)	
	5		04/03/06		106.30	165.57	(59.27)	
	10		04/05/06		212.59	332.90	(120.31)	
	10		04/26/06		212.59	331.20	(118.61)	
	10		05/04/06		212.59	335.36	(122 77)	
	10		05/17/06		212.59	333.10	(120.51)	
	10		06/08/06		212.60	310.86	(98.26)	

2009 YEAR END SUMMARY

HOLT FOUNDATON

Account Number 620-1938C-11 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000200	10	ENCANA CORP-CAD	08/25/08	11/11/09	$ 577 18	$ 711 69	($ 134.51)	
	5		09/02/08		288.59	353.48	(64.89)	
	10		09/08/08		577.18	681.49	(104.31)	
	10		09/15/08		577 19	650 89	(73.70)	
125000220	20	FMC TECHNOLOGIES INC	07/30/07	11/11/09	1,171.17	875.46		295.71
	12		08/15/07		702 70	501.74		200.96
	13		01/23/08		761.26	573.78		187.48
	16		07/14/08		936.93	1,132.50	(195.57)	
	14		11/06/08		819.82	477 90		341.92
125000230	34	GENZYME CORP CGMI AND/OR ITS AFFILIATES	01/11/05	11/11/09	1,799.01	1,930.62	(131.61)	
	14		05/25/05		740.77	881.68	(140.91)	
	17		01/12/06		899.51	1,226.90	(327.39)	
	5		05/30/07		264.56	311.54	(46.98)	
125000240	14	GLAXOSMITHKLINE PLC SP ADR	01/12/05	11/11/09	576.78	639 80	(63.02)	
	20		05/30/07		823.98	1,049.42	(225.44)	
	10		05/31/07		411.99	519 09	(107.10)	
	15		06/06/07		617.98	765 75	(147.77)	
	15		06/12/07		617.98	780.64	(162.66)	
	15		06/14/07		617 99	781.28	(163.29)	
125000260	2	GOOGLE INC CLASS A CGMI AND/OR ITS AFFILIATES	01/11/05	11/11/09	1,140.19	391.21		748.98
125000280	14	HOME DEPOT INC	12/18/07	11/11/09	381.49	362.33		19 16
125000310	2	INTERCONTINENTALEXCHANGE INC	05/04/06	11/11/09	216 63	139.07		77 56
	16		07/19/06		1,733 07	926 32		806.75
	2		05/30/07		216 63	295 60	(78.97)	
	12		07/30/08		1,299 80	1,246 19		53 61
	9		10/06/08		974.87	674.56		300.31
125000320	4	INTUITIVE SURGICAL INC CGMI AND/OR ITS AFFILIATES	09/07/05	11/11/09	1,088 73	284.48		804 25
	6		08/08/06		1,633.10	587.08		1,046.02
	1		05/30/07		272.18	136.71		135.47
	5		11/06/08		1,360 91	877.76		483.15
125000330	3.5	IRON MTN INC (DEL)	05/18/05	11/11/09	89.60	67.43		22.17
	40.5		05/20/05		1,036.77	789.17		247.60
	4		05/30/07		102 39	109.96	(7.57)	
125000340	525	ISHARES S&P 100 INDEX FUND	01/13/05	11/11/09	26,859 35	29,520.75	(2,661.40)	
125000350	160	ISHARES TR RUSSELL MIDCAP INDEX FD	08/18/08	11/11/09	12,762.47	15,201 60	(2,439.13)	

2009 YEAR END SUMMARY

HOLT FOUNDATON
Account Number 620-1938C-11 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000360	395	ISHARES RUSSELL 1000 INDEX FD	01/13/05	11/11/09	$ 23,838.50	$ 25,058.80	($ 1,220.30)	
125000370	230	ISHARES TR S&P SM CAP 600 INDX FUND	08/18/08	11/11/09	11,929.01	14,947.68	(3,018.67)	
125000390	20	KIMBERLY CLARK CORP	01/12/05	11/11/09	1,276 37	1,283.00	(6 63)	
	10		10/18/05		638.18	569.94		68.24
125000400	9	KRAFT FOODS INC CLASS A	04/24/07	11/11/09	241.73	300 15	(58 42)	
	15		05/02/07		402.89	502.79	(99 90)	
	10		05/03/07		268 59	333.91	(65.32)	
	25		05/09/07		671.48	816.73	(145 25)	
125000420	20	MARATHON OIL CORP	04/27/05	11/11/09	699.06	471.84		227.22
	30		04/28/05		1,048 58	689.17		359.41
	10		10/18/05		349.53	300.57		48 96
125000430	40	MATTEL INC DE	12/01/05	11/11/09	813.24	650.93		162 31
	15	CGMI AND/OR ITS AFFILIATES	12/06/05		304.97	246.90		58 07
	5		12/07/05		101.66	82 38		19 28
	35		12/08/05		711.59	574.56		137.03
	15		12/14/05		304.95	253 60		51.35
125000470	20	MICROSOFT CORP	10/21/08	11/11/09	581.26	486.55		94.71
	20	CGMI AND/OR ITS AFFILIATES	10/28/08		581 26	436 86		144 40
	20		11/03/08		581 26	455.47		125 79
125000480	29	MINDRAY MED INTL LTD-CNY	10/15/08	11/11/09	936.38	776.89		159.49
	17	SPONS ADR REPSTG CL A	11/06/08		548.92	391 43		157 49
125000530	11	NATIONAL OILWELL VARCO INC	06/13/07	11/11/09	501.08	559.47	(58.39)	
	40		06/14/07		1,822.11	2,095.48	(273 37)	
	32		07/13/07		1,457 69	1,787.78	(330.09)	
	12		12/20/07		546.63	838.94	(292.31)	
	4		04/18/08		182.21	299.50	(117.29)	
	17		10/07/08		774.40	587 29		187 11
	14		11/06/08		637.74	399.69		238.05
125000580	2	PFIZER INC	10/29/03	11/11/09	35.26	62.60	(27.34)	
	36		11/10/03		634.66	1,132.26	(497.60)	
	10		10/18/05		176.30	242.10	(65.80)	
	5		04/21/06		88.15	124 24	(36.09)	
	40		04/24/06		705.18	986 90	(281.72)	
	25		04/26/06		440 74	624.85	(184 11)	
	25		05/01/06		440.74	637.31	(196.57)	

2009 YEAR END SUMMARY

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
	30		05/02/06		$ 528 89	$ 758 73	($ 229.84)	
	30		04/27/07		528.87	799.50	(270.63)	
125000610	40	REYNOLDS AMERICAN INC	01/12/05	11/11/09	1,957.94	1,566.57		391 37
125000620	10	ROYAL DUTCH SHELL PLC ADR	09/07/07	11/11/09	623.38	807.51	(184.13)	
	10	CL A	09/25/07		623.38	836.17	(212.79)	
	5		10/01/07		311.69	416.76	(105.07)	
	15		10/05/07		935 08	1,197.45	(262 37)	
125000630	15	SALESFORCE.COM INC	02/12/07	11/11/09	945 87	710.81		235.06
	30		02/14/07		1,891.75	1,491.95		399.80
	4		05/30/07		252 23	190.26		61.97
	15		10/02/07		945 87	769.88		175.99
	2		03/14/08		126.12	116.60		9.52
125000640	42	SCHLUMBERGER LTD	05/03/06	11/11/09	2,784.11	3,032.17	(248.06)	
	17		11/20/06		1,126.90	1,075.17		51.73
	5		12/13/06		331.44	336 08	(4.64)	
	10		05/30/07		662.88	789.39	(126.51)	
125000670	113	STARBUCKS CORP	01/11/05	11/11/09	2,450 17	3,233.22	(783.05)	
	18	CGMI AND/OR ITS AFFILIATES	05/30/07		390 29	514.07	(123.78)	
125000680	42	STRYKER CORP	01/11/05	11/11/09	2,074.32	2,053.54		20.78
125000700	5	3M COMPANY	05/29/08	11/11/09	389.79	387 10		2.69
	10		06/04/08		779.58	771.02		8.56
	10		06/09/08		779.57	756.53		23 04
125000710	10	TOTAL S.A SPONS ADR	12/13/07	11/11/09	630 08	831.57	(201.49)	
	10		12/26/07		630 08	817.29	(187.21)	
	5		01/03/08		315 04	426 02	(110 98)	
	10		01/09/08		630.09	865 87	(235.78)	
125000720	54	TRAVELERS COMPANIES INC	01/12/05	11/11/09	2,924 02	2,018.77		905 25
125000730	30	V F CORP	01/12/05	11/11/09	2,283 24	1,613.73		669.51
	5		10/18/05		380.54	277.86		102.68
125000750	52	VERIZON COMMUNICATIONS	01/12/05	11/11/09	1,574.51	1,903.71	(329.20)	
	15		10/18/05		454 19	423.46		30.73
125000760	19	VISA INC COM CL A	03/20/08	11/11/09	1,532.69	1,163.00		369.69
125000780	15	WASTE MGMT INC DEL	01/14/08	11/11/09	485.24	480.12		5.12
	20		01/23/08		646.98	573.63		73.35
	20		01/31/08		646.98	647.26	(.28)	
	20		02/07/08		646 98	642.58		4.40

HOLT FOUNDATON

Account Number 620-1938C-11 046

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000790	41	WINDSTREAM CORP	01/12/05	11/11/09	$ 410.97	$ 397.65		$ 13.32
	15		08/04/06		150.35	194.90	(44.55)	
	30		08/14/06		300.71	385.42	(84 71)	
	25		08/15/06		250.59	328.52	(77.93)	
	10		08/23/06		100.24	129 53	(29.29)	
	45		08/24/06		451.06	585.40	(134 34)	
	20		09/06/06		200.47	266 00	(65 53)	
	30		09/07/06		300.71	399.63	(98.92)	
125000800	50	XEROX CORP	06/23/08	11/11/09	395.18	683 34	(288 16)	
	10		06/26/08		79.04	136.23	(57.19)	
	35		06/27/08		276 63	470 69	(194 06)	
	50		07/07/08		395.18	673.39	(278.21)	
	35		07/15/08		276.63	461.91	(185.28)	
	15		07/16/08		118 56	197 46	(78.90)	
Total					**$ 288,461 09**	**$ 317,608 57**	**($ 45,940.77)**	**$ 16,793 29**

2009 YEAR END SUMMARY

FILE COPY

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- 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 HOLT FOUNDATION	Employer identification number 74 - 2728633
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 207916	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN ANTONIO, TEXAS 78220	

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

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☑ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ GAYLE CUELLAR, CPA, DIR OF TAX

Telephone No. ▶ (210) 648-8923 FAX No. ▶ (210) 648-0078

- 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 AUGUST 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	$ NONE
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	$ NONE
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	$ NONE

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.

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
	Number, street, and room or suite no. If a P.O. box, see instructions.	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

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

☐ Form 990 ☐ Form 990-PF ☐ Form 1041-A ☐ Form 6069
☐ Form 990-BL ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 4720 ☐ Form 8870
☐ Form 990-EZ ☐ Form 990-T (trust other than above) ☐ Form 5227

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

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

4 I request an additional 3-month extension of time until ...., 20.....
5 For calendar year ...., 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 ....

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

Signature and Verification

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

Signature ▶ Gayle Cullen Title ▶ CPA Date ▶ 5-12-10

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