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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

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

2009For calendar year 2009, or tax year beginning Jan. 1, 2009, and ending Dec. 31, 2009

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 <u>Jack & Joyce Sampson Family Foundation</u>		A Employer identification number <u>74 2852703</u>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <u>7305 Mesa Dr.</u>		B Telephone number (see page 10 of the instructions) <u>512 345-0465</u>
	City or town, state, and ZIP code <u>Austin TX 78731</u>		
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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <u>\$244,809</u>		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)	

- 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 ☐

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)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	10,250	10,250	10,250	
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
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)				
12 Total. Add lines 1 through 11	10,250	10,250	10,250	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
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)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	77			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	63	63	63	63
24 Total operating and administrative expenses. Add lines 13 through 23	140			
25 Contributions, gifts, grants paid	11,597			
26 Total expenses and disbursements. Add lines 24 and 25	11,737			
27 Subtract line 26 from line 12	(1,487)			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		10,187		
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2009)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	6,831	5,951	5,951
	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			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	202,433	274,337	238,858
	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)	209,263	280,168	244,809
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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)			
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	209,263	280,168	

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	209,263
2 Enter amount from Part I, line 27a	2	(1,487)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	
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	244,809

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

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

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

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

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

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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008			
2007			
2006			
2005			
2004			

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

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	204	
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		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	204	
6	Credits/Payments:			
a	2009 estimated tax payments 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		
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	204	
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
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of 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 ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
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, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____		
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 on page 27)? <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

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 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? Website address ▶	13	X	
14	The books are in care of ▶ <u>John J. Sampson</u> Telephone no. ▶ <u>512 232-1267</u> Located at ▶ <u>227 E. Dean Keeton, Austin TX</u> ZIP+4 ▶ <u>78705</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> 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? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input checked="" type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

- 5a During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☐ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☐ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☐ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☐ No
- b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No
- 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 ☐ No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- 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? ☐ Yes ☒ No

5b		X
6b		X
7b		X

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
John J. Sampson 7305 Mesa Austin TX 78731	1	-0-	-0-	-0-
Joyce C. Sampson Same Address	1	-0-	-0-	-0-
Margaret J. Sampson	0.05	-0-	-0-	-0-
Eleanor H. Sampson 3906 S.E. Knight Portland OR 97202	0.05	-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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
3 All other program-related investments. See page 24 of the instructions	
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	213,766
b	Average of monthly cash balances	1b	-0-
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	213,766
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	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions).	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	
6	Minimum investment return. Enter 5% of line 5	6	

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	10,688
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	204
c	Add lines 2a and 2b	2c	204
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10,484

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	11,587
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	11,587
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,587

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				10,484
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only				
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ _____				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				10,484
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				-0-
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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 $\frac{2}{3}$ 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).)
John J. & Joyce C. Sampson 100%

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

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

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

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

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 <i>See Schedule Attached</i> <i>GRANTEE LIST</i>				
Total			▶	3a
b Approved for future payment				
Total			▶	3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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					
4	Dividends and interest from securities					
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					
13	Total. Add line 12, columns (b), (d), and (e)					

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

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

[illegible]

PART I Line 18 Schedule Taxes Paid



Apex

JACK & JOYCE SAMPSON FAMILY FOUNDATION
ATTN: JOHN SAMPSON
7305 MESA DR
AUSTIN, TX 78731

2009 Non-Reportable 1099

Tax Identification Number 74-2852703
Account Number 789-995172

TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209

For 1099 questions, please call
800-669-3900

TD AMERITRADE Clearing, Inc., Federal Tax Identification Number 47-0533629

Please be advised that this document was produced for informational purposes only.
Accordingly, the amounts identified below will not be reported to the IRS.

Form 1099-DIV Dividends and Distributions		(OMB No: 1545-0110)
Line #	Category	Amount
1a	Total Ordinary Dividends	\$10,249.75
1b	Qualified Dividends	5,668.27
2a	Total Capital Gains Distributions (Includes Lines 2b, 2c, 2d)	0.00
2b	Unrecaptured Section 1250 Gain	0.00
2c	Section 1202 Gain	0.00
2d	Collectibles (28%) Gain	0.00
3	Nontaxable Distributions	0.00
4	Federal Income Tax Withheld	0.00
5	Investment Expenses	0.00
6	Foreign Tax Paid	77.20
7	Foreign Country or U.S. Possession	See Details
8	Liquidation Distribution - Cash	0.00
9	Liquidation Distribution - Noncash	0.00

Austin American-Statesman

PART I LINE 23
OTHER EXPENSES SCHEDULE

PO#:

Ad ID#: 4080121

Acct#: 5123450465

Account Name: SAMPSON, JOHN

SAMPSON, JOHN
7305 MESA DR
AUSTIN, TX 78731

ANNUAL RETURN of Jack & Joyce Sampson Family Foundation for tax year 2008, available for public inspection within 180 days after date of this notice during business hours at 727 E Dean Keeton, Room 3.219, Austin, Texas 78705, on request to Jack Sampson, President, (512) 232-1267

AFFIDAVIT OF PUBLICATION

THE STATE OF TEXAS
COUNTY OF TRAVIS

Before me, the undersigned authority, a Notary Public in and for the County of Travis, State of Texas, on this day personally appeared:

Shary Fowler

Advertising Agent of the Austin American-Statesman, a daily newspaper published in said County and State that is generally circulated in Bastrop, Bell, Blanco, Brazos, Burleson, Burnet, Caldwell, Colorado, Comal, Coryell, Fayette, Gillespie, Gonzales, Guadalupe, Hays, Kerr, Lampasas, Lee, Llano, Milam, Nueces, San Saba, Travis, Washington, and Williamson Counties, who being duly sworn by me, states that the attached advertisement was published at the lowest published rate for Classified advertising in said newspaper on the following date(s), to wit:

First Published: 7/8/2009

Last Published: 7/8/2009

Times Published: 1

Classification: Legal Notices (9980)

Lines: 14

Cost: \$62.58

and that the attached is a true copy of said advertisement.

SWORN AND SUBSCRIBED TO BEFORE ME, this the 8 day of July, 2009



[Signature]
Notary Public in and for
TRAVIS COUNTY, TEXAS

Austin American-Statesman
305 South Congress Ave., P.O. Box 670, Austin, Texas 78767-0670 512-445-3832

Wednesday, July 8, 2009 8:50 AM

PART II LINES, 1, 106, 16
END OF YEAR 2009 SCHEDULE



Statement Reporting Period:
12/01/09 - 12/31/09

800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA NE 68103-2209

Statement for Account # 789-995172
JACK & JOYCE SAMPSON FAMILY FOUNDATION
ATTN: JOHN SAMPSON
7305 MESA DR
AUSTIN, TX 78731

Announcements:
LOOKING FOR TAX INFORMATION? GO TO
OUR TAX CENTER, UNDER ACCOUNTS AND
"HISTORY & STATEMENTS" WHEN YOU LOG
ON TO YOUR ACCOUNT YOU'LL FIND
FAQS, FORMS, GAIN/LOSS REPORTS,
YOUR ACCOUNT HISTORY AND MORE

Portfolio Summary							
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield	Portfolio Allocation
Cash	\$5,951.26	\$6,563.74	(\$612.48)	-	\$ -	-	<p>Cash 2.4%</p> <p>Stocks 97.6%</p>
Insrd Dep Acct	-	-	-	-	-	-	
Money Market	-	-	-	-	-	-	
Short Balance	-	-	-	-	-	-	
Stocks	238,857.32	233,262.32	5,595.00	2.4%	9,378.56	3.9%	
Short Stocks	-	-	-	-	-	-	
Fixed Income	-	-	-	-	-	-	
Options	-	-	-	-	-	-	
Short Options	-	-	-	-	-	-	
Mutual Funds	-	-	-	-	-	-	
Other	-	-	-	-	-	-	
Total	\$244,808.58	\$239,826.06	\$4,982.52	2.1%	\$9,378.56	3.8%	

Cash Activity Summary			Income & Expense Summary			Performance Summary	
	Current	YTD		Reportable	Non Reportable	YTD	
Opening Balance	\$6,563.74	\$6,563.74	Income				Cost Basis As Of - 12/31/09 \$274,336.74
Securities Purchased	-	-	Dividends	\$957.34	\$ -	\$10,248.12	Unrealized Gains 10,304.20
Securities Sold	-	-	Interest	0.25	-	2.39	Unrealized Losses (45,783.62)
Funds Deposited	-	93.29	Other	-	-	-	Funds Deposited/(Disbursed) ^{YTD} (11,054.30)
Funds Disbursed	(1,550.00)	(11,147.59)	Expense				Income/(Expense) ^{YTD} 10,173.31
Income	957.59	10,250.51	Interest	-	-	-	Securities Received/(Delivered) ^{YTD} 0.00
Expense	(20.07)	(77.20)	Fees	-	-	-	
Other	-	6,832.25	Other	-	(20.07)	(77.20)	
Closing Balance	\$5,951.26	\$12,515.00	Net	\$957.59	(\$20.07)	\$10,173.31	

Statement for Account # 789-995172
12/01/09 - 12/31/09

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	\$ 392 50	\$ 4,642 50
Interest Income Credit Balance	0 25	2 39
Foreign Dividend Tax Withheld	(20 07)	(77 20)
Qualified Dividends	564 84	5,605 62
Money Market Fund Dividends	0 00	1 63

*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
DUKE ENERGY HOLDINGS CORP COM	DUK	1,000	\$ 17 21	\$ 17,210 00	08/26/08	\$ 17,758 99	\$ 17 76	\$ (548 99)	\$ 960 00	5 6%
EL PASO CORPORATION COM	EP	1,000	9 83	9,830 00	01/01/01	32,250 00	32 25	(22,420 00)	40 00	0 4%
GREAT PLAINS ENERGY INC COM	GXP	600	19 39	11,634 00	01/01/01	18,272 00	30 45	(6,638 00)	498 00	4 3%
JP MORGAN CHASE & CO COM	JPM	500	41 67	20,835 00	01/01/01	17,576 00	35 15	3,259 00	100 00	0 5%
NEW YORK COMMUNITY BANCORP COM	NYB	700	14 51	10,157 00	01/01/01	12,396 00	17 71	(2,239 00)	700 00	6 9%
TEVA PHARMACEUTICAL INDS LTD ADR	TEVA	640	56 18	35,955 20	01/01/01	28,910 00	45 17	7,045 20	308 48	0 9%
WELLS FARGO COMPANY COM	WFC	2,000	26 99	53,980 00	01/01/01	58,790 00	29 40	(4,810 00)	400 00	0 7%
WESTERN ASSET HIGH INCOME FUND INC COM	HIF	2,700	9 24	24,948 00	01/01/01	26,242 00	9 72	(1,294 00)	2,430 00	9 7%
WESTERN ASSET HIGH INCOME FUND II INC COM	HIX	2,000	9 1595	18,319 00	01/01/01	22,580 00	11 29	(4,261 00)	2,280 00	12 4%

Statement for Account # 789-995172
12/01/09 - 12/31/09

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
XCEL ENERGY INC COM	XEL	1,696	21 22	35,989 12	01/01/01	39,561 75	23 33	(3,572 63)	1,662 08	4 6%
Total Stocks				\$238,857.32		\$274,336.74		\$(35,479.42)	\$9,378.56	3.9%
Total Cash Account				\$238,857.32		\$274,336.74		\$(35,479.42)	\$9,378.56	3.9%

Account Activity

Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
Opening Balance									
12/01/09	12/01/09	Cash	Div/Int - Income	WELLS FARGO COMPANY COM Payable 12/01/2009 QUALIFIED DIVIDENDS 100 00	WFC		\$ 0 00	\$ 100 00	\$6,563.74 6,663 74
12/04/09	12/04/09	Cash	Div/Int - Income	TEVA PHARMACEUTICAL INDS LTD ADR Payable 12/04/2009 QUALIFIED DIVIDENDS 100 34	TEVA		0 00	100 34	6,764 08
12/04/09	12/04/09	Cash	Div/Int - Expense	TEVA PHARMACEUTICAL INDS LTD ADR CASH DIVIDEND Foreign Tax Adjustment Payable 12/04/2009	TEVA		0 00	(20 07)	6,744 01
12/14/09	12/14/09	Cash	- Funds Disbursed	ACH 009348003178678 CHASE CHECK PYMT			0 00	(1,550 00)	5,194 01
12/16/09	12/16/09	Cash	Div/Int - Income	DUKE ENERGY HOLDINGS CORP COM Payable 12/16/2009 QUALIFIED DIVIDENDS 240 00	DUK		0 00	240 00	5,434 01
12/21/09	12/21/09	Cash	Div/Int - Income	GREAT PLAINS ENERGY INC COM Payable 12/21/2009 QUALIFIED DIVIDENDS 124 50	GXP		0 00	124 50	5,558 51

Statement for Account # 789-995172
12/01/09 - 12/31/09

Account Activity

Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
12/28/09	12/28/09	Cash	Div/Int - Income	WESTERN ASSET HIGH INCOME FUND INC COM Payable 12/28/2009 Ordinary Dividends 202 50	HIF		0 00	202 50	5,761 01
12/28/09	12/28/09	Cash	Div/Int - Income	WESTERN ASSET HIGH INCOME FUND II INC COM Payable 12/28/2009 Ordinary Dividends 190 00	HIX		0 00	190 00	5,951 01
12/31/09	12/31/09	Cash	Div/Int - Income	INTEREST CREDIT Payable 12/31/2009			0 00	0 25	5,951 26
Closing Balance									\$5,951.26

*For Cash Activity totals, refer to the Cash Activity Summary on page one of your statement

TD AMERITRADE Cash Interest Credit/Expense

Begin Date	Margin Balance	Credit Balance	Number of Days	Interest Rate	Interest Debited	Interest Credited
12/01/09	\$	\$ 6,663 74	3	0 05 \$		\$ 0 03
12/04/09		6,744 01	10	0 05		0 09
12/14/09		5,194 01	2	0 05		0 01
12/16/09		5,434 01	5	0 05		0 04
12/21/09		5,558 51	7	0 05		0 05
12/28/09		5,951 01	4	0 05		0 03
Total Interest Income/(Expense)					\$ 0 00	\$0.25

Important Information

The most recent statement of financial condition for TD AMERITRADE Clearing, Inc. may be obtained at no cost, via the Internet at <http://www.tdameritrade.com/financialstatement.html> on or before December 29, 2009, or by contacting TD AMERITRADE Clearing, Inc. at 1-800-237-8692. As of September 30, 2009 TD AMERITRADE Clearing, Inc. had net capital and a net capital requirement of \$855.6 million and \$137.9 million, respectively. A copy of the report and comments is currently available for customers' inspection at the principal office of the commission in Washington DC and the Denver, CO office of the Commission.

Annual Margin Disclosure

Securities purchased on margin are the firm's collateral for the loan to you. If the securities in your account decline in value, so does the value of the collateral supporting your loan. As a result, the firm can take action, such as issuing a margin call and/or selling securities or other assets in any of your accounts held with TD AMERITRADE, in order to maintain the required equity in the account.

PART II LINES 1, 106, 16
BEGINNING OF YEAR 2009 SCHEDULE

TD AMERITRADE
Apex

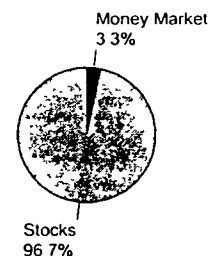
Statement Reporting Period
12/01/08 - 12/31/08

800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209

Statement for Account # 789-995172
JACK & JOYCE FAMILY FOUNDATION
ATTN: JOHN SAMPSON
7305 MESA DR
AUSTIN, TX 78731

Announcements
ROLL OVER YOUR OLD 401(K) TO A
TD AMERITRADE EASY IRA
NO FEES NO HASSLES PLUS A
FREE RETIREMENT CHECKUP
VISIT A BRANCH NEAR YOU OR FIND
OUT MORE AT TDAMERITRADE.COM

Portfolio Summary						
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	\$ -	\$ -	\$ -	-	\$ -	-
MMDA	-	-	-	-	-	-
Money Market	6,830.62	5,935.15	895.47	15.1%	-	-
Short Balance	-	-	-	-	-	-
Stocks	202,432.60	201,941.49	491.11	0.2%	12,718.88	6.3%
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-
Other	-	-	-	-	-	-
Total	\$209,263.22	\$207,876.64	\$1,386.58	0.7%	\$12,718.88	6.1%



Cash Activity Summary			Income & Expense Summary			Performance Summary	
	Current	YTD		Reportable	Non Reportable	YTD	YTD
Opening Balance	\$ 0.00	\$ -	Income				Cost Basis As Of - 12/31/08 \$274,336.74
Securities Purchased	-	(17,758.99)	Dividends	\$1,609.41	\$ -	\$5,245.83	Unrealized Gains 170.00
Securities Sold	-	8,685.02	Interest	-	-	0.02	Unrealized Losses (72,074.14)
Funds Deposited	-	17,889.78	Other	-	-	-	Funds Deposited/(Disbursed) 10,651.98
Funds Disbursed	(705.80)	(7,237.80)	Expense				Income/(Expense) 5,220.90
Income	1,609.41	5,245.85	Interest	-	-	-	Securities 0.00
Expense	(11.77)	(24.95)	Fees	-	-	-	Received/(Delivered)
Other	(891.84)	(6,798.91)	Other	-	(11.77)	(24.95)	
Closing Balance	\$ 0.00	\$0.00	Net	\$1,609.41	(\$11.77)	\$5,220.90	

Statement for Account # 789-995172
12/01/08 - 12/31/08

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	\$ 379 00	\$ 1,895 00
Interest Income Credit Balance	0 00	0 02
Short Term Capital Gains	0 06	0 06
Foreign Dividend Tax Withheld	(11 77)	(24 95)
Qualified Dividends	1,230 35	3,350 77
MMDA Interest	0 00	0 61
Money Market Fund Dividends	3 63	31 10

*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
DUKE ENERGY HOLDINGS CORP COM	DUK	1,000	\$ 15 01	\$ 15,010 00	08/26/08	\$ 17,758 99	\$ 17 76	\$ (2,748 99)	\$ 920 00	6 1%
EL PASO CORPORATION COM	EP	1,000	7 83	7,830 00	01/01/01	32,250 00	32 25	(24,420 00)	200 00	2 6%
GREAT PLAINS ENERGY INC COM	GXP	600	19 33	11,598 00	01/01/01	18,272 00	30 45	(6,674 00)	996 00	8 6%
JP MORGAN CHASE & CO COM	JPM	500	31 53	15,765 00	01/01/01	17,576 00	35 15	(1,811 00)	760 00	4 8%
NEW YORK COMMUNITY BANCORP COM	NYB	700	11 96	8,372 00	01/01/01	12,396 00	17 71	(4,024 00)	700 00	8 4%
TEVA PHARMACEUTICAL INDS LTD ADR	TEVA	640	42 57	27,244 80	01/01/01	28,910 00	45 17	(1,665 20)	263 68	1 0%
WELLS FARGO COMPANY COM	WFC	2,000	29 48	58,960 00	01/01/01	58,790 00	29 40	170 00	2,720 00	4 6%
WESTERN ASSET HIGH INCOME FUND INC COM	HIF	2,700	5 96	16,092 00	01/01/01	26,242 00	9 72	(10,150 00)	2,268 00	14 1%

Statement for Account # 789-995172
12/01/08 - 12/31/08

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
WESTERN ASSET HIGH INCOME FUND II INC COM	HIX	2,000	5 05	10,100 00	01/01/01	22,580 00	11 29	(12,480 00)	2,280 00	22 6%
XCEL ENERGY INC COM	XEL	1,696	18 55	31,460 80	01/01/01	39,561 75	23 33	(8,100 95)	1,611 20	5 1%
Total Stocks				\$202,432.60		\$274,336 74		\$(71,904.14)	\$12,718 88	6.3%
Total Cash Account				\$202,432.60		\$274,336 74		\$(71,904 14)	\$12,718.88	6.3%

Account Activity										
Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance	
Opening Balance										\$ 0.00
12/01/08	12/01/08	Cash	Div/Int - Income	WELLS FARGO COMPANY COM Payable 12/01/2008 QUALIFIED DIVIDENDS 680 00	WFC		\$ 0 00	\$ 680 00	680 00	
12/01/08	12/01/08	Cash	Journal - Other	PURCHASE TDAM MM PORTFOLIO CLASS A			0 00	(680 00)	0 00	
12/04/08	12/04/08	Cash	Ck# - Funds Disbursed	TD BANK USA CHECKING Check # 110			0 00	(339 80)	(339 80)	
12/05/08	12/05/08	Cash	Journal - Other	REDEMPTION TDAM MM PORTFOLIO CLASS A			0 00	339 80	0 00	
12/05/08	12/05/08	Cash	Div/Int - Income	TEVA PHARMACEUTICAL INDS LTD ADR Payable 12/05/2008 QUALIFIED DIVIDENDS 71 35	TEVA		0 00	71 35	71 35	
12/05/08	12/05/08	Cash	Div/Int - Expense	TEVA PHARMACEUTICAL INDS LTD ADR CASH DIVIDEND Foreign Tax Adjustment Payable 12/05/2008	TEVA		0 00	(11 77)	59 58	

PART XV LINE 3a

SEE SCHEDULE C PART XV GRANTS AND CONTRIBUTIONS ALL 501(C)(3) or EDUCATIONAL INSTITUTION

Jan. 1 -Dec. 31, 2009					
RECIPIENT	ADDRESS	PURPOSE	AMT.	CHECK #	DATE
Austin Bar Foundation	813 Congress Ave. Austin TX 78701	Annual Fund	\$150	114	5/1/09
Austin Children's Center	PO Box 684213 Austin TX 78768	Annual Fund	\$1,000	221	10/30/09
Austin Community Foundation	4316 Guadalupe Austin, TX 78761-364	Jamie Goode Scholarship	\$300	222	12/7/09
Austin Public Library	601 Congress Avenue Austin TX 78701	3 Mozart Operas DVD	\$67	In kind	4/21/09
Austin Public Library	601 Congress Avenue Austin TX 78701	Teaching Co DVD & CD	\$480	In kind	4/21/09
Bruce Elfant Charity	Constable6.com	Safe Start Drug Fund	\$225	115	5/7/09
Baylor College of Medicine	One Baylor Plaza #159B Houston 77030	Annual Fund	\$500	225	12/29/09
Center Public Policy Priorities	900 Lydia St. Austin TX 78702	Annual Fund	\$2,000	221	10/30/09
KLRU PBS	2604-B Whitis Austin TX 78705	Annual Fund	\$365	114 & 119	5/1/09
KMFA Classical Radio	3001 N. Lamar Austin TX 78705	Annual Fund	\$365	119	5/1/09
KUT Public Radio	2604-B Whitis Austin TX 78705	Annual Fund	\$365	119	5/1/09
Nat'l Assn. Counsel Children	1825 Marlon St. #340, Denver CO 80218	Annual Fund	\$250	222	12/7/09
Nat'l Assn. Counsel Children	1825 Marlon St. #340, Denver CO 80218	Annual Fund	\$250	120	9/21/09
Travis Co. CASA	6330 E. Hgwy 290 Austin TX 78723	Annual Fund	\$1,030	221	10/30/09
Texas Bar Foundation	26th & Guadalupe Austin TX 78712	Annual Fund	\$150	114	5/1/09
Texas CASA	800 Brazos, Suite 710 Austin TX 78701	Annual Fund	\$1,000	222	12/7/09
Texas Lawyers for Children	3102 Maple Ave. Dallas TX 75201	Annual Fund	\$500	120	9/8/09
UM Law School	200 Oak Ave. S.E. Mpls. MN 55456	Partners in Excellence	\$500	117	6/3/09
UM Law School	200 Oak Ave. S.E. Mpls. MN 55456	Partners in Excellence	\$500	112	2/15/09
UM Foundation	200 Oak Ave. S.E. Mpls. MN 55456	History Fund	\$500	111	2/15/09
Uniform Law Commission	111 N. Wabash #1010 Chicago IL 60602	Annual Fund	\$250	223	12/29/09
UT Law School	727 E. Dean Keeton Austin TX 78705	Tex Law Fellowships	\$500	114	5/1/09
Volunteer Leg. Serv. Cent TX	816 Congress Avenue Austin TX 78701	Annual Fund	\$350	225	12/29/09
TOTAL			\$11,597		