Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2009

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

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: CIRCLE BAR FOUNDATION
Number and street (or P O. box number if mail is not delivered to street address) Room/suite: P.O. BOX 791000
City or town State ZIP code: SAN ANTONIO TX 78279-1000

A Employer identification number: 74-6063672
B Telephone number (see the instructions): (210) 349-8822
C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 8,155,806.
J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc, received (att sch)	180,000.			
2 Ck ► ☐ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	165,545.	165,545.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-368,859.			
b Gross sales price for all assets on line 6a 4,480,242.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	-23,314.	165,545.		
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 sch) L-16b Stmt	26,701.	0.		
c Other prof fees (attach sch) L-16c Stmt	21,280.	21,280.		
17 Interest				
18 Taxes (attach schedule)(see instr) FOREIGN TAX WITHO	3,202.	3,202.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	868.			
24 **Total operating and administrative expenses.** Add lines 13 through 23	52,051.	24,482.		
25 Contributions, gifts, grants paid	342,500.			342,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	394,551.	24,482.		342,500.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-417,865.			
b **Net investment income** (if negative, enter -0-)		141,063.		
c **Adjusted net income** (if negative, enter -0-)				

REVENUE — OPERATING AND ADMINISTRATIVE EXPENSES

RECEIVED MAY 17 2010 IRS-OSC OGDEN, UT

SCANNED MAY 18 2010

10

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	888.	887.	887.
	2 Savings and temporary cash investments	511,201.	49,970.	49,970.
	3 Accounts receivable ► 3,326.			
	Less: allowance for doubtful accounts ►	4,961.	3,326.	3,326.
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule) L-10a Stmt	487,171.	323,273.	331,070.
	b Investments – corporate stock (attach schedule) L-10b Stmt	5,051,266.	5,254,075.	5,734,914.
	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) L-13 Stmt	1,396,567.	1,396,567.	2,035,639.
	14 Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► MINERAL INTERESTS)	25.	7.	0.
	16 **Total assets** (to be completed by all filers – see instructions. Also, see page 1, item I)	7,452,079.	7,028,105.	8,155,806.
LIABILITIES	17 Accounts payable and accrued expenses	7,826.	4,245.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	7,826.	4,245.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,151,996.	1,151,996.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	6,292,257.	5,871,864.	
	30 **Total net assets or fund balances** (see the instructions)	7,444,253.	7,023,860.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	7,452,079.	7,028,105.	

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	7,444,253.
2	Enter amount from Part I, line 27a	2	-417,865.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	7,026,388.
5	Decreases not included in line 2 (itemize) ► 2008 EXCISE TAX	5	2,528.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	7,023,860.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PER ATTACHED REPORT		Various	Various
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	4,480,242.		4,849,102.	-368,860.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-368,860.
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** -368,860.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 ..... **3**

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	389,500.	8,328,923.	0.046765
2007	430,770.	9,094,678.	0.047365
2006	363,084.	7,640,638.	0.047520
2005	357,143.	7,099,854.	0.050303
2004	332,352.	6,728,266.	0.049396

2	Total of line 1, column (d)	2	0.241349
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048270
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,997,677.
5	Multiply line 4 by line 3	5	337,778.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,411.
7	Add lines 5 and 6	7	339,189.
8	Enter qualifying distributions from Part XII, line 4	8	342,500.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	1,411.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,411.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,411.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 2,471.		
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	2,471.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	1,060.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ► 1,060.	Refunded ►	11	

Part VII-A — Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ ________ **(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?	2		X
If 'Yes,' attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • 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, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► TX - Texas			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *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

Part VII-A Statements Regarding Activities *Continued*

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

Website address ► N/A

14 The books are in care of ► DELA W. WHITE Telephone no. ► (210) 349-8822

Located at ► 800 ISOM ROAD SUITE 200, SAN ANTONIO, TX ZIP + 4 ► 78216

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If 'Yes,' list the years ► 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 the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 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? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
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? *If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).*	☐ Yes ☐ No		
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.*	**6b**		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
DELA W. WHITE PO BOX 791000 SAN ANTONIO TX 78279	MANAGER 1.00	0.	0.	0.
JOHN H. WHITE, JR. PO BOX 791000 SAN ANTONIO TX 78279	TRUSTEE 1.00	0.	0.	0.
TULETA C. WHITE PO BOX 791000 SAN ANTONIO TX 78279	TRUSTEE 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
0				
0				
0				
0				

Total number of other employees paid over $50,000 ► None

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	None

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	5,234,510.
b Average of monthly cash balances	1b	278,772.
c Fair market value of all other assets (see instructions)	1c	1,879,395.
d **Total** (add lines 1a, b, and c)	1d	7,392,677.
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	7,392,677.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	395,000.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,997,677.
6 **Minimum investment return.** Enter 5% of line 5	6	349,884.

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	349,884.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,411.		
b Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	1,411.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	348,473.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	348,473.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	348,473.

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	342,500.
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	342,500.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,411.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	341,089.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				348,473.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 0.				
b From 2005 0.				
c From 2006 0.				
d From 2007 0.				
e From 2008 2,778.				
f **Total** of lines 3a through e	2,778.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 342,500.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				342,500.
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).)*	2,778.			2,778.
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				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				3,195.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005 0.				
b Excess from 2006 0.				
c Excess from 2007 0.				
d Excess from 2008 0.				
e Excess from 2009 0.				

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

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

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

1 **Information Regarding Foundation Managers:**

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

DELA W. WHITE

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.

N/A

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

Check here ► [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see 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:

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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*				
SEE SCHEDULE II		SCHL II	SEE SCHEDULE II	342,500.
Total ► 3a				342,500.
b *Approved for future payment*				
N/A		N/A	N/A	0.
Total ► 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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			14	165,545.	
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)				165,545.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 165,545.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
	N/A

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

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

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

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

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

SIGN HERE

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

► [signature] 5-10-2010 ► Foundation Manager

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature	[signature]	Date 5·5·10	Check if self-employed ► ☐ Preparer's identifying number (See Signature in the instrs) P00000906
Firm's name (or yours if self-employed), address, and ZIP code	SOL SCHWARTZ & ASSOCIATES, P.C.		EIN ► 74-2392222
	7550 IH 10 W. STE. 1200		
	SAN ANTONIO TX 78229		Phone no. ► 210·384-8000

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

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2009

Name of the organization	Employer identification number
CIRCLE BAR FOUNDATION	74-6063672

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	[X] 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 –

[X] 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)/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 their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
CIRCLE BAR FOUNDATION	74-6063672

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DELA W. WHITE P.O. BOX 791000 SAN ANTONIO TX 78279-1000	$ 180,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
DUES	495.			
OFFICE EXPENSE	373.			
Total	868.			

Explanation Statement

Form/Line: Form 990-PF, Page 8, Part X Line 4
Explanation of: Minimum Investment Return - Cash Deemed Held for Charity

The reasonable cash balances necessary to cover current administrative expenses and other normal and current disbursements directly connected with the charitable activities of the Foundation has been calculated pursuant to regulations section 53.4942 (a)-2(c)(3)(ii)(e) and 53.4942(a)-2(c)(3)(iv), and Revenue Ruling 75-392 as the total of accounting fees, professional fees, other expenses and contributions projected to be paid during the during the 2010 calendar year.

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

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOL SCHWARTZ & ASSOC	TAX RETURN PREPARATION	9,431.	0.		
JOHN H. WHITE & ASSO	ACCOUNTING SERVICES	17,270.	0.		
Total		26,701.	0.		

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SENDERO MANAGEMENT	INVESTMENT MANAGEMENT	12,880.	12,880.		
JEFFERSON BANK	BANK CUSTODIAL FEES	8,400.	8,400.		
Total		21,280.	21,280.		

Form 990-PF, Page 2, Part II, Line 10a
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	State and Local Obligations FMV	End of Year US Government Obligations Book Value	US Government Obligations FMV
31,116 SHARES VANGUARD GNMA FUND			323,273.	331,070.

Form 990-PF, Page 2, Part II, Line 10a Continued
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	End of Year State and Local Obligations FMV	End of Year US Government Obligations Book Value	End of Year US Government Obligations FMV
Total			323,273.	331,070.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
21,357 SHRS DIMENSIONAL FUND ADVISORS US SMALL CAP INDEX PORTFOLIO 31	286,407.	351,966.
16,984 SHRS DIMENSIONAL FUND ADVISORS REAL ESTATE SECURITIES PORTFOLIO 36	204,514.	292,640.
33,954 SHRS DIMENSIONAL FUND ADVISORS US LARGE CAP VALUE PORTFOLIO 35	464,522.	579,256.
15,005 SHRS DIMENSIONAL FUND ADVISORS US LARGE COMPANY PORTFOLIO 22	410,711.	492,640.
24, 787 SHRS DIMENSIONAL FUND ADVISORS US TARGETED VALUE PORTFOLIO 96	256,186.	322,480.
33,413 SHARES VANGUARD WELLINGTON FUND	1,068,017.	963,960.
3,264 SHRS DIMENSIONAL FUND ADVISORS EMERGING MARKETS PORTFOLIO 56	70,052.	88,790.
6,132 SHRS DIMENSIONAL FUND ADVISORS EMERGING MARKETS SMALL CAP PORTFOLIO 90	87,196.	119,082.
2,850 SHRS DIMENSIONAL FUND ADVISORS EMERGING MARKETS VALUE PORTFOLIO 95	68,575.	89,619.
9,669 SHRS DIMENSIONAL FUND ADVISORS INT'L SMALL CAP VALUE PORTFOLIO 89	122,490.	145,909.
10,214 SHRS DIMENSIONAL FUND ADVISORS INT'L SMALL CO PORTFOLIO 89	122,647.	145,347.
17,224 SHRS DIMENSIONAL FUND ADVISORS INT'L VALUE PORTFOLIO 45	241,465.	293,672.
85,627 SHRS DIMENSIONAL FUND ADVISORS FIVE-YEAR GLOBAL INCOME PORTFOLIO 24	945,212.	944,467.
87,872 SHRS DIMENSIONAL FUND ADVISORS ONE YEAR FIXED INCOME PORTFOLIO 3	906,081.	905,086.
Total	5,254,075.	5,734,914.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
OVERSEAS CAP PARTNERS INC	646,567.	1,165,654.
DOUBLE BLACK DIAMOND LTD	750,000.	869,985.
Total	1,396,567.	2,035,639.

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (d)

Description	Amount
J.P. MORGAN CLEARING CORP. #13-3604093	10,417.
J.P. MORGAN CLEARING CORP. #13-3604093	15,190.
J.P. MORGAN CLEARING CORP. #13-3604093	16,275.
J.P. MORGAN CLEARING CORP. #13-3604093	18,606.
J.P. MORGAN CLEARING CORP. #13-3604093	9,689.
J.P. MORGAN CLEARING CORP. #13-3604093	6,587.
JEFFERSON BANK #74-1034487	88,781.
Total	165,545.

CIRCLE BAR FOUNDATION
December 31, 2009
FORM 990-PF
74-6063672

SCHEDULE II

PAGE 11 PART XV LINE 3a
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP IF RECIPIENT IS AN INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BLUE SANTA PROGRAM 13030 JONES MALTSBERFER SAN ANTONIO, TEXAS 78247 ATTN OFFICER GORDON KEOUGH	N/A	PUBLIC	OPERATING EXPENSES	2,500 00
BOYS AND GIRLS CLUBS OF SAN ANTONIO 600 S W 19TH STREET SAN ANTONIO, TEXAS 78207-9990 ATTN MR JIM WATSON	N/A	PUBLIC	OPERATING EXPENSES	3,000 00
CANDLELIGHT RANCH FOUNDATION P O BOX 26367 AUSTIN, TX 78755 ATTN MRS TARA GRAY	N/A	PUBLIC	OPERATING EXPENSES	12,000 00
CHILD ADVOCATES SAN ANTONIO 406 SAN PEDRO SAN ANTONIO, TEXAS 78212 ATTN MS JANET KETCHAM	N/A	PUBLIC	OPERATING EXPENSES	7,500 00
CHILDREN'S BEREAVEMENT CENTER OF SOUTH TEXAS 332 W CRAIG PLACE SAN ANTONIO, TEXAS 78212 ATTN MR FRANK PATTON	N/A	PUBLIC	OPERATING EXPENSES	5,000 00
CHILDREN'S SHELTER OF SAN ANTONIO 2939 W WOODLAWN SAN ANTONIO, TEXAS 78228 ATTN MR OREN DREEBEN	N/A	PUBLIC	OPERATING EXPENSES	25,000 00
ELF LOUISE CHRISTMAS PROJECT P O BOX 39295 SAN ANTONIO, TEXAS 78218 ATTN ELF LOUISE	N/A	PUBLIC	OPERATING EXPENSES	5,000 00
GOOD SAMARITAN CENTER 1600 SALTILLO SAN ANTONIO, TEXAS 78207 ATTN MRS JILL OETTINGER	N/A	PUBLIC	OPERATING EXPENSES	6,500 00
HEALY-MURPHY CHILD CARE CENTER, INC 618 LIVE OAK SAN ANTONIO, TEXAS 78202 ATTN MS YVETTE BISAGNI	N/A	PUBLIC	OPERATING EXPENSES	3,000 00
THE MOONLIGHT FUND 191 BEECHCRAFT LANE SEGUIN, TEXAS 78155 ATTN MR HENRY COFFEEN III	N/A	PUBLIC	OPERATING EXPENSES	5,000 00
RESPITE CARE OF SAN ANTONIO, INC P O BOX 12633 SAN ANTONIO, TEXAS 78212 ATTN MR BERT PFIESTER	N/A	PUBLIC	OPERATING EXPENSES	17,500 00
ST JUDE'S RANCH FOR CHILDREN 1400 RIDGE CREEK LANE BULVERDE, TEXAS 78163 ATTN MS SHERRI SINGLEY	N/A	PUBLIC	OPERATING EXPENSES	7,500 00
SAN ANTONIO ACADEMY 117 E FRENCH PLACE SAN ANTONIO, TEXAS 78212 ATTN MR JOHN WEBSTER	N/A	PUBLIC	OPERATING EXPENSES	45,000 00

CIRCLE BAR FOUNDATION
December 31, 2009
FORM 990-PF
74-6063672

SCHEDULE II

PAGE 11 PART XV LINE 3a
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP IF RECIPIENT IS AN INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN ANTONIO BOTANICAL SOCIETY P O BOX 6569 SAN ANTONIO, TEXAS 78209 ATTN MS CANDACE ANDREWS	N/A	PUBLIC	CHILDREN'S EDUCATIONAL PROGRAMS	7,500 00
SAN ANTONIO SPORTS FOUNDATION P O BOX 830386 SAN ANTONIO, TEXAS 78283 ATTN MR ERICK MENGER	N/A	PUBLIC	ALL CAN SKI PROGRAM	12,500 00
SOCIETY OF ST VINCENT DE PAUL 1103 SOUTH FRIO SAN ANTONIO, TEXAS 78207 ATTN MR JAMES YOSTRUM	N/A	PUBLIC	OPERATING EXPENSES	3,000 00
SUNSHINE COTTAGE 103 TULETA DRIVE SAN ANTONIO, TEXAS 78212 ATTN MRS CAROLYN WALTHALL	N/A	PUBLIC	OPERATING EXPENSES	10,000 00
SUNSHINE COTTAGE 103 TULETA DRIVE SAN ANTONIO, TEXAS 78212 ATTN DR JERRY CHRISTIAN	N/A	PUBLIC	CAPITAL CAMPAIGN	135,000 00
SURSUM CORDA 446 CR115 EDNA, TEXAS 77957 ATTN MR JOE BITTER	N/A	PUBLIC	OPERATING EXPENSES	10,000 00
TEXAS BURN SURVIVOR SOCIETY 8546 BROADWAY, SUITE 210 SAN ANTONIO, TEXAS 78217 ATTN MS SUE DODSON	N/A	PUBLIC	OPERATING EXPENSES	9,000 00
TEXAS SPECIAL OLYMPICS 10223 MCALLISTER FREEWAY, SUITE 100 SAN ANTONIO, TEXAS 78216 ATTN MRS SHAE FREEMAN-HICKS	N/A	PUBLIC	OPERATING EXPENSES	6,000 00
THE TEXAS CAVALIERS CHARITABLE FOUNDATION 7373 BROADWAY, SUITE 501 SAN ANTONIO, TEXAS 78209 ATTN MR BOXY HORNBERGER	N/A	PUBLIC	OPERATING EXPENSES	5,000 00
		TOTAL		342,500 00

CIRCLE BAR FOUNDATION 74-6063672
2009 CAPITAL GAINS REPORT

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
American Capital Limited	900 000	P	3/3/2006	1/5/2009	3,670 71	32,785.67	(29,114 96)	0.00	(29,114.96)
Automatic Data Processing, Inc.	950.000	P	3/26/2007	1/5/2009	37,864.98	42,842 31	(4,977.33)	0 00	(4,977.33)
Burlington Northern Santa Fe Corp	75.000	P	2/23/2006	1/8/2009	5,728.96	5,973.00	(244 04)	0.00	(244.04)
National Oilwell Inc	300 000	P	2/23/2006	1/9/2009	8,098.18	9,651.00	(1,552 82)	0.00	(1,552 82)
National Oilwell Inc	100.000	P	6/14/2005	1/9/2009	2,699 39	2,338 50	360 89	0.00	360.89
Ireland Bank ADR	315 000	P	7/10/2008	1/22/2009	545.75	9,965 77	(9,420.02)	(9,420.02)	0.00
Ireland Bank ADR	125.000	P	5/24/2007	1/22/2009	216.57	11,170.42	(10,953.85)	0.00	(10,953.85)
Ireland Bank ADR	195 000	P	9/23/2005	1/22/2009	337 84	12,092.03	(11,754 19)	0 00	(11,754 19)
Ireland Bank ADR	165.000	P	11/26/2007	1/22/2009	285 87	9,895.71	(9,609.84)	0.00	(9,609 84)
Harley Davidson, Inc	100.000	P	1/31/2005	1/23/2009	1,138.68	5,976.04	(4,837.36)	0.00	(4,837.36)
Harley Davidson, Inc	400.000	P	12/15/2004	1/23/2009	4,554.73	23,800 00	(19,245.27)	0.00	(19,245.27)
Harley Davidson, Inc.	200 000	P	5/23/2005	1/23/2009	2,277 37	10,000 00	(7,722 63)	0 00	(7,722.63)
Harley Davidson, Inc	300.000	P	5/15/2008	1/23/2009	3,416.05	11,764 77	(8,348 72)	(8,348.72)	0.00
Sovereign Bancorp Inc	1,720.000	D	6/21/2005	1/23/2009	3,480 91	36,644 52	(33,163 61)	0.00	(33,163.61)
Sovereign Bancorp Inc.	495 000	P	6/21/2005	1/23/2009	1,001.78	10,545 95	(9,544 17)	0 00	(9,544.17)
Sovereign Bancorp Inc	1,200 000	P	7/7/2008	1/23/2009	2,428.55	8,355 54	(5,926 99)	(5,926.99)	0.00
Aflac Inc	820.000	P	3/2/2004	1/27/2009	17,160 05	33,489 05	(16,329 00)	0.00	(16,329 00)
State Street Corp	200 000	P	5/14/2007	2/13/2009	5,440.20	13,526 08	(8,085.88)	0.00	(8,085 88)
National Oilwell Inc	200 000	P	6/14/2005	2/24/2009	5,026.57	4,677.00	349.57	0.00	349.57
General Electric	730.000	P	2/14/1985	3/2/2009	5,591 77	1,989.71	3,602 06	0.00	3,602 06
General Electric	350.000	D	2/14/1985	3/2/2009	2,680 98	953 97	1,727 01	0.00	1,727.01
General Electric Co	300 000	P	11/21/2002	3/2/2009	2,297 99	7,968 00	(5,670 01)	0.00	(5,670.01)
Schering Plough Corp	1,000 000	P	1/29/2008	3/10/2009	20,969 88	19,272.20	1,697.68	0 00	1,697.68
Schering Plough Corp	100.000	P	4/1/2008	3/10/2009	2,096.99	1,496 18	600.81	600.81	0.00
Carnival Corp Class A	300 000	P	12/1/2008	3/11/2009	6,015.98	5,968.00	47.98	47.98	0.00
Carnival Corp Class A	600 000	P	11/21/2007	3/11/2009	12,031.97	25,694.52	(13,662.55)	0 00	(13,662.55)
Conseco, Inc	300 000	P	8/14/2007	3/11/2009	111 33	4,407.24	(4,295.91)	0.00	(4,295.91)
Conseco, Inc	1,400.000	P	5/16/2005	3/11/2009	519 53	27,849 92	(27,330.39)	0.00	(27,330 39)
Conseco, Inc	700 000	P	6/9/2005	3/11/2009	259.77	14,194 39	(13,934 62)	0.00	(13,934.62)
Conseco, Inc	1,000.000	P	4/19/2007	3/11/2009	371.10	17,862.80	(17,491.70)	0.00	(17,491.70)
Kinder Morgan Mgt LLC	328 000	P	12/18/2007	3/12/2009	12,823 96	15,569 13	(2,745 17)	0.00	(2,745 17)
Darden Restaurants, Inc	300.000	P	11/5/2008	3/31/2009	10,327 94	6,455.10	3,872.84	3,872 84	0.00
CRH PLC ADR Rights	600 000	P	5/24/2007	4/3/2009	1,004 66	0.00	1,004 66	0.00	1,004.66
CRH PLC ADR Rights	220.000	P	1/11/2008	4/3/2009	368.38	0.00	368.38	0.00	368.38
Automatic Data Processing, Inc.	300.000	P	10/13/2003	4/15/2009	10,582 72	10,577.90	4.82	0.00	4.82
Broadridge Financial Solutions	75.000	P	10/13/2003	4/15/2009	1,398.46	1,132 39	266.07	0.00	266.07
Schering Plough Corp	225.000	P	2/16/2001	4/15/2009	5,228 61	9,236 25	(4,007 64)	0 00	(4,007.64)
W W Grainger Inc	230.000	P	8/15/2005	4/17/2009	18,287 86	14,641 06	3,646.80	0.00	3,646.80
Kinetic Concepts Inc	300.000	P	3/14/2008	4/24/2009	7,026.25	14,856 39	(7,830 14)	0.00	(7,830.14)
Campbell Soup Co	400 000	P	5/17/2005	5/6/2009	10,452 41	12,079.08	(1,626.67)	0.00	(1,626 67)
Johnson & Johnson	200.000	P	4/12/1994	5/6/2009	10,772.72	1,975.32	8,797 40	0.00	8,797.40
Consolidated Edison, Inc.	225.000	P	11/6/2008	5/11/2009	8,255.50	9,443.39	(1,187.89)	(1,187.89)	0.00
Everest RE Group, Ltd	50.000	P	2/23/2006	5/11/2009	3,544.90	4,967.50	(1,422.60)	0.00	(1,422 60)
Kimberly Clark	50 000	P	11/3/1989	5/11/2009	2,564.43	157.83	2,406 60	0.00	2,406.60
Pepsico	100 000	P	8/1/2001	5/11/2009	4,971 87	3,935.65	1,036.22	0.00	1,036.22
Raytheon Corp	100 000	P	12/4/2000	5/11/2009	4,723.87	2,793 50	1,930 37	0 00	1,930.37

CIRCLE BAR FOUNDATION 74-6063672
2009 CAPITAL GAINS REPORT

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
St. Jude Medical Inc	100.000	P	1/17/2007	5/11/2009	3,585 90	3,919 00	(333 10)	0 00	(333.10)
Barclays PLC ADR	75.000	P	4/24/2002	5/11/2009	1,284 80	2,646 06	(1,361.26)	0.00	(1,361.26)
Barclays PLC ADR	320.000	P	5/24/2007	5/11/2009	5,481 81	18,137 60	(12,655.79)	0.00	(12,655.79)
Parker Hannifin corp	750.000	P	9/24/2008	5/15/2009	32,520 41	40,604 80	(8,084.39)	(8,084.39)	0 00
Sysco Corp	980.000	P	1/31/2006	6/11/2009	23,081.93	30,383 14	(7,301.21)	0.00	(7,301 21)
FirstEnergyCorp	200 000	P	1/14/2008	6/11/2009	7,725.76	15,406 00	(7,680 24)	0 00	(7,680.24)
FirstEnergyCorp	225.000	P	4/27/2007	6/11/2009	8,691.47	15,634.44	(6,942 97)	0.00	(6,942 97)
Barclays PLC ADR	125.000	P	4/24/2002	6/16/2009	2,198.12	4,410.10	(2,211.98)	0.00	(2,211.98)
Barclays PLC ADR	165 000	P	3/25/2003	6/16/2009	2,901 51	3,950 10	(1,048 59)	0 00	(1,048 59)
Barclays PLC ADR	225.000	P	5/29/2008	6/16/2009	3,956.60	6,769.32	(2,812.72)	0.00	(2,812.72)
Barclays PLC ADR	180 000	P	7/10/2008	6/16/2009	3,165 29	4,081 30	(916 01)	(916.01)	0.00
Annaly Capital Management Inc	950 000	P	5/16/2008	6/18/2009	14,154.63	16,199.59	(2,044.96)	0 00	(2,044.96)
A T & T , Inc	425 000	P	10/11/2006	6/18/2009	10,250.73	14,025 00	(3,774.27)	0.00	(3,774.27)
A T & T , Inc	175 000	P	1/24/2007	6/18/2009	4,220 89	6,300 00	(2,079.11)	0 00	(2,079.11)
A T & T , Inc	300 000	P	2/14/2007	6/18/2009	7,235.81	11,166.00	(3,930 19)	0.00	(3,930.19)
A T & T , Inc	100.000	P	7/17/2007	6/18/2009	2,411.94	3,996 00	(1,584 06)	0.00	(1,584.06)
Abbott Labs	225 000	P	10/21/2008	6/18/2009	10,716 22	12,949.00	(2,232 78)	(2,232 78)	0.00
Ace Limited	200 000	P	10/19/2006	6/18/2009	8,575 11	11,437 58	(2,862 47)	0.00	(2,862.47)
Ace Limited	100 000	P	1/24/2007	6/18/2009	4,287 55	5,850 00	(1,562.45)	0.00	(1,562.45)
Allant TechSystems	100.000	P	8/20/2007	6/18/2009	8,654 44	10,447.46	(1,793 02)	0.00	(1,793 02)
Allant TechSystems	200 000	P	3/7/2007	6/18/2009	17,308 89	17,388 96	(80 07)	0 00	(80.07)
Amgen, Inc	225 000	P	8/15/2008	6/18/2009	11,877 64	14,717 50	(2,839.86)	(2,839.86)	0.00
AON Corp	325.000	P	6/13/2008	6/18/2009	11,959 69	15,420.05	(3,460 36)	0.00	(3,460 36)
AON Corp	175.000	P	12/23/2008	6/18/2009	6,439.83	7,857 72	(1,417 89)	(1,417.89)	0.00
Burlington Northern Santa Fe Corp	200.000	P	1/4/2005	6/18/2009	14,582 96	9,109.92	5,473.04	0.00	5,473.04
Burlington Northern Santa Fe Corp	25.000	P	2/23/2006	6/18/2009	1,822.87	1,991.00	(168 13)	0.00	(168.13)
Berkshire Hathaway Cl B	20.000	P	1/2/2001	6/18/2009	56,840.13	48,211.94	8,628.19	0 00	8,628.19
Check Point Software	600.000	P	8/15/2008	6/18/2009	13,969.14	15,041 44	(1,072.30)	(1,072.30)	0.00
Check Point Software	375.000	P	2/5/2009	6/18/2009	8,730.71	8,387.31	343.40	343.40	0.00
Consolidated Edison, Inc.	50 000	P	11/6/2008	6/18/2009	1,859.87	2,098.53	(238.66)	(238.66)	0.00
Consolidated Edison, Inc.	275.000	P	10/15/2008	6/18/2009	10,229.27	10,832 50	(603 23)	(603 23)	0.00
Consolidated Edison, Inc	275.000	P	3/12/2009	6/18/2009	10,229.28	9,521.44	707.84	707.84	0.00
Conoco Phillips	225 000	P	10/13/2004	6/18/2009	9,539.50	9,356.63	182 87	0 00	182.87
Coca Cola Co	300.000	P	11/4/2008	6/18/2009	14,800.61	13,949.50	851.11	851 11	0.00
Conagra, Inc	1,000.000	P	9/26/2001	6/18/2009	18,959.51	21,960 00	(3,000 49)	0.00	(3,000 49)
Dell, Inc.	225 000	P	4/15/2009	6/18/2009	13,789.64	11,070 23	2,719 41	2,719.41	0.00
Delta Air Lines Inc	900.000	P	4/30/2009	6/18/2009	5,336 86	5,643 00	(306.14)	(306.14)	0.00
Delta Air Lines Inc	575 000	P	5/6/2009	6/18/2009	3,409 66	4,234 00	(824.34)	(824.34)	0 00
Everest RE Group, Ltd	50 000	P	2/23/2006	6/18/2009	3,481 19	4,967 50	(1,486 31)	0 00	(1,486.31)
Everest RE Group, Ltd	200.000	P	2/7/2006	6/18/2009	13,924 78	19,570 00	(5,645 22)	0.00	(5,645 22)
Everest RE Group, Ltd	100 000	P	11/4/2008	6/18/2009	6,962 39	7,524 18	(561 79)	(561.79)	0.00
Ebay, Inc	500.000	P	11/19/2007	6/18/2009	8,560.77	16,111 95	(7,551 18)	0.00	(7,551.18)
Exxon Mobil Corp	500.000	D	11/6/1988	6/18/2009	35,614 08	1,547.19	34,066.89	0.00	34,066.89
Exxon Mobil Corp	500 000	P	12/31/1979	6/18/2009	35,614.08	1,378 69	34,235.39	0.00	34,235.39
Electronic Arts Inc	250 000	P	3/9/2006	6/18/2009	5,132.87	12,812.43	(7,679.56)	0.00	(7,679.56)
Electronic Arts Inc	250 000	P	1/24/2007	6/18/2009	5,132.86	12,462.50	(7,329.64)	0.00	(7,329.64)

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
Emerson Electric	400.000	D	3/14/1995	6/18/2009	13,210.65	6,507 41	6,703 24	0.00	6,703.24
Fortune Brands fm AMB	300.000	P	12/31/1979	6/18/2009	10,315 73	924 88	9,390.85	0.00	9,390 85
Flir Systems, Inc	350.000	P	7/12/2007	6/18/2009	7,958 99	8,348.38	(389 39)	0 00	(389 39)
Google Inc	25.000	P	1/14/2008	6/18/2009	10,371 73	16,192 42	(5,820 69)	0.00	(5,820.69)
GameStop Corp	475.000	P	7/10/2008	6/18/2009	10,871.61	18,767.35	(7,895.74)	(7,895 74)	0.00
GameStop Corp	625.000	P	12/8/2005	6/18/2009	14,304.76	10,815.22	3,489.54	0.00	3,489.54
General Electric	200.000	D	2/14/1985	6/18/2009	2,385 94	545 12	1,840 82	0.00	1,840.82
General Electric	600 000	D	2/14/1985	6/18/2009	7,157 81	1,635 37	5,522.44	0 00	5,522 44
General Electric	600.000	P	11/3/1989	6/18/2009	7,157.81	2,724 16	4,433 65	0.00	4,433.65
General Mills Inc	175 000	P	12/17/2008	6/18/2009	9,696.00	10,751 45	(1,055 45)	(1,055.45)	0.00
Hasbro Inc	400.000	P	3/3/2009	6/18/2009	9,898.74	9,102 44	796 30	796 30	0.00
H J Heintz Co	325.000	P	4/9/2009	6/18/2009	11,915 19	11,075 00	840 19	840.19	0.00
Home Depot Inc	425.000	P	4/9/2009	6/18/2009	9,962 24	10,977 25	(1,015 01)	(1,015 01)	0.00
Intel Corp	400 000	P	2/26/2004	6/18/2009	6,343.03	11,819 60	(5,476 57)	0.00	(5,476.57)
J P Morgan Chase	500.000	P	2/23/2006	6/18/2009	16,914 57	20,615.00	(3,700 43)	0.00	(3,700.43)
J P Morgan Chase	100 000	P	4/20/2007	6/18/2009	3,382.91	5,237 00	(1,854 09)	0.00	(1,854.09)
J P Morgan Chase	250.000	P	1/24/2007	6/18/2009	8,457.28	12,420 00	(3,962 72)	0.00	(3,962.72)
Johnson & Johnson	800 000	P	4/12/1994	6/18/2009	44,677.85	7,901.29	36,776.56	0.00	36,776 56
Kansas City Southern	350.000	P	6/11/2009	6/18/2009	5,711 35	5,785 23	(73.88)	(73 88)	0.00
Kimberly Clark	700 000	P	11/3/1989	6/18/2009	35,933 07	2,209 69	33,723.38	0 00	33,723.38
Kroger Co	500.000	P	7/10/2008	6/18/2009	10,679.72	14,784.25	(4,104.53)	(4,104 53)	0.00
L-3 Communications, Inc.	100 000	P	6/20/2007	6/18/2009	7,190.48	9,924 78	(2,734 30)	0.00	(2,734.30)
L-3 Communications, Inc.	200 000	P	12/5/2002	6/18/2009	14,380 96	8,616 00	5,764 96	0.00	5,764 96
LSI Corp	1,350 000	P	5/11/2009	6/18/2009	5,777 85	5,585 63	192 22	192 22	0.00
Lockheed Martin Corp	200 000	D	7/8/2003	6/18/2009	16,674 57	9,612.00	7,062.57	0.00	7,062.57
Eli Lilly & Co	325 000	P	11/25/2008	6/18/2009	10,981.46	10,746 91	234.55	234.55	0.00
Eli Lilly & Co	300.000	P	12/17/2008	6/18/2009	10,136.74	11,122 75	(986 01)	(986.01)	0.00
Lubrizol Corp	250.000	P	6/11/2009	6/18/2009	11,214.71	11,488 98	(274 27)	(274 27)	0.00
Merck	300.000	P	10/12/1993	6/18/2009	7,687.80	4,395.94	3,291.86	0.00	3,291.86
Microsoft Corp	250 000	P	1/24/2007	6/18/2009	5,854.51	7,702.50	(1,847.99)	0.00	(1,847.99)
Microsoft Corp	500.000	P	2/23/2006	6/18/2009	11,709.03	13,420.00	(1,710 97)	0 00	(1,710 97)
Mylan Inc	800 000	P	4/15/2009	6/18/2009	10,465 13	11,052.52	(587.39)	(587.39)	0.00
National Oilwell Inc	600 000	P	3/3/2005	6/18/2009	21,174 43	13,623.00	7,551.43	0.00	7,551.43
NRG Energy Inc	475 000	P	1/23/2009	6/18/2009	11,179 96	10,690.56	489.40	489.40	0.00
J C Penney Co. Inc.	350.000	P	5/6/2009	6/18/2009	9,116.76	11,053 50	(1,936 74)	(1,936 74)	0 00
Pepsico	400 000	D	8/1/2001	6/18/2009	21,795.44	15,742.18	6,053.26	0.00	6,053 26
Pepsico	455.000	P	8/1/2001	6/18/2009	24,792 31	17,907 22	6,885.09	0 00	6,885.09
Pfizer	625.000	P	8/15/2008	6/18/2009	9,356 01	12,537 50	(3,181.49)	(3,181.49)	0.00
Pfizer	700 000	P	4/10/2008	6/18/2009	10,478 73	14,749 00	(4,270 27)	0.00	(4,270 27)
Pfizer	75 000	P	4/10/2008	6/18/2009	1,122.72	1,580 25	(457.53)	0.00	(457.53)
Raytheon Corp	650.000	P	12/4/2000	6/18/2009	29,913 23	18,157 75	11,755.48	0.00	11,755.48
St Jude Medical Inc	200.000	P	1/24/2007	6/18/2009	8,159.79	7,802 00	357.79	0.00	357 79
St. Jude Medical Inc	350.000	P	10/16/2006	6/18/2009	14,279.63	12,904.50	1,375.13	0.00	1,375.13
St. Jude Medical Inc	250 000	P	1/17/2007	6/18/2009	10,199.74	9,797 50	402.24	0 00	402.24
St Jude Medical Inc	100.000	P	2/18/2009	6/18/2009	4,079.89	3,815.00	264 89	264.89	0.00
Schering Plough Corp	450 000	P	2/16/2001	6/18/2009	10,655.73	18,472 50	(7,816 77)	0.00	(7,816.77)

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
Schering Plough Corp	125 000	P	9/27/2002	6/18/2009	2,959.92	2,710.00	249.92	0.00	249 92
Schering Plough Corp	325 000	P	7/31/2007	6/18/2009	7,695.80	9,306 31	(1,610 51)	0 00	(1,610 51)
Charles Schwab Corp New	900.000	P	11/21/2005	6/18/2009	15,570 95	13,653 00	1,917.95	0 00	1,917.95
Charles Schwab Corp New	450 000	P	2/23/2006	6/18/2009	7,785.47	7,460.10	325.37	0 00	325 37
SunTrust Banks	700 000	P	4/23/2009	6/18/2009	10,824 72	9,923 00	901 72	901.72	0.00
Transdigm Group Inc	400 000	P	10/17/2007	6/18/2009	14,393 62	18,014.84	(3,621.22)	0.00	(3,621 22)
Transocean Inc	104.000	P	6/27/2006	6/18/2009	8,060.79	7,850 19	210 60	0.00	210.60
Total Fina Gross Divs	200 000	D	12/9/1993	6/18/2009	10,796.72	2,392 19	8,404.53	0 00	8,404.53
Wells, Fargo & Co	400 000	P	9/27/2002	6/18/2009	9,387 09	9,700 00	(312 91)	0.00	(312 91)
Wells, Fargo & Co	200.000	P	12/5/2002	6/18/2009	4,693 54	4,586.00	107.54	0.00	107.54
Zimmer Holdings Inc	100 000	P	2/23/2006	6/18/2009	4,141.80	6,974.00	(2,832 20)	0.00	(2,832 20)
Zimmer Holdings Inc	150 000	P	8/30/2005	6/18/2009	6,212 70	12,213.00	(6,000 30)	0 00	(6,000 30)
Zimmer Holdings Inc.	25.000	P	12/17/2008	6/18/2009	1,035.45	1,027.27	8.18	8 18	0.00
XTO Energy Inc	250 000	P	5/13/2009	6/18/2009	10,022 24	10,227 48	(205 24)	(205.24)	0 00
Xerox Corp	925 000	P	5/11/2009	6/18/2009	6,336.08	6,003 25	332.83	332.83	0.00
AXA-UAP ADR	515 000	P	3/3/2008	6/18/2009	9,781.10	17,290 92	(7,509 82)	0 00	(7,509 82)
AXA-UAP ADR	335.000	P	3/19/2009	6/18/2009	6,362.47	4,275.08	2,087.39	2,087.39	0.00
Astrazeneca PLC	365.000	P	5/24/2007	6/18/2009	16,030 28	19,518 89	(3,488 61)	0.00	(3,488.61)
AKZO Nobel NV	315 000	P	10/9/2008	6/18/2009	14,275.63	12,987 25	1,288 38	1,288.38	0.00
Banco Santander Central ADR	975 000	P	10/20/2008	6/18/2009	10,929.46	12,142 25	(1,212.79)	(1,212.79)	0.00
Banco Santander Central ADR	450.000	P	11/26/2008	6/18/2009	5,044.37	3,378 45	1,665.92	1,665.92	0.00
BHP Billiton LTD	265.000	P	12/17/2008	6/18/2009	14,741 11	11,883.72	2,857 39	2,857.39	0 00
CRH PLC ADR	600 000	P	5/24/2007	6/18/2009	14,479 02	30,023.30	(15,544 28)	0.00	(15,544 28)
CRH PLC ADR	220.000	P	1/11/2008	6/18/2009	5,308.98	7,477 71	(2,168 73)	0.00	(2,168.73)
Cadbury PLC ADR	118 000	P	11/13/2000	6/18/2009	4,095 03	3,778 22	316.81	0.00	316.81
Cadbury PLC ADR	51 000	P	3/25/2003	6/18/2009	1,769.89	1,283.48	486 41	0 00	486.41
Cadbury PLC ADR	45.000	P	1/12/2006	6/18/2009	1,561.66	2,023 75	(462 09)	0.00	(462 09)
Cadbury PLC ADR	237 000	P	5/24/2007	6/18/2009	8,224 77	14,989.16	(6,764 39)	0.00	(6,764.39)
Canon Inc ADR New	232.000	P	11/24/2004	6/18/2009	7,539.85	7,785.72	(245 87)	0.00	(245.87)
Canon Inc ADR New	270.000	P	5/24/2007	6/18/2009	8,774 83	15,716 63	(6,941 80)	0.00	(6,941.80)
Dell, Inc	75 000	P	2/24/2004	6/18/2009	4,203 07	4,167.75	35.32	0 00	35.32
Dell, Inc.	135.000	P	11/9/2000	6/18/2009	7,565.53	5,138 44	2,427 09	0.00	2,427.09
Dell, Inc	245.000	P	5/24/2007	6/18/2009	13,730.03	20,874.00	(7,143 97)	0.00	(7,143.97)
Danske Bank A/S ADR	880 000	P	5/24/2007	6/18/2009	7,497.41	19,404.00	(11,906.59)	0 00	(11,906.59)
Danske Bank A/S ADR	485 000	P	7/25/2007	6/18/2009	4,132 09	10,656 71	(6,524.62)	0.00	(6,524 62)
ENI SPA ADR	225.000	P	11/13/2000	6/18/2009	10,894 00	5,107 50	5,786.50	0.00	5,786.50
ENI SPA ADR	185.000	P	5/24/2007	6/18/2009	8,957 28	12,978 13	(4,020 85)	0.00	(4,020.85)
Ericsson, L M Tel Co	500 000	P	3/16/2007	6/18/2009	4,784 87	8,852.43	(4,067.56)	0.00	(4,067 56)
Ericsson, L M Tel Co	1,010.000	P	10/19/2007	6/18/2009	9,665.45	14,898.76	(5,233 31)	0.00	(5,233 31)
France Telecom	155.000	P	2/17/2006	6/18/2009	3,513 10	3,543 73	(30.63)	0 00	(30.63)
France Telecom	575.000	P	5/24/2007	6/18/2009	13,032 47	17,326 10	(4,293 63)	0.00	(4,293.63)
GlaxoSmithKline PLC	470 000	P	5/24/2007	6/18/2009	17,141.04	24,795.21	(7,654.17)	0.00	(7,654 17)
GlaxoSmithKline PLC	70.000	P	3/25/2003	6/18/2009	2,552.92	2,598.40	(45.48)	0.00	(45.48)
GlaxoSmithKline PLC	105.000	P	5/27/2004	6/18/2009	3,829.38	4,530.75	(701 37)	0.00	(701.37)
ING Groep NV ADR	730.000	P	11/26/2008	6/18/2009	7,365.50	5,507 15	1,858.35	1,858.35	0.00
ING Groep NV ADR	190 000	P	5/24/2007	6/18/2009	1,917.05	8,320.10	(6,403.05)	0.00	(6,403.05)

CIRCLE BAR FOUNDATION 74-6063672
2009 CAPITAL GAINS REPORT

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
ING Groep NV ADR	465.000	P	3/25/2003	6/18/2009	4,691.73	6,068 25	(1,376 52)	0.00	(1,376 52)
Imperial Tobacco Group PLC ADR	245 000	P	5/11/2009	6/18/2009	12,815.12	12,191 70	623.42	623 42	0 00
HSBC Holdings PLC ADR	105 000	P	5/24/2007	6/18/2009	4,542 04	9,724 80	(5,182 76)	0.00	(5,182.76)
HSBC Holdings PLC ADR	65 000	P	11/9/2000	6/18/2009	2,811.74	4,829.50	(2,017.76)	0 00	(2,017.76)
HSBC Holdings PLC ADR	50.000	P	4/24/2002	6/18/2009	2,162 87	3,007 94	(845 07)	0.00	(845 07)
HSBC Holdings PLC ADR	45 000	P	3/25/2003	6/18/2009	1,946 59	2,375.10	(428.51)	0.00	(428 51)
HSBC Holdings PLC ADR	110.000	P	4/8/2009	6/18/2009	4,758.33	2,030.09	2,728 24	2,728.24	0.00
Mitsubishi UFJ Finl Grp	1,505 000	P	5/24/2007	6/18/2009	9,270 56	17,291 86	(8,021 30)	0.00	(8,021 30)
Mitsubishi UFJ Finl Grp	1,020 000	P	6/29/2006	6/18/2009	6,283 03	13,691 36	(7,408 33)	0 00	(7,408.33)
Novartis AG ADR	185 000	P	11/9/2000	6/18/2009	7,741 86	7,131 46	610.40	0.00	610.40
Novartis AG ADR	45.000	P	3/25/2003	6/18/2009	1,883.16	1,712 70	170.46	0 00	170 46
Novartis AG ADR	260 000	P	5/24/2007	6/18/2009	10,880 45	14,573.00	(3,692.55)	0.00	(3,692.55)
Nestle SA ADR	562 000	P	5/24/2007	6/18/2009	20,363.48	21,375.25	(1,011 77)	0 00	(1,011.77)
Nestle SA ADR	50 000	P	11/9/2000	6/18/2009	1,811.70	1,062.50	749.20	0.00	749.20
Nestle SA ADR	100.000	P	3/25/2003	6/18/2009	3,623.39	1,980 00	1,643.39	0.00	1,643.39
Nokia Corp ADR	725 000	P	12/17/2008	6/18/2009	10,813 47	12,020.20	(1,206 73)	(1,206.73)	0 00
Royal Dutch Pete Gross Divs	250.000	P	5/24/2007	6/18/2009	12,761 14	18,605 00	(5,843 86)	0 00	(5,843.86)
Royal Dutch Pete Gross Divs	85.000	P	11/13/2000	6/18/2009	4,338 79	5,094 69	(755.90)	0 00	(755 90)
Royal Dutch Pete Gross Divs	55 000	P	3/25/2003	6/18/2009	2,807.45	2,269.85	537.60	0.00	537.60
Roche Holdings Ltd ADR	660 000	P	11/16/2007	6/18/2009	21,952.43	29,399 40	(7,446.97)	0.00	(7,446 97)
SAP Aktiengesellschaft	610 000	P	5/24/2007	6/18/2009	24,545 16	28,710 54	(4,165.38)	0 00	(4,165 38)
Syngenta AG	320.000	P	11/11/2008	6/18/2009	15,158.60	11,549.00	3,609.60	3,609.60	0.00
Sanofi Adventis SA	515 000	P	5/24/2007	6/18/2009	17,159 82	24,373.37	(7,213 55)	0.00	(7,213 55)
Sanofi Adventis SA	140.000	P	3/24/2003	6/18/2009	4,664 81	3,646 38	1,018.43	0 00	1,018.43
Sanofi Adventis SA	80 000	P	3/25/2003	6/18/2009	2,665 60	2,179 20	486 40	0.00	486 40
Sanofi Adventis SA	90.000	P	11/19/2004	6/18/2009	2,998.80	3,393 72	(394.92)	0 00	(394.92)
Societe Generale ADR	420.000	P	5/24/2007	6/18/2009	4,645.08	15,882.71	(11,237.63)	0.00	(11,237 63)
Societe Generale ADR	315 000	P	11/22/2000	6/18/2009	3,483.81	2,792 68	691.13	0.00	691 13
Societe Generale ADR	535.000	P	4/4/2008	6/18/2009	5,916.94	11,449.91	(5,532.97)	0 00	(5,532 97)
TNT NV ADR	676 000	P	5/24/2007	6/18/2009	12,142 68	29,191.96	(17,049.28)	0 00	(17,049.28)
Telefonica SA	215 000	P	6/6/2008	6/18/2009	13,988 33	17,925.74	(3,937 41)	0 00	(3,937 41)
Total Fina Gross Divs	115.000	P	5/24/2007	6/18/2009	6,249.82	8,637 65	(2,387.83)	0.00	(2,387.83)
Total Fina Gross Divs	170 000	P	11/9/2000	6/18/2009	9,238 86	5,845 06	3,393.80	0.00	3,393.80
Total Fina Gross Divs	100 000	P	3/25/2003	6/18/2009	5,434.63	3,184.01	2,250 62	0.00	2,250.62
Unilever PLC ADR	610 000	P	5/24/2007	6/18/2009	14,800.78	18,762.72	(3,961.94)	0.00	(3,961.94)
Unilever PLC ADR	342.000	P	11/13/2000	6/18/2009	8,298 14	6,175.00	2,123.14	0.00	2,123.14
UBS AG	455.000	P	5/24/2007	6/18/2009	6,069.91	27,858.10	(21,788 19)	0.00	(21,788.19)
UBS AG	22 000	P	5/20/2008	6/18/2009	293.49	842 43	(548 94)	0.00	(548.94)
UBS AG	161.000	P	6/19/2008	6/18/2009	2,147 82	3,244.15	(1,096.33)	(1,096 33)	0.00
Vodafone Group PLC	655.000	P	5/24/2007	6/18/2009	13,087.76	19,866 15	(6,778 39)	0.00	(6,778.39)
WPP Group PLC	275 000	P	10/17/2007	6/18/2009	9,208.42	19,978 06	(10,769 64)	0.00	(10,769.64)
WPP Group PLC	205.000	P	1/15/2008	6/18/2009	6,864 46	12,113.61	(5,249.15)	0.00	(5,249 15)
A T & T , Inc	170.000	P	9/15/2005	6/18/2009	4,122.39	4,045.27	77.12	0.00	77.12
A T & T , Inc	1,450.000	D	9/15/2005	6/18/2009	35,161.59	34,503 77	657.82	0.00	657.82
Abbott Labs	820.000	P	6/4/2004	6/18/2009	38,845.44	33,958 41	4,887.03	0.00	4,887.03
Chevron Cp	80 000	P	3/2/2004	6/18/2009	5,478.23	3,587 87	1,890.36	0.00	1,890.36

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
Chevron Cp	740 000	D	3/2/2004	6/18/2009	50,673.60	33,187 82	17,485 78	0.00	17,485.78
Cardinal Health Inc	640 000	P	10/31/2008	6/18/2009	19,930.45	23,786 54	(3,856.09)	(3,856.09)	0 00
Colgate Palmolive Co	640.000	P	6/24/2005	6/18/2009	45,126 79	32,376.83	12,749.96	0.00	12,749 96
CullenFrost Bankers Inc	30 000	P	4/20/2009	6/18/2009	1,357.38	1,481.50	(124.12)	(124.12)	0.00
Exxon Mobil Corp	530.000	P	11/6/1988	6/18/2009	37,915 60	1,640 02	36,275.58	0 00	36,275 58
Exxon Mobil Corp	290 000	D	12/31/1979	6/18/2009	20,746 27	799 64	19,946.63	0.00	19,946.63
Federated Investors, Inc Cl B	1,490.000	P	1/26/2009	6/18/2009	37,995 36	29,017 45	8,977.91	8,977.91	0.00
Arthur J Gallagher & Co	420.000	P	1/8/2007	6/18/2009	8,921 16	12,015 02	(3,093 86)	0.00	(3,093.86)
Arthur J Gallagher & Co	840.000	P	1/9/2007	6/18/2009	17,842.31	24,193.18	(6,350 87)	0.00	(6,350 87)
General Dynamics	90.000	P	3/2/2004	6/18/2009	5,228.85	4,137.64	1,091.21	0.00	1,091.21
General Dynamics	740.000	D	3/2/2004	6/18/2009	42,992.81	34,020 58	8,972.23	0 00	8,972.23
Genuine Parts Co	960 000	P	1/3/2008	6/18/2009	31,978 21	43,575 84	(11,597 63)	0.00	(11,597 63)
W W Grainger Inc	310.000	P	8/15/2005	6/18/2009	25,554.95	19,733 61	5,821.34	0.00	5,821.34
Hudson City Bancorp, Inc	1,600.000	P	4/17/2009	6/18/2009	20,463.47	20,782.88	(319.41)	(319.41)	0.00
Helmrich & Payne, Inc	730 000	P	10/17/2006	6/18/2009	22,656 46	17,231 36	5,425 10	0 00	5,425.10
HollyCorp	530.000	P	5/15/2008	6/18/2009	9,892.31	21,923 66	(12,031.35)	0 00	(12,031.35)
Illinois Tool Works Inc	150.000	P	6/11/2009	6/18/2009	5,475 35	5,725.35	(250.00)	(250 00)	0.00
IBM	420 000	P	10/5/2005	6/18/2009	44,786 16	33,703 32	11,082.84	0.00	11,082.84
Johnson & Johnson	620 000	P	11/3/1989	6/18/2009	34,616 74	4,239 25	30,377 49	0 00	30,377.49
Johnson & Johnson	90 000	D	4/12/1994	6/18/2009	5,025 01	888.90	4,136.11	0.00	4,136.11
Linear Technology Corp	1,520.000	P	1/29/2007	6/18/2009	33,776 72	46,562.01	(12,785 29)	0.00	(12,785.29)
Mc Cormick & Co Non voting	1,110 000	P	11/19/2007	6/18/2009	35,655.94	41,547.19	(5,891 25)	0.00	(5,891 25)
McGraw Hill companies, Inc	900 000	P	6/26/2008	6/18/2009	27,071 84	37,572.03	(10,500.19)	(10,500 19)	0.00
Northern Trust Corp	580 000	P	10/11/2006	6/18/2009	30,493 87	34,821 92	(4,328 05)	0.00	(4,328.05)
Progress Energy, Inc.	780 000	P	1/5/2009	6/18/2009	29,154 21	31,126 10	(1,971 89)	(1,971 89)	0.00
Price T Rowe Group Inc.	520 000	P	2/21/2008	6/18/2009	21,460 01	25,688 62	(4,228 61)	0 00	(4,228.61)
Partnerre Ltd	600 000	P	10/20/2008	6/18/2009	39,647.42	32,365 72	7,281.70	7,281 70	0.00
Pepsico	750.000	P	2/27/2007	6/18/2009	40,714.03	48,499 65	(7,785 62)	0.00	(7,785 62)
Procter & Gamble CO	670.000	P	6/1/2007	6/18/2009	34,087 91	42,378 30	(8,290 39)	0 00	(8,290.39)
QuestarCorp	500 000	P	1/29/2009	6/18/2009	17,063.86	17,902 05	(838 19)	(838 19)	0.00
Stryker Corp	160 000	P	3/26/2008	6/18/2009	6,414 93	10,248 62	(3,833.69)	0.00	(3,833 69)
United Parcel Service	560 000	P	5/18/2009	6/18/2009	27,120.41	29,453.00	(2,332.59)	(2,332 59)	0.00
Verizon Corp	500 000	P	3/26/2009	6/18/2009	15,144 81	14,965.80	179.01	179 01	0.00
Valspar Corp	1,700 000	P	9/27/2007	6/18/2009	37,931.12	45,652.65	(7,721.53)	0.00	(7,721.53)
Walgreen Co	850.000	P	11/21/2006	6/18/2009	26,842 39	35,053 24	(8,210 85)	0.00	(8,210.85)
Wolverine World Wide Inc	1,460 000	P	11/29/2005	6/18/2009	32,438 17	31,258 89	1,179.28	0 00	1,179.28
Wolverine World Wide Inc	900.000	D	11/29/2005	6/18/2009	19,996.14	19,269.18	726.96	0.00	726.96
Avon Products Inc	200.000	P	8/1/2005	6/18/2009	5,163.87	6,489.18	(1,325.31)	0.00	(1,325.31)
Avon Products Inc	1,000 000	P	9/22/2005	6/18/2009	25,819 33	26,563 50	(744.17)	0.00	(744 17)
Avon Products Inc	400.000	P	12/1/2008	6/18/2009	10,327 73	7,961.00	2,366.73	2,366.73	0.00
Best Buy Company, Inc	600.000	P	8/14/2007	6/18/2009	20,786 16	26,252 46	(5,466 30)	0.00	(5,466.30)
Best Buy Company, Inc	300 000	P	12/1/2008	6/18/2009	10,393.08	5,727.13	4,665.95	4,665.95	0.00
Bristol Myers Squibb	1,300.000	P	12/30/2005	6/18/2009	26,544.53	29,854 11	(3,309 58)	0.00	(3,309.58)
CVS Caremark Corp	1,100.000	P	1/9/2009	6/18/2009	34,093.62	28,527.51	5,566.11	5,566.11	0.00
Covidien PLC	300 000	P	9/21/2007	6/18/2009	10,811.24	12,904.50	(2,093 26)	0.00	(2,093 26)
Covidien PLC	175.000	P	8/11/2005	6/18/2009	6,306 56	6,292 88	13 68	0.00	13.68

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
Covidien PLC	250 000	P	2/17/2006	6/18/2009	9,009 37	8,221.82	787.55	0.00	787.55
Dell, Inc.	300 000	D	2/27/2004	6/18/2009	16,777.41	16,986.00	(208 59)	0.00	(208.59)
Dell, Inc	200 000	P	3/3/2004	6/18/2009	11,184.94	11,030 00	154.94	0.00	154.94
Dell, Inc	100 000	P	7/8/2005	6/18/2009	5,592.47	5,648 00	(55 53)	0.00	(55 53)
Dell, Inc	200 000	P	4/2/2009	6/18/2009	11,184 94	9,443 76	1,741.18	1,741 18	0 00
Discovery Communications Ser A	95.000	P	3/3/2004	6/18/2009	2,010.59	1,279.67	730.92	0 00	730.92
Discovery Communications Ser A	90 000	P	2/27/2004	6/18/2009	1,904 77	1,209.18	695.59	0 00	695.59
Discovery Communications Ser A	35 000	P	6/17/2004	6/18/2009	740.74	446.61	294.13	0.00	294.13
Discovery Communications Ser A	400.000	P	12/2/2005	6/18/2009	8,465 66	6,010.03	2,455.63	0.00	2,455.63
Discovery Communications Ser C	95 000	P	3/3/2004	6/18/2009	1,831 18	1,148 98	682.20	0.00	682.20
Discovery Communications Ser C	90.000	P	2/27/2004	6/18/2009	1,734 80	1,085.69	649 11	0 00	649.11
Discovery Communications Ser C	35.000	P	6/17/2004	6/18/2009	674 65	401.00	273.65	0.00	273.65
Discovery Communications Ser C	400 000	P	12/2/2005	6/18/2009	7,710.23	5,396.27	2,313.96	0.00	2,313.96
Darden Restaurants, Inc	300.000	P	12/1/2008	6/18/2009	10,069.54	5,051 71	5,017.83	5,017 83	0.00
Darden Restaurants, Inc	600.000	P	11/5/2008	6/18/2009	20,139 08	12,910 20	7,228.88	7,228.88	0.00
Dover Corp	600 000	P	11/19/2007	6/18/2009	20,291 05	27,585 30	(7,294 25)	0.00	(7,294.25)
Dover Corp	300.000	P	10/22/2008	6/18/2009	10,145 53	8,833.57	1,311 96	1,311 96	0.00
Encana Corp	800 000	P	2/7/2005	6/18/2009	40,834 18	24,159 80	16,674.38	0.00	16,674.38
Intel Corp	1,200.000	P	9/15/2006	6/18/2009	19,214.74	23,532.00	(4,317 26)	0.00	(4,317 26)
Intel Corp	1,800.000	P	1/23/2007	6/18/2009	28,822 12	37,134 00	(8,311.88)	0.00	(8,311.88)
J P Morgan Chase	300 000	P	12/1/2008	6/18/2009	10,160 24	8,429 14	1,731.10	1,731.10	0 00
J P Morgan Chase	300 000	P	5/15/2008	6/18/2009	10,160.23	13,848 00	(3,687.77)	0.00	(3,687.77)
Liberty Media Corp SerA Liberty Entertain	380 000	P	3/3/2004	6/18/2009	9,412 77	5,750.86	3,661 91	0.00	3,661.91
Liberty Media Corp SerA Liberty Entertain	360.000	P	2/27/2004	6/18/2009	8,917 36	6,086 08	2,831.28	0 00	2,831.28
Liberty Media Corp SerA Liberty Entertain	140.000	P	6/17/2004	6/18/2009	3,467.86	2,124 08	1,343.78	0.00	1,343.78
Liberty Media Holding Inter Ser A	2,900.000	P	11/5/2008	6/18/2009	15,508.51	14,571 05	937 46	937.46	0.00
Liberty Media Holding Inter Ser A	275.000	P	3/3/2004	6/18/2009	1,470 63	4,810 64	(3,340 01)	0.00	(3,340.01)
Liberty Media Holding Inter Ser A	450.000	P	2/27/2004	6/18/2009	2,406 49	7,851 59	(5,445 10)	0.00	(5,445 10)
Liberty Media Holding Inter Ser A	175.000	P	6/17/2004	6/18/2009	935.86	2,899 98	(1,964.12)	0.00	(1,964.12)
Legg Mason Inc	400.000	P	5/5/2008	6/18/2009	9,298.92	25,392 08	(16,093 16)	0.00	(16,093.16)
Legg Mason Inc	400 000	P	7/30/2008	6/18/2009	9,298 92	15,467 28	(6,168 36)	(6,168 36)	0.00
Legg Mason Inc	400 000	P	1/29/2009	6/18/2009	9,298 92	6,924 68	2,374 24	2,374.24	0.00
MDS, Inc	1,500 000	P	6/26/2007	6/18/2009	7,390 61	30,252 15	(22,861.54)	0.00	(22,861 54)
MDS, Inc	700.000	P	7/17/2007	6/18/2009	3,448 95	14,622 16	(11,173.21)	0.00	(11,173.21)
MDS, Inc	1,300.000	P	8/25/2008	6/18/2009	6,405.19	19,913 01	(13,507.82)	(13,507.82)	0.00
McDonalds Corp	200 000	D	5/5/2005	6/18/2009	11,721 97	5,999.98	5,721.99	0.00	5,721.99
McDonalds Corp	500.000	P	6/9/2005	6/18/2009	29,304.94	14,520 00	14,784 94	0.00	14,784.94
Medtronic, Inc.	200 000	P	4/2/2009	6/18/2009	6,680.48	6,047 00	633.48	633.48	0.00
Medtronic, Inc	500 000	P	7/14/2006	6/18/2009	16,701.22	23,653.20	(6,951 98)	0.00	(6,951.98)
Medtronic, Inc.	500.000	P	8/3/2006	6/18/2009	16,701.22	22,303 50	(5,602.28)	0 00	(5,602 28)
Omnicare Inc	500 000	P	1/23/2007	6/18/2009	12,521 38	19,258 00	(6,736.62)	0 00	(6,736 62)
Omnicare Inc	400 000	P	12/13/2004	6/18/2009	10,017.10	12,894.64	(2,877.54)	0.00	(2,877 54)
Omnicare Inc	100.000	P	1/16/2007	6/18/2009	2,504.28	3,868.64	(1,364.36)	0.00	(1,364.36)
Omnicare Inc	400.000	P	5/3/2007	6/18/2009	10,017.10	13,599.36	(3,582.26)	0.00	(3,582.26)
Oracle Systems Corp	1,000.000	P	3/13/2009	6/18/2009	20,259.47	15,530 00	4,729 47	4,729.47	0.00
Procter & Gamble CO	400.000	P	2/27/2009	6/18/2009	20,272 71	19,371.44	901 27	901.27	0.00

CIRCLE BAR FOUNDATION 74-6063672
2009 CAPITAL GAINS REPORT

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
Rockwell Collins, Inc	200 000	P	12/1/2008	6/18/2009	8,750.13	6,472 00	2,278 13	2,278.13	0.00
Rockwell Collins, Inc	500 000	P	7/2/2008	6/18/2009	21,875 33	23,984 35	(2,109.02)	(2,109 02)	0 00
RobertHalf Intnl	500 000	P	4/2/2009	6/18/2009	10,980 57	9,859 40	1,121.17	1,121 17	0.00
RobertHalf Intnl	800 000	P	3/10/2008	6/18/2009	17,568.90	19,623.92	(2,055.02)	0.00	(2,055.02)
Scripps Network Interactive Cl A	500.000	P	4/2/2009	6/18/2009	14,035 83	12,710 00	1,325.83	1,325 83	0.00
Scripps Network Interactive Cl A	400 000	P	6/23/2005	6/18/2009	11,228 67	18,401 02	(7,172 35)	0.00	(7,172.35)
Scripps Network Interactive Cl A	100 000	P	8/5/2005	6/18/2009	2,807.17	4,630.86	(1,823.69)	0.00	(1,823 69)
Scripps Network Interactive Cl A	100.000	P	5/17/2006	6/18/2009	2,807.17	4,248 06	(1,440.89)	0.00	(1,440 89)
Scripps Network Interactive Cl A	400 000	P	4/19/2007	6/18/2009	11,228 67	16,775 36	(5,546 69)	0 00	(5,546 69)
Schering Plough Corp	1,400.000	P	4/1/2008	6/18/2009	33,039.14	20,946.52	12,092.62	0.00	12,092.62
Tyco Electronics Ltd	600 000	P	8/25/2008	6/18/2009	12,123.95	19,411 20	(7,287 25)	(7,287.25)	0.00
Tyco Electronics Ltd	600.000	P	9/21/2007	6/18/2009	12,123 95	20,075 58	(7,951 63)	0.00	(7,951.63)
Tyco Electronics Ltd	175 000	P	8/11/2005	6/18/2009	3,536.15	5,793.41	(2,257 26)	0.00	(2,257.26)
Tyco Electronics Ltd	250.000	P	2/17/2006	6/18/2009	5,051.64	7,569.25	(2,517.61)	0.00	(2,517.61)
Time Warner Inc	1,000.000	D	3/3/2004	6/18/2009	25,522 93	38,525.89	(13,002.96)	0.00	(13,002.96)
Time Warner Inc	133 000	P	3/3/2004	6/18/2009	3,394 56	5,095 81	(1,701.25)	0.00	(1,701.25)
Time Warner Cable	250.000	D	3/3/2004	6/18/2009	7,662.79	12,654 11	(4,991.32)	0.00	(4,991 32)
Time Warner Cable	34 000	P	3/3/2004	6/18/2009	1,042 14	1,707 88	(665 74)	0.00	(665 74)
Texas Insturments	400 000	P	4/2/2009	6/18/2009	8,502.54	6,688 76	1,813.78	1,813.78	0.00
Texas Insturments	600 000	P	12/1/2008	6/18/2009	12,753 81	8,665 00	4,088.81	4,088 81	0.00
Texas Insturments	600.000	P	6/24/2005	6/18/2009	12,753 81	16,800.00	(4,046 19)	0.00	(4,046 19)
XTO Energy Inc	950 000	D	3/8/2006	6/18/2009	37,710.13	31,101 02	6,609.11	0 00	6,609 11
XTO Energy Inc	250.000	P	3/8/2006	6/18/2009	9,923.72	8,184.48	1,739 24	0.00	1,739.24
Fractional Kidner Morgan MGT 100,000 shares	3.000	P	12/18/2007	6/24/2009	132 35	0.00	132.35	132.35	0 00
Fractional Kidner Morgan MGT 100,000 shares	6682.0000	P	12/18/2007	7/15/2009	0.00	0.00	0.00	0.00	0.00
Vangard GNMA	15,557 7800	P	3/6/2003	9/29/2009	167,401 71	167,557.29	(155.58)	0.00	(155.58)
DFA Real Estate Securities Port 36	3,702.6920	P	6/26/2009	10/1/2009	59,317.13	44,506 36	14,810 77	14,810.77	0 00
DFA US Large Cap Value 35	3,754 0630	P	6/26/2009	10/1/2009	62,017.13	50,905 09	11,112 04	11,112.04	0.00
DFA International Small Cap Port 66	999 2500	P	6/26/2009	10/1/2009	15,458 40	12,480 63	2,977 77	2,977.77	0 00
DFA U S Small cap Index 31	2,127 7330	P	6/26/2009	10/1/2009	34,043.72	28,213 74	5,829 98	5,829.98	0.00
DFA U S Targeted Value 96	3,193 6490	P	6/26/2009	10/1/2009	40,271 91	32,575.22	7,696.69	7,696 69	0.00
DFA Emerging Markets Value Port 95	326 5010	P	6/26/2009	10/1/2009	9,664 44	7,806 64	1,857.80	1,857.80	0.00
DFA International Value 45	1,892.0690	P	6/26/2009	10/1/2009	32,448.99	26,148.39	6,300.60	6,300.60	0.00
DFA international Small Co Port 89	723.2030	P	6/26/2009	10/1/2009	10,305.64	8,606.12	1,699 52	1,699.52	0.00
DFA Emerging Markets Port 56	282.8180	P	6/26/2009	10/1/2009	7,288.22	6,040.99	1,247.23	1,247.23	0 00
DFA Emerging Markets Small Cap Port 90	677 4890	P	6/26/2009	10/1/2009	11,835.74	9,633.89	2,201.85	2,201.85	0.00
DFA Emerging Markets Small Cap Port 90	160.9650	P	6/26/2009	12/21/2009	3,002 00	2,288 92	713.08	713.08	0.00
SUB-TOTAL CAPITAL GAINS					4,474,768.33	4,849,101.72	(374,333.39)	34,696.51	(409,029.89)
DFA Emerging Markets Port 56 Cap Gn Distr		P	Various	12/04/09	1,227 85	0 00	1,227 85	0.00	1,227.85
DFA Emerging Markets Port 95 Cap Gn Dist		P	Various	12/14/09	1,246 63	0 00	1,246.63	0 00	1,246 63
Vanguard GNMA Fixed Inc. Fund Cap Gn Dist		P	Various	12/31/09	622.31	0.00	622.31	0.00	622.31
SUB-TOTAL - CAPITAL GAIN DISTRIBUTIONS					3,096.79	0.00	3,096.79	0.00	3,096.79

CIRCLE BAR FOUNDATION 74-6063672
2009 CAPITAL GAINS REPORT

Description	Shares	How Aquired	Date Aquired	Date Sold	Sales Price	Cost	Gain (Loss)	Short Term Gain (Loss)	Long Term Gain (Loss)
Security Litigation Payment - Brystol Meyers		P	Various	01/28/09	65 76	0 00	65.76	0.00	65.76
Security Litigation Payment - Tyco		P	Various	03/09/09	14 00	0.00	14.00	0.00	14.00
Security Litigation Payment - AIG		P	Various	06/16/09	777 75	0.00	777.75	0 00	777.75
Security Litigation Payment - Shell		P	Various	06/22/09	50.00	0.00	50.00	0 00	50.00
Security Litigation Payment - Allegheny Energy		P	Various	08/25/09	25.65	0.00	25.65	0.00	25.65
Security Litigation Payment - Cardinal Health		P	Various	09/08/09	1,222.77	0 00	1,222.77	0.00	1,222.77
Security Litigation Payment - Unitedhealth Group		P	Various	12/17/09	221.28	0 00	221.28	0 00	221.28
SUB-TOTAL - SECURITY LITIGATION PAYMENTS					**2,377.21**	**0.00**	**2,377.21**	**0.00**	**2,377.21**
TOTAL CAPITAL GAINS					4,480,242.33	4,849,101.72	(368,859.39)	34,696.51	(403,555.89)