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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label Otherwise, print or type See Specific Instructions	Name of foundation LGR FOUNDATION		A Employer identification number 74-2955428
	C/O ATCHLEY & ASSOCIATES, LLP		B Telephone number 512-346-2086
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	
	6850 AUSTIN CENTER BLVD	180	
City or town, state, and ZIP code AUSTIN, TX 78731			C If exemption application is pending, check here <input type="checkbox"/>
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			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,832,924. (Part I, column (d) must be on cash basis.)			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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	835,327.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,110.	5,110.		STATEMENT 1
	4 Dividends and interest from securities	320,751.	320,751.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss) -164.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	-1,014,944.			
	b Gross sales price for all assets on line 6a 4,039,672.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	276.	276.		STATEMENT 4	
12 Total. Add lines 1 through 11	146,520.	326,137.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 5	32,811.	13,124.		19,687.
	b Accounting fees STMT 6	15,464.	10,052.		5,412.
	c Other professional fees STMT 7	3,250.	3,250.		0.
	17 Interest	1,987.	1,987.		0.
	18 Taxes STMT 8	6,458.	4,150.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 9	6,043.	164.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	66,013.	32,727.		25,099.
	25 Contributions, gifts, grants paid	531,300.			531,300.
26 Total expenses and disbursements. Add lines 24 and 25	597,313.	32,727.		556,399.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-450,793.				
b Net investment income (if negative, enter -0-)		293,410.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		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	553,718.	947,954.	947,954.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	5,397.	4,743.	4,743.	
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 11	5,880,173.	3,037,950.	4,686,802.	
	c Investments - corporate bonds STMT 12	1,714,627.	4,002,520.	4,165,140.	
11 Investments - land, buildings, and equipment, basis ▶					
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 13	296,478.	15,641.	15,641.		
14 Land, buildings, and equipment, basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶ STATEMENT 14)	8,228.	12,644.	12,644.		
16 Total assets (to be completed by all filers)	8,458,621.	8,021,452.	9,832,924.		
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				
	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 checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
29 Retained earnings, accumulated income, endowment, or other funds	8,458,621.	8,021,452.			
30 Total net assets or fund balances	8,458,621.	8,021,452.			
31 Total liabilities and net assets/fund balances	8,458,621.	8,021,452.			

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	8,458,621.
2 Enter amount from Part I, line 27a	2	-450,793.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	13,624.
4 Add lines 1, 2, and 3	4	8,021,452.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,021,452.

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 SEE ATTACHED STATEMENT			
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 4,039,672.		5,055,790.	-1,014,944.

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			-1,014,944.

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** -1,014,944.

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).
If (loss), enter -0- in Part I, line 8 { } **3** N/A

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 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	522,745.	11,222,931.	.046578
2007	654,783.	12,590,422.	.052006
2006	487,283.	10,797,871.	.045128
2005	432,234.	9,624,106.	.044912
2004	333,345.	8,709,310.	.038275

2 Total of line 1, column (d)	2	.226899
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	.045380
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,367,673.
5 Multiply line 4 by line 3	5	379,725.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,934.
7 Add lines 5 and 6	7	382,659.
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.	8	556,399.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,934.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,934.
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	2,934.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,169.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,700.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,869.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,935.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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?	Yes	No
1a			X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
1c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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
4b	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 instructions) <input checked="" type="checkbox"/> TX		
8b	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)? 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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>KAREN ATCHLEY</u> Telephone no. ► <u>512-346-2086</u> Located at ► <u>6850 AUSTIN CENTER BLVD., SUITE 180, AUSTIN, TX</u> ZIP+4 ► <u>78731</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	<input type="checkbox"/> <u>15</u> <u>N/A</u>		

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	<u>N/A</u>	1b
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____, _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	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?	<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)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

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

N/A

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

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		0.	0.	0.

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,085,081.
b	Average of monthly cash balances	1b	392,632.
c	Fair market value of all other assets	1c	17,387.
d	Total (add lines 1a, b, and c)	1d	8,495,100.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,495,100.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	127,427.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,367,673.
6	Minimum investment return. Enter 5% of line 5	6	418,384.

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

1	Minimum investment return from Part X, line 6	1	418,384.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,934.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,934.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	415,450.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	415,450.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	415,450.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	556,399.
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	
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	556,399.
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	5	2,934.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	553,465.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				415,450.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			490,667.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 556,399.				
a Applied to 2008, but not more than line 2a			490,667.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				65,732.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				349,718.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 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)

2 Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 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 ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year AUSTIN COMMUNITY FOUNDATION PO BOX 5159 AUSTIN, TX 78763	NONE	509(A)(1) PUBLIC CHARITY	VARIOUS CHILD WELFARE AND OTHER CHARITABLE PURPOSES	271,300.
COMMUNITY FOUNDATION OF NORTH TEXAS 306 WEST 7TH ST FORT WORTH, TX 76102	NONE	509(A)(1) PUBLIC CHARITY	VARIOUS CHILD WELFARE AND OTHER CHARITABLE PURPOSES	105,000.
GREATER HOUSTON COMMUNITY FOUNDATION 4550 POST OAK PLACE HOUSTON, TX 77027	NONE	509(A)(1) PUBLIC CHARITY	VARIOUS CHILD WELFARE AND OTHER CHARITABLE PURPOSES	155,000.
Total			▶ 3a	531,300.
b Approved for future payment	NONE			
Total			▶ 3b	0.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	5,110.	
		14	320,751.	
		16	-164.	
900000		14	276.	
		18	-1,014,944.	
	0.		-688,971.	0.
				13
				-688,971.

2009.04040 LGR FOUNDATION C/O ATCHLEY 06688 1

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.		

[illegible]

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

b If "Yes," complete the following schedule.

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

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

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Date _____

Check if self-employee	
------------------------	--

Preparer's identifying number

Firm's name (or yours if self-employed),
address, and ZIP code

ATCHLEY & ASSOCIATES, LLP
6850 AUSTIN CENTER BLVD, STE 180
AUSTIN, TX 78731-3129

Phone no. (512) 346-2086

Form **990-PF** (2009)

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

LGR FOUNDATION
C/O ATCHLEY & ASSOCIATES, LLP

Employer identification number

74-2955428

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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization LGR FOUNDATION C/O ATCHLEY & ASSOCIATES, LLP	Employer identification number 74-2955428
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LAWRENCE G RAWL CHARITABLE LEAD TRUST CO BANK OF AMERICA, 114 W 47TH STREET NEW YORK, NY 10036	\$ 835,327.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



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Bank of America Private Wealth Management

LGR FOUNDATION

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2009 Form 990-PF

Proceeds From Broker Transactions

This section reports your proceeds from sales during the year. We report all transactions on a trade-date basis, which is the date shown in the sale date column. The net proceeds are less commissions, transfer charges, and premiums.

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. Wash sales are reported with tax cost equal to proceeds. Disallowed losses from wash sales have been added to the tax cost of the repurchased securities. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
STERLITE INDS INDIA LTD ADS	859737207	2000	04/02/08	01/29/09	\$10,539.94	\$36,715.00	\$-26,175.06
STERLITE INDS INDIA LTD ADS	859737207	845	02/14/08	01/29/09	\$4,453.12	\$16,677.76	\$-12,224.64
STERLITE INDS INDIA LTD ADS	859737207	7155	02/13/08	01/29/09	\$37,706.64	\$137,287.28	\$-99,580.64
COMPANHIA VALE DO RIO DOCE	204412209	4000	05/28/08	03/20/09	\$55,800.08	\$161,355.60	\$-105,555.52
COLUMBIA HIGH YIELD OPPORTUNITY	197651553	23809.52	05/08/08	03/20/09	\$69,285.72	\$100,000.00	\$-30,714.28
COLUMBIA HIGH YIELD OPPORTUNITY	197651553	23980.82	05/28/08	03/20/09	\$69,784.17	\$100,000.00	\$-30,215.83
WELLS FARGO & CO NEW PERP	949746804	300	01/06/09	03/20/09	\$145,490.18	\$233,994.00	\$-88,503.82
RSC HLDGS INC	74972L102	3000	04/02/08	03/20/09	\$14,369.92	\$33,106.20	\$-18,736.28
METLIFE INC	59156R108	2934	08/16/08	03/20/09	\$61,503.92	\$193,278.00	\$-131,774.08
METLIFE INC	59156R108	297	02/18/09	03/20/09	\$6,225.86	\$16,582.50	\$-10,356.64
AERCAP HOLDINGS N V SHS	N00985106	225	04/02/08	03/20/09	\$666.51	\$4,124.29	\$-3,457.78
AERCAP HOLDINGS N V SHS	N00985106	7275	04/02/08	03/20/09	\$21,550.61	\$133,604.64	\$-112,054.03
AERCAP HOLDINGS N V SHS	N00985106	660	04/02/08	04/02/09	\$2,078.39	\$12,097.93	\$-10,019.54
AERCAP HOLDINGS N V SHS	N00985106	443	04/02/08	04/02/09	\$1,363.85	\$8,120.28	\$-6,756.43
AERCAP HOLDINGS N V SHS	N00985106	95	05/06/08	04/07/09	\$262.99	\$1,706.49	\$-1,443.50
AERCAP HOLDINGS N V SHS	N00985106	413	05/06/08	04/08/09	\$1,162.43	\$7,418.76	\$-6,256.33
AERCAP HOLDINGS N V SHS	N00985106	4492	05/06/08	04/09/09	\$14,481.83	\$80,690.25	\$-66,208.42
HARRIS STRATEX NETWORKS INC COM CL	41457P106	0.34	05/28/09	06/05/09	\$2.02	\$1.84	\$0.18

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Bank of America Private Wealth Management

LGR FOUNDATION

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2009 Form 990-PF

Short term transactions

This category includes all assets held 12 months or less.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
HARRIS STRATEX NETWORKS INC COM CL	41457P106	1426	05/28/09	06/09/09	\$8,284.41	\$7,614.84	\$669.57
HARRIS STRATEX NETWORKS INC COM CL	41457P106	561	05/28/09	06/09/09	\$3,281.65	\$2,995.74	\$285.91
RSC HLDGS INC	74972L102	2000	08/27/09	11/24/09	\$13,122.26	\$14,540.00	\$-1,417.74
PETROHAWK ENERGY CORP	716495106	500	10/08/09	11/24/09	\$10,769.72	\$12,363.75	\$-1,594.03
PETROHAWK ENERGY CORP	716495106	500	06/04/09	11/24/09	\$10,769.72	\$12,548.75	\$-1,779.03
RSC HLDGS INC	74972L102	3000	11/09/09	11/24/09	\$19,683.39	\$21,380.10	\$-1,696.71
Total short term gain/loss from sales:					\$582,639.33	\$1,348,204.00	\$-765,564.67

Long term transactions

This category includes all assets held more than 12 months.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
METLIFE INC COM EQUITY UNIT	59156R702	10000	07/13/07	02/17/09	\$125,438.00	\$125,438.00 *	\$0.00
METLIFE INC COM EQUITY UNIT	59156R702	2000	01/29/08	02/17/09	\$25,087.60	\$25,087.60 *	\$0.00
CBS CORP NEW CL B	124857202	2000	01/19/06	02/19/09	\$11,279.93	\$51,290.00	\$-40,010.07
CBS CORP NEW CL B	124857202	2000	01/06/06	02/19/09	\$11,279.94	\$53,484.20	\$-42,204.26
BLACK AND DECKER CORP	091797100	1000	06/14/00	03/20/09	\$25,945.35	\$37,247.50	\$-11,302.15
BLACK AND DECKER CORP	091797100	500	05/31/00	03/20/09	\$12,972.68	\$18,467.50	\$-5,494.82
BRISTOL MYERS SQUIBB COMPANY	110122108	5000	07/27/06	03/20/09	\$104,066.41	\$119,418.50	\$-15,352.09
CELANESE CORP DEL SER A	150870103	19	11/16/05	03/20/09	\$221.66	\$319.01	\$-97.35
CELANESE CORP DEL SER A	150870103	4000	02/04/05	03/20/09	\$46,665.34	\$63,940.00	\$-17,274.66
CELANESE CORP DEL SER A	150870103	990	01/25/05	03/20/09	\$11,549.67	\$15,353.51	\$-3,803.84
COLUMBIA HIGH YIELD OPPORTUNITY	19765L553	41290	07/31/02	03/20/09	\$120,153.90	\$182,052.98	\$-61,899.08
COLUMBIA HIGH YIELD OPPORTUNITY	19765L553	11	07/31/02	03/20/09	\$3.19	\$4.34	\$-1.15
COLUMBIA HIGH YIELD OPPORTUNITY	19765L553	12806	04/02/03	03/20/09	\$37,265.46	\$49,034.07	\$-11,768.61
COLUMBIA HIGH YIELD OPPORTUNITY	19765L553	12466	11/04/02	03/20/09	\$36,276.06	\$46,731.98	\$-10,455.92
CONSOL ENERGY INC	20854P109	3500	12/06/04	03/20/09	\$102,803.87	\$72,345.00	\$30,458.87



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Long term transactions

This category includes all assets held more than 12 months.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
CORNING INC	219350105	5000	01/29/08	03/20/09	\$63,849.64	\$117,793.00	\$-53,943.36
DEVON ENERGY CORPORATION NEW	25179M103	2000	02/04/05	03/20/09	\$97,859.45	\$81,502.60	\$16,356.85
EMBRAER-EMPRESA BRASILEIRA DE	29081M102	1018	09/07/04	03/20/09	\$13,044.68	\$28,484.05	\$-15,439.37
EMBRAER-EMPRESA BRASILEIRA DE	29081M102	982	09/08/04	03/20/09	\$12,583.37	\$27,436.10	\$-14,852.73
FREEMPORT-MCMORAN COPPER & GOLD INC	35671D782	500	01/11/08	03/20/09	\$34,436.16	\$69,975.00	\$-35,538.84
FREEMPORT-MCMORAN COPPER & GOLD INC	35671D782	1000	08/06/07	03/20/09	\$68,872.31	\$128,859.00	\$-59,986.69
HARRIS CORP	413875105	8000	06/14/00	03/20/09	\$253,025.78	\$124,990.00	\$128,035.78
HERCULES OFFSHORE INC	427093109	3414	07/02/07	03/20/09	\$6,042.74	\$114,317.79	\$-108,275.05
HERCULES OFFSHORE INC	427093109	1586	10/15/07	03/20/09	\$2,807.20	\$44,242.74	\$-41,435.54
LORELLARD INC	544147101	2500	11/21/03	03/20/09	\$155,677.12	\$57,525.25	\$98,151.87
BLACK AND DECKER CORP	091797100	1000	06/02/00	03/20/09	\$25,945.35	\$37,560.00	\$-11,614.65
BAXTER INTERNATIONAL INC	071813109	302	03/13/03	03/20/09	\$15,069.72	\$9,592.79	\$5,476.93
BAXTER INTERNATIONAL INC	071813109	2198	02/26/03	03/20/09	\$109,679.58	\$81,481.89	\$28,197.69
AMERICA MOVIL S A DE C V SPONSORED	02364W105	7000	01/23/04	03/20/09	\$202,090.26	\$78,445.04	\$123,645.22
AMERISOURCEBERGEN CORP	03073E105	3000	12/02/02	03/20/09	\$92,031.38	\$86,644.73	\$5,386.65
ACE LTD	H0023R105	3000	12/11/02	03/20/09	\$114,553.75	\$97,437.00	\$17,116.75
MORGAN STANLEY	617446448	500	01/29/08	03/20/09	\$10,329.94	\$24,710.75	\$-14,380.81
MORGAN STANLEY	617446448	1500	11/16/04	03/20/09	\$30,989.82	\$66,021.41	\$-35,031.59
NEWELL RUBBERMAID INC	651229106	2000	02/09/04	03/20/09	\$13,139.92	\$48,914.20	\$-35,774.28
NEWELL RUBBERMAID INC	651229106	1000	01/19/06	03/20/09	\$6,569.96	\$24,375.00	\$-17,805.04
NEWELL RUBBERMAID INC	651229106	1000	01/21/04	03/20/09	\$6,569.97	\$23,880.00	\$-17,310.03
NEWELL RUBBERMAID INC	651229106	1000	11/17/04	03/20/09	\$6,569.96	\$23,687.70	\$-17,117.74
ENEL SPA	7144569#9	5000	09/02/05	03/20/09	\$23,959.57	\$45,553.13	\$-21,593.56
ENEL SPA	7144569#9	7500	03/29/04	03/20/09	\$35,939.36	\$58,646.19	\$-22,706.83
PETROHAWK ENERGY CORP	716495106	1205	01/30/08	03/20/09	\$24,135.41	\$18,336.85	\$5,798.56
PETROHAWK ENERGY CORP	716495106	1295	01/29/08	03/20/09	\$25,938.05	\$19,425.00	\$6,513.05



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Bank of America Private Wealth Management

LGR FOUNDATION

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Long term transactions

This category includes all assets held more than 12 months.

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
PETROLFO BRASILEIRO SA PETROBRAS	71654V408	5000	03/18/05	03/20/09	\$165,600.57	\$55,986.25	\$109,614.32
RSC HLDGS INC	74972L102	2000	06/04/07	03/20/09	\$9,579.94	\$38,903.40	\$-29,323.46
SCHLUMBERGER LTD	806857108	2000	01/30/03	03/20/09	\$84,468.52	\$38,345.70	\$46,122.82
TXJ COS INC NEW	872540109	1000	01/19/06	03/20/09	\$24,974.16	\$24,615.00	\$359.16
TXJ COS INC NEW	872540109	3000	04/22/03	03/20/09	\$74,922.47	\$56,294.10	\$18,628.37
INVECO LTD SHS	G491BT108	2000	01/29/08	03/20/09	\$24,759.46	\$53,640.00	\$-28,880.54
INVECO LTD SHS	G491BT108	1855	01/24/08	03/20/09	\$22,964.40	\$48,287.69	\$-25,323.29
INVECO LTD SHS	G491BT108	1145	01/24/08	03/20/09	\$14,174.79	\$29,797.71	\$-15,622.92
AERCAP HOLDINGS N V SHS	N00985106	135	04/02/08	04/03/09	\$383.48	\$2,474.58	\$-2,091.10
AERCAP HOLDINGS N V SHS	N00985106	539	04/02/08	04/06/09	\$1,509.19	\$9,879.98	\$-8,370.79
AERCAP HOLDINGS N V SHS	N00985106	723	04/02/08	04/07/09	\$2,001.50	\$13,252.73	\$-11,251.23
HERCULES OFFSHORE INC	427093109	1586	10/05/07	06/03/09	\$6,834.37	\$42,875.61	\$-36,041.24
HERCULES OFFSHORE INC	427093109	2000	01/29/08	06/03/09	\$8,618.38	\$45,801.00	\$-37,182.62
HERCULES OFFSHORE INC	427093109	1414	10/15/07	06/03/09	\$6,093.19	\$39,444.66	\$-33,351.47
EMBRAER-EMPRESA BRASILEIRA DE	29081M102	624	09/09/04	08/31/09	\$13,240.38	\$17,241.31	\$-4,000.93
EMBRAER-EMPRESA BRASILEIRA DE	29081M102	376	09/08/04	08/31/09	\$7,978.17	\$10,505.06	\$-2,526.89
EMBRAER-EMPRESA BRASILEIRA DE	29081M102	1000	09/27/04	08/31/09	\$21,218.55	\$25,809.50	\$-4,590.95
NEWELL RUBBERMAID INC	651229106	1000	02/04/05	11/24/09	\$14,608.02	\$22,343.00	\$-7,734.98
BAXTER INTERNATIONAL INC	071813109	2500	03/13/03	11/24/09	\$137,834.45	\$79,410.54	\$58,423.91
RSC HLDGS INC	74972L102	5000	04/02/08	11/24/09	\$32,805.65	\$55,177.00	\$-22,371.35
SCHLUMBERGER LTD	806857108	2000	01/30/03	11/24/09	\$130,621.04	\$38,345.70	\$92,275.34
NEWELL RUBBERMAID INC	651229106	4000	11/06/03	11/24/09	\$58,432.09	\$91,123.20	\$-32,691.11
COLUMBIA FDS SER TR I BOND FD CL Z	19765Y886	3767.49	10/18/02	11/24/09	\$35,000.00	\$34,284.18	\$715.82
EDEL SPA	7144569#9	6500	03/29/04	11/25/09	\$39,662.03	\$22,439.04	\$17,222.99
EDEL SPA	7144569#9	12500	03/29/04	11/25/09	\$76,273.14	\$97,743.65	\$-21,470.51
Total long term gain/loss from sales:					\$3,137,277.45	\$3,394,071.99	\$-256,794.54

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	PASSTHROUGH FROM EXCELSIOR HEDGE FUND	P	VARIOUS	VARIOUS
b	PASSTHROUGH FROM EXCELSIOR HEDGE FUND	P	VARIOUS	VARIOUS
c	EXCELSIOR	P	VARIOUS	07/31/09
d	US TRUST-SEE ATTACHED STATEMENT - SHORT TERM	P	VARIOUS	VARIOUS
e	US TRUST-SEE ATTACHED STATEMENT - LONG TERM	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			-6,060.
b			7,234.
c	312,820.	313,514.	-694.
d	582,639.	1,348,204.	-765,565.
e	3,137,277.	3,394,072.	-256,795.
f	6,936.		6,936.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			-6,060.
b			7,234.
c			-694.
d			-765,565.
e			-256,795.
f			6,936.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	-1,014,944.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
EXCELSIOR HEDGE FUND	3,269.
US TRUST	1,841.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5,110.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
EXCELSIOR HEDGE FUND	1,759.	0.	1,759.
US TRUST	325,928.	6,936.	318,992.
TOTAL TO FM 990-PF, PART I, LN 4	327,687.	6,936.	320,751.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL LOSS		164.	
- SUBTOTAL -	1		164.
TOTAL RENTAL EXPENSES			164.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-164.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	212.	212.	
NON TAXABLE DISTRIBUTIONS	64.	64.	
TOTAL TO FORM 990-PF, PART I, LINE 11	276.	276.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FULBRIGHT & JAWORSKI, LLP - LEGAL FEES	32,811.	13,124.		19,687.
TO FM 990-PF, PG 1, LN 16A	32,811.	13,124.		19,687.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LOCKART, ATCHLEY & ASSOCIATES - ACCOUNTING FEES	15,464.	10,052.		5,412.
TO FORM 990-PF, PG 1, LN 16B	15,464.	10,052.		5,412.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US TRUST - INVESTMENT ADMINISTRATIVE FEES	3,250.	3,250.		0.
TO FORM 990-PF, PG 1, LN 16C	3,250.	3,250.		0.

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	4,150.	4,150.		0.	
EXCISE TAXES	2,308.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	6,458.	4,150.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DIRECTORS & OFFICERS INSURANCE	5,733.	0.		0.	
PENALTIES	146.	0.		0.	
RENTAL LOSS	164.	164.		0.	
TO FORM 990-PF, PG 1, LN 23	6,043.	164.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	10
DESCRIPTION					AMOUNT
CHANGE IN UNREALIZED GAINS FROM PASSTHROUGH EXCELSIOR HEDGE FUND					13,624.
TOTAL TO FORM 990-PF, PART III, LINE 3					13,624.

FORM 990-PF	CORPORATE STOCK		STATEMENT	11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
ACE LIMITED F SHS	82,535.	151,200.		
AGCO CORP	196,660.	226,380.		
AMERICA MOVIL	78,445.	328,860.		
AMERISOURCEBERGEN CORP	84,939.	156,420.		
AVON PRODS INC	103,711.	157,500.		

BLACK & DECKER	92,338.	162,075.
BRISTOL MYERS SQUIBB	139,450.	151,500.
CELANESE CORP DEL SER A	77,698.	160,821.
CONSOL ENERGY INC	72,046.	174,300.
CORNING INC	164,593.	154,480.
DEVON ENERGY CORP	81,503.	147,000.
EATON CORP	82,220.	127,240.
EXXON MOBIL CORP	273,000.	477,330.
FREEPORT MCMORAN COPPER & GOLD INC	189,643.	172,515.
HARRIS CORP DEL	121,095.	380,400.
INVESCO LTD	130,031.	117,450.
LORILLARD INC	57,525.	200,575.
METLIFE INC	176,696.	114,216.
MORGAN STANLEY DEAN WITTER	143,282.	118,400.
PETROHAWK ENERGY	74,591.	95,960.
PETROLEO BRASILEIRO	55,986.	238,400.
TJX COS INC	75,059.	146,200.
VALESA	174,116.	174,180.
WEYERHAEUSER	193,791.	215,700.
WELLS FARGO & CO	116,997.	137,700.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,037,950.	4,686,802.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COUMBIA BOND FUND CLASS Z SHARES	4,002,520.	4,165,140.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,002,520.	4,165,140.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EXCELSIOR HEDGE FUND	COST	15,641.	15,641.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,641.	15,641.

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS RECEIVABLE	8,228.	12,644.	12,644.
TO FORM 990-PF, PART II, LINE 15	8,228.	12,644.	12,644.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 15
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KELLY R. GUZIEJKA 7901 DADIVA CT AUSTIN, TX 78735	VICE PRESIDENT 3.00	0.	0.	0.
LAWRENCE V. RAWL 8719 YOUNG LANE AUSTIN, TX 78737	PRESIDENT 3.00	0.	0.	0.
KENT H. MCMAHAN 1301 MCKINNEY, SUITE 5100 HOUSTON, TX 770103095	SECRETARY 3.00	0.	0.	0.
GAIL W. RAWL <i>4 Westover Road</i> 6158 INDIAN CREEK DRIVE FT WORTH, TX 76107	DIRECTOR 3.00	0.	0.	0.
KAREN E. ATCHLEY 6850 AUSTIN CENTER BLVD, STE 180 AUSTIN, TX 78731	TREASURER 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

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

OMB No 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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	Name of Exempt Organization LGR FOUNDATION C/O LOCKART, ATCHLEY & ASSOC, LLP	Employer identification number 74-2955428
	Number, street, and room or suite no. If a P.O. box, see instructions. 6850 AUSTIN CENTER BLVD, NO. 180	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. AUSTIN, TX 78731	

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

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

KAREN ATCHLEY

- The books are in the care of ▶ **6850 AUSTIN CENTER BLVD., SUITE 180 - AUSTIN, TX 78731**

Telephone No ▶ **512-346-2086**

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____

- 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	\$	5,869.
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	\$	3,169.
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	\$	2,700.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Karen Atchley (Signature)
Form 8868 (Rev. 4-2009)
5-11-10

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

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 LGR FOUNDATION C/O LOCKART, ATCHLEY & ASSOC, LLP	Employer identification number 74-2955428
	Number, street, and room or suite no. If a P.O. box, see instructions 6850 AUSTIN CENTER BLVD, NO. 180	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions AUSTIN, TX 78731	

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

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

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

KAREN ATCHLEY

- The books are in the care of **6850 AUSTIN CENTER BLVD., SUITE 180 - AUSTIN, TX 78731**

Telephone No **512-346-2086**

FAX No **512-346-2086**

- If the organization does not have an office or place of business in the United States, check this box ☐ **X**
- 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 ☐ **X** 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 **NOVEMBER 15, 2010**
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____
- 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
ALL INFORMATION IS NOT YET AVAILABLE TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	5,869.
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	\$	5,869.
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	\$	0.

Signature and Verification

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

Signature **Karen E Atchley** Title **CPA** Date **8/15/10**

Form 8868 (Rev. 4-2009)