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

OMB No 1545-0052

2009

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

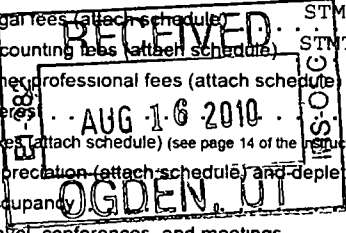
For calendar year **2009**, or tax year beginning **2009**, and ending **20**
 G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label Name of foundation: **SID RICHARDSON MEMORIAL FUND** **A Employer identification number** 75-1220266
Otherwise, print or type Number and street (or P O box number if mail is not delivered to street address) Room/suite **B Telephone number (see page 10 of the instructions)**
 309 MAIN STREET (817) 336-0494
See Specific Instructions City or town, state, and ZIP code **C If exemption application is pending, check here**
 FORT WORTH, TX 76102 **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 Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,718,498. **J Accounting method** Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	87,860.	87,860.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	72,298.			
	b Gross sales price for all assets on line 6a	466,135.			
	7 Capital gain net income (from Part IV, line 2)		38,282.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 1	2,340.	2,340.			
12 Total Add lines 1 through 11	162,498.	128,482.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	1,875.			1,875.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule) STMT 2	3,383.	116.		3,084.
	b Accounting fees (attach schedule) STMT 3	16,960.	4,240.		12,720.
	c Other professional fees (attach schedule) STMT 4	40,836.	21,168.		19,668.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	15,896.	130.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	19,050.			19,050.
	23 Other expenses (attach schedule) STMT 6	25,681.	6,250.		19,186.
	24 Total operating and administrative expenses Add lines 13 through 23	123,681.	31,904.		75,583.
	25 Contributions, gifts, grants paid	243,000.			229,250.
26 Total expenses and disbursements Add lines 24 and 25	366,681.	31,904.		304,833.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-204,183.				
b Net investment income (if negative, enter -0-)		96,578.			
c Adjusted net income (if negative, enter -0-)			-0-		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	4,677.	1,834.	1,834.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 5,477.			
		Less allowance for doubtful accounts ▶	8,616.	5,477.	5,477.
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	3,628,824.	4,704,666.	4,704,666.
	c	Investments - corporate bonds (attach schedule) STMT 8	126,477.	51,995.	51,995.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 9	1,289,808.	954,526.	954,526.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,058,402.	5,718,498.	5,718,498.	
Liabilities	17	Accounts payable and accrued expenses		183.	
	18	Grants payable	111,250.	125,000.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ DEFERRED TAX PAYABLE)		14,838.	
23	Total liabilities (add lines 17 through 22)	111,250.	140,021.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	4,947,152.	5,578,477.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	4,947,152.	5,578,477.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,058,402.	5,718,498.		

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 4,947,152.
2	Enter amount from Part I, line 27a	2 -204,183.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3 835,508.
4	Add lines 1, 2, and 3	4 5,578,477.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 5,578,477.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	38,282.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	1,235.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	294,103.	5,772,208.	0.050952
2007	307,457.	6,523,228.	0.047133
2006	286,851.	6,106,218.	0.046977
2005	279,944.	6,021,132.	0.046494
2004	284,696.	5,901,996.	0.048237

2	Total of line 1, column (d)	2	0.239793
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	0.047959
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,002,649.
5	Multiply line 4 by line 3	5	239,922.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	966.
7	Add lines 5 and 6	7	240,888.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18	8	304,833.

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

1a	Exempt operating foundations described in section 4940(d)(2). check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling 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	966.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	966.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	966.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	928.
b	Exempt foreign organizations-tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	38.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	966.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of VALLEAU WILKIE, JR Telephone no 817-336-0494
Located at 309 MAIN STREET, FORT WORTH, TX ZIP + 4 76102
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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
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?
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?
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?
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?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STMT: PART VIII-1		1,875.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3 N/A	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,120,566.
b	Average of monthly cash balances	1b	952,504.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	5,762.
d	Total (add lines 1a, b, and c)	1d	5,078,832.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,078,832.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	76,183.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,002,649.
6	Minimum investment return. Enter 5% of line 5	6	250,132.

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

1	Minimum investment return from Part X, line 6	1	250,132.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	966.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	966.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	249,166.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	249,166.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	249,166.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	304,833.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	304,833.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	966.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	303,867.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				249,166.
2 Undistributed income, if any as of the end of 2009				
a Enter amount for 2008 only			275,503.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 304,833.				
a Applied to 2008, but not more than line 2a			275,503.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				29,330.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				219,836.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 a 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)

Table with 5 columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support), and 4 (Gross investment income).

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

1 Information Regarding Foundation Managers:

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

N/A

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

a The name, address, and telephone number of the person to whom applications should be addressed
SEE STATEMENT 10

b The form in which applications should be submitted and information and materials they should include:
LETTER: INCLUDE NAME, PLACE, & DATE OF SERVICE

c Any submission deadlines.
NO LATER THAN MARCH 31 EACH YEAR

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
DESCENDANT OF RETIRED OR CURRENT EMPLOYEE

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 STMT: PART XV-3A	NONE	N/A	SCHOLARSHIPS	229,250.
Total. ▶ 3a				229,250.
b Approved for future payment SEE STMT: PART XV-3B	NONE	N/A	SCHOLARSHIPS	125,000.
Total. ▶ 3b				125,000.

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULES FOR TAX RETURN
YEAR ENDING 12/31/09

	<u>PER BOOKS</u>	<u>NET INV INCOME</u>	<u>CHARITABLE PURPOSE</u>
STATEMENT 1:			
OTHER INCOME:			
Litigation proceeds	<u>2,340.41</u>	<u>2,340.41</u>	<u>0.00</u>
Total-Part I, Ln 11	<u>2,340.41</u>	<u>2,340.41</u>	<u>0.00</u>
STATEMENT 2:			
LEGAL FEES:			
Kelly Hart & Hallman	<u>3,382.75</u>	<u>116.25</u>	<u>3,084.00</u>
Total-Part I, Ln 16a	<u>3,382.75</u>	<u>116.25</u>	<u>3,084.00</u>
STATEMENT 3:			
ACCOUNTING FEES:			
KPMG LLP	<u>16,960.00</u>	<u>4,240.00</u>	<u>12,720.00</u>
Total-Part I, Ln 16b	<u>16,960.00</u>	<u>4,240.00</u>	<u>12,720.00</u>
STATEMENT 4:			
OTHER PROF. FEES:			
JP Morgan Chase Bank	2,328.46	2,328.46	0.00
Luther King Capital Mgt.	18,840.00	18,840.00	0.00
H. Barry Bailey	6,000.00		6,000.00
Wm. E. Tucker	6,000.00		6,000.00
Geoffrey C. Butler	6,000.00		6,000.00
Lawrence & Associates	<u>1,667.50</u>		<u>1,667.50</u>
Total-Part I, Ln 16c	<u>40,835.96</u>	<u>21,168.46</u>	<u>19,667.50</u>
STATEMENT 5:			
TAXES:			
Foreign Dividend Tax	129.60	129.60	0.00
Federal Excise Tax	965.79	0.00	0.00
Deferred Taxes	<u>14,800.00</u>	<u>0.00</u>	<u>0.00</u>
Total-Part I, Ln 18	<u>15,895.39</u>	<u>129.60</u>	<u>0.00</u>
STATEMENT 6:			
OTHER EXPENSES			
Miscellaneous Expense	681.41		435.51
Administrative Expense	<u>25,000.00</u>	<u>6,250.00</u>	<u>18,750.00</u>
Total-Part I, Ln 23	<u>25,681.41</u>	<u>6,250.00</u>	<u>19,185.51</u>

SID RICHARDSON MEMORIAL FUND
 SUPPLEMENTARY SCHEDULE FOR TAX RETURN
 YEAR ENDING 12/31/09

STATEMENT 7: STOCKS

<u>SHARES</u>	<u>DESCRIPTION</u>	<u>MARKET VALUE</u>
2000	Abbott Laboratories	107,980 00
2200	Akamai Technologies	55,748 00
300	Apple, Inc	63,219 60
2000	AT&T Inc	56,060 00
7000	Bank of America Corp	105,420 00
2000	Cabot Oil & Gas Corp	87,180 00
3200	Cisco Systems, Inc	76,608.00
2000	Coca Cola Co	114,000 00
4000	Cullen Frost Bankers, Inc	200,000 00
1300	Danaher Corp	97,760 00
2000	Dentsply Int'l Inc	70,340 00
2800	E I DuPont De Nemours & Co	94,276 00
6000	EMC Corp MASS	104,820.00
2000	Emerson Electric Co	85,200 00
1500	Exxon Mobil Corp	102,285 00
1500	FMC Corp	83,640 00
1100	Gilead Sciences Inc	47,597 00
2500	Honeywell International	98,000 00
2900	Intel Corp	59,160 00
1800	IBM Corp	235,620.00
5500	Jarden Corp,	170,005 00
1500	Kimberly-Clark Corp	95,565 00
3500	Microsoft Corp	106,680 00
900	Monsanto Co	73,575.00
1400	Newmont Mining Corp	66,234 00
1000	Northern Trust Corp	52,400.00
3000	Oracle Corp	73,590 00
1500	Pepsico Inc.	91,200 00
4000	Petsmart, Inc	106,760 00
5000	Pfizer, Inc	90,950 00
2000	Procter & Gamble	121,260 00
2400	Raytheon Co	123,648 00
2700	Republic Services, Inc	76,437 00
2500	Resmed, Inc.	130,675 00
2000	Rockwell Collins	110,720 00
2000	Texas Instruments	52,120 00
2688	Thermo Fisher Scientific Inc	128,190 72
1833	Time Warner Inc	53,413 62
4000	US Bancorp Del	90,040 00
1350	Walgreen Co	49,572 00
4000	Waste Management Inc	135,240 00
7000	Wells Fargo & Co	188,930 00
1625	XTO Energy Corp	75,611.25
1000	Haemonetics Corp. MASS	55,150 00
2500	Kirby Co	87,075.00
2800	Tractor Supply Co	148,316 00
450	Alcon Inc	73,957 50
720	Cenovus Energy, Inc	18,144 00
720	Encana Corp	23,320 80
1900	Fomento Economico Mexicano	<u>90,972 00</u>
		<u>4,704,665.49</u>

SID RICHARDSON MEMORIAL FUND
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT 8: Corporate Bonds

Face Value	Market <u>Value</u>
50000 Oracle Corp. Notes 5% due 1/15/11	<u>51,995.00</u>

SID RICHARDSON MEMORIAL FUND
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT 9: Other Investments

	<u>Ending Book</u>	<u>Ending FMV</u>
JP Morgan US Government Money Market	<u>954,526.27</u>	<u>954,526.27</u>

SID RICHARDSON MEMORIAL FUND
 SUPPLEMENTARY SCHEDULE FOR TAX RETURN
 YEAR ENDING 12/31/09

STATEMENT: PART IV

	<u>DATE ACQ.</u>	<u>DATE SOLD</u>	<u>GROSS SALES PRICE</u>	<u>COST OR OTHER BASIS</u>	<u>GAIN/ (LOSS)</u>
SHORT-TERM GAIN/(LOSS)					
STOCKS	VARIOUS	VARIOUS	<u>11,710.88</u>	<u>10,475.87</u>	<u>1,235.01</u>
LONG-TERM GAIN/(LOSS)					
STOCKS	VARIOUS	VARIOUS	379,424.58	309,231.58	70,193.00
BONDS	4/3/2006	12/15/2009	75,000.00	74,130.00	870.00
S&P LOSS CARRYFORWARD			<u>0.00</u>	<u>34,016.00</u>	<u>(34,016.00)</u>
			<u>454,424.58</u>	<u>417,377.58</u>	<u>37,047.00</u>
			<u>466,135.46</u>	<u>427,853.45</u>	<u>38,282.01</u>

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT PART VIII-1

List of Officers:

<u>Name and Address</u>	<u>Title/ Hours</u>	<u>Contributions</u>	<u>Expense Account</u>	<u>Compensation</u>
John M. Hogg 309 Main Street Fort Worth, TX 76102	President Est. 2 hrs/yr	None	None	625.00
Robert E. Kolba 309 Main Street Fort Worth, TX 76102	Director Est. 2 hrs/yr	None	None	625.00
Valleau Wilkie, Jr. 309 Main Street Fort Worth, TX 76102	Director Est. 2 hrs/yr	None	None	625.00
Peggy Laskoski 309 Main Street Fort Worth, TX 76102	Secretary Est. 4 hrs/wk	None	None	0.00
Cindy Alexander 309 Main Street Fort Worth, TX 76102	Treasurer Est. 1-2 hrs/wk	None	None	<u>0.00</u>
TOTAL				<u>1,875.00</u>

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT 10

Name, address and phone number for applications

Peggy Laskoski
309 Main Street
Fort Worth, TX 76102
817-336-0494

SID RICHARDSON MEMORIAL FUND

75-1220266

STATEMENT: PT XV-3A

NAME	ADDRESS	PURPOSE	AMOUNT
Barbin, Kathryn	10 Shoff Ct	Mechanicsburg, PA 17055	Scholarship 3,500 00
Barron, Sarah	2630 English Drive	Vernon, TX 78384	Scholarship 4,000 00
Bartlett, Sarah	7800 NCR 35	Big Spring, TX 79720	Scholarship 5,000 00
Benton, John	2521 Gulf Avenue	Midland, TX 79705-8404	Scholarship 4,500 00
Blankenship, Randy	434 Atherton Drive	Metairie, LA 70005	Scholarship 3,500 00
Brown, Danelle	1606 Holleman Apt F	College Station, TX 77840	Scholarship 2,250 00
Cannell, James	6453 FM 1162 Rd	El Campo, TX 77437	Scholarship 4,000 00
Carrzales, Vanessa	7800 Swale Ct	Burleson, TX 76028	Scholarship 4,500 00
Carter, Kassie	925 East Waco	Kemmt, TX 79745	Scholarship 4,000 00
Cartwright, Michael	7622 Woodhaven Drive	North Richland Hills, TX 76180	Scholarship 4,000 00
Cochran, Kyle	4159 Inman Ct	Ft Worth, TX 76109	Scholarship 2,000 00
Cochran, Thomas	4159 Inman Ct	FL Worth, TX 76109	Scholarship 4,000 00
Cochran, Tyler	2551 Via Azalea #1222	FL Worth, TX 76109	Scholarship 2,000 00
Das, Ankit	#10 Glenbrook Drive	Borger, TX 79007	Scholarship 3,500 00
Das, Anuka	#10 Glenbrook Drive	Borger, TX 79007	Scholarship 5,000 00
Deck, Carly	P O Box 835	Jal, NM 88252	Scholarship 3,500 00
Deck, Chelsea	P O Box 835	Jal, NM 88252	Scholarship 3,500 00
Denman, Coby	5620 Phelps St	The Colony, TX 75056	Scholarship 1,500 00
Doherty, Daniel	5 Collier Ave , Ext	Scituate, MA 02066	Scholarship 5,000 00
Elkins, Christine	2610 Sunlight Drive	Arlington, TX 76008	Scholarship 4,000 00
Fanning, Caitlin	636 John Ct	Burleson, TX 76028	Scholarship 4,000 00
Faught, Bradley	5124 Roundtree Ct	Haltom City, TX 76137	Scholarship 3,500 00
Fife, Jennifer	204 Arwine Drive	Hurst, TX 76053	Scholarship 5,750 00
Fife, Jessica	204 Arwine Drive	Hurst, TX 76053	Scholarship 4,000 00
Gerstenmaier, David Jr	9306 S Mooreland Rd	Richmond, VA 23229	Scholarship 2,500 00
Harp, Megan	4625 Hillside Drive	North Richland Hills, TX 76180	Scholarship 4,500 00
Herman, Laura	7624 Espina Drive	Austin, TX 78739	Scholarship 4,500 00
Hicks, Katherine M	2 Petaldrop Place	The Woodlands, TX 77382	Scholarship 5,000 00
Hite, Crimson	P O Box 12266	Ft Worth, TX 76110	Scholarship 3,000 00
Hux, William	3713 Arborlawn Dr	Ft Worth, TX 76109	Scholarship 3,500 00
Hodge, MacKenzie	P O Box 1	Sundown, TX 79372	Scholarship 1,750 00
Hodge, Megan	P O Box 1267	Sundown, TX 79372	Scholarship 4,000 00
John, MaryEllen	2521 Elliott Avenue	Mansfield, TX 76063	Scholarship 4,000 00
Kelty, Carolyn	424 W 57th St Apt #D	New York, NY 10019	Scholarship 6,000 00
Kelly, Gary	61286 Gitz Rd	Lacombe, CA 70445	Scholarship 5,500 00
King, Nikki	138 Woodland Trail	Leander, TX 78641	Scholarship 6,500 00
Land, Cory	1200 County Rd 914A	Burleson, TX 76028	Scholarship 500 00
Laskoski, Christopher	4017 Sanguinet	Ft Worth, TX 76107	Scholarship 5,000 00
Leatherwood, Ginny	P O Box 631	Azle, TX 76098	Scholarship 2,500 00
Marshall, Stephanie	501 Mesa P O Box 812	Kemmt, TX 79745	Scholarship 1,500 00
Mayes, Sarah	3467 Lake Austin Blvd Apt #E	Austin, TX 78703	Scholarship 6,000 00
Minnich, Lauren	11030 Almond Park	San Antonio, TX 78249	Scholarship 5,000 00
Morr, Kelly	5840 Franklin Ave Apt 209	Los Angeles, CA 90028	Scholarship 6,000 00
Popejoy, Michael	P O Box 966	Sundown, TX 79372	Scholarship 1,000 00
Richardson, Ian	38 Coronado Trail	Weatherford, TX 76087	Scholarship 500 00
Roach, Madison	1313 Bnar Drive	Bedford, TX 76022	Scholarship 2,500 00
Rupard, Reagan	301 Colorado	Big Spring, TX 79720	Scholarship 2,250 00
Scott, Shea	1009 S James	Monahans, TX 79756	Scholarship 4,000 00
Solem, Starla	532 Terrace Drive NE	Rio Rancho, New Mexico 87125	Scholarship 4,000 00
Spence, Kayla	1301 Rich Road	Big Spring, TX 79720	Scholarship 3,500 00
Stovall, Enn	1442 Dallas	Colorado City, TX 79512	Scholarship 1,500 00
Tabony, Jade	214 Thurston Avenue	Ithaca, NY 14850	Scholarship 6,000 00
Tabony, Janae	Hampshire College Box 957 893 West St	Amherst, MA 01002	Scholarship 3,500 00
Taylor, Dawn	10100 Chapel Oak Tr	Ft Worth, TX 76116	Scholarship 1,750 00
Taylor, Justin	7105 Big Bear Lake Dr	Arlington, TX 76016	Scholarship 6,000 00
Thomas, Ashley B	P O Box 942	Jal, NM 88252	Scholarship 5,000 00
Vandort, Duwayne	673 Ash Meadow Circle	Ft Worth, TX 76131	Scholarship 3,500 00
Walker, Tracy	9413 W University Box 5550	Odessa, TX 79784-8915	Scholarship 8,000 00
Webster, Danielle	533 Mercer St	Grand Prairie, TX 75052	Scholarship 4,000 00
Webster, Stephanie	533 Mercer St	Grand Prairie, TX 75052	Scholarship 4,750 00
Wilson, Ashley	267 C R. 4884	Boyd, TX 76023	Scholarship 1,750 00

Total

229,250.00

SID RICHARDSON MEMORIAL FUND

75-1220266

STATEMENT: PT XV-3B

NAME	ADDRESS	PURPOSE	AMOUNT
Barbin, Kathryn	10 Shoff Ct.	Mechanicsburg, PA 17055	Scholarship 3,500 00
Baron, Sarah	2630 English Drive	Vernon, TX 76384	Scholarship 2,000 00
Bartlett, Sarah	7800 NCR 35	Big Spring, TX 79720	Scholarship 2,500 00
Benton, John	2521 Gulf Avenue	Midland, TX 79705-8404	Scholarship 2,250 00
Blankenship, Randy	434 Atherton Drive	Metairie, LA 70005	Scholarship 3,500 00
Brown, Danielle	1606 Holleman Apt. F	College Station, TX 77840	Scholarship 2,250 00
Cannell, James	6453 FM 1162 Rd	El Campo, TX 77437	Scholarship 2,000 00
Carrzales, Vanessa	7800 Swale Ct	Burleson, TX 76028	Scholarship 2,000.00
Carter, Kassie	925 East Waco	Kermit, TX 79745	Scholarship 2,000.00
Cartwright, Michael	7622 Woodhaven Drive	North Richland Hills, TX 76180	Scholarship 2,000 00
Cochran, Kyle	4159 Inman CL	Ft. Worth, TX 76109	Scholarship 2,000 00
Cochran, Thomas	4159 Inman Ct.	Ft Worth, TX 76109	Scholarship 2,000 00
Cochran, Tyler	2551 Via Azalee #1222	Ft Worth, TX 76109	Scholarship 2,000 00
Das, Ankita	#10 Glenbrook Drive	Borger, TX 79007	Scholarship 2,000 00
Das, Anuka	#10 Glenbrook Drive	Borger, TX 79007	Scholarship 2,500 00
Deck, Carly	P O Box 835	Jal, NM 88252	Scholarship 1,750 00
Deck, Cheisea	P O Box 835	Jal, NM 88252	Scholarship 1,750 00
Denman, Coby	5620 Phelps St	The Colony, TX 75056	Scholarship 3,000 00
Doherty, Daniel	5 Collier Ave , Ext	Scituate, MA 02066	Scholarship 2,500 00
Elkins, Christine	2610 Sunlight Drive	Arlington, TX 76006	Scholarship 2,500 00
Fanning, Caitlin	636 John Ct.	Burleson, TX 76028	Scholarship 2,000 00
Faught, Bradley	5124 Roundtree Ct	Haltom City, TX 76137	Scholarship 1,750 00
Fife, Jennifer	204 Arwine Drive	Hurst, TX 76053	Scholarship 3,000 00
Fife, Jessica	204 Arwine Drive	Hurst, TX 76053	Scholarship 2,250 00
Gerstenmaier, David Jr	9306 S. Mooreland Rd.	Richmond, VA 23229	Scholarship 2,500 00
Harp, Megan	4625 Hillside Drive	North Richland Hills, TX 76180	Scholarship 2,250 00
Herman, Laura	7624 Espina Drive	Austin, TX 78739	Scholarship 2,000 00
Hicks, Katherne M	2 Petaldrop Place	The Woodlands, TX 77382	Scholarship 2,500 00
Hitte, Crimson	P.O Box 12288	Ft. Worth, TX 76110	Scholarship 3,000 00
Hix, William	3713 Arborlawn Dr.	Ft Worth, TX 76109	Scholarship 3,500 00
Hodge, MacKenzie	P O Box 1	Sundown, TX 79372	Scholarship 1,750.00
Hodge, Megan	P O Box 1257	Sundown, TX 79372	Scholarship 2,000 00
John, MaryEllen	2521 Elliott Avenue	Mansfield, TX 76063	Scholarship 2,000.00
Kelly, Carolyn	424 W 57th St Apt #D	New York, NY 10019	Scholarship 3,000 00
Kelly, Gary	61286 Gitz Rd.	Lacombe, CA 70445	Scholarship 2,750 00
King, Nikk	136 Woodland Trail	Leander, TX 78641	Scholarship 2,500 00
Land, Cory	1200 County Rd 914A	Burleson, TX 76028	Scholarship 500 00
Laskoski, Chnstopher	4017 Sanguinet	Ft Worth, TX 76107	Scholarship 2,500 00
Mayes, Sarah	3487 Lake Austin Blvd. Apt #E	Austin, TX 78703	Scholarship 3,000 00
Minnich, Lauren	11030 Almond Park	San Antonio, TX 78249	Scholarship 2,500 00
Morr, Kelly	5640 Franklin Ave. Apt 209	Los Angeles, CA 90028	Scholarship 3,000.00
Rupard, Reagan	301 Colorado	Big Spring, TX 79720	Scholarship 2,250 00
Scott, Shea	1009 S James	Monahans, TX 79756	Scholarship 2,000.00
Spence, Kayla	1301 Richi Road	Big Spring, TX 79720	Scholarship 1,750 00
Tabony, Jade	214 Thurston Avenue	Ithaca, NY 14850	Scholarship 3,000 00
Tabony, Janae	Hampshire College Box 957 893 West St	Amherst, MA 01002	Scholarship 3,500 00
Taylor, Dawn	10100 Chapel Oak Tr	FL Worth, TX 76116	Scholarship 1,750 00
Taylor, Justin	7105 Big Bear Lake Dr.	Arlington, TX 76016	Scholarship 3,000 00
Thomas, Ashley B	P O Box 942	Jal, NM 88252	Scholarship 2,500 00
Vandort, Duwayne	673 Ash Meadow Circle	Ft Worth, TX 76131	Scholarship 1,500 00
Walker, Tracy	9413 W. University Box 5550	Odessa, TX 79784-8915	Scholarship 3,000.00
Webster, Danielle	533 Mercer St	Grand Prairie, TX 75052	Scholarship 2,250 00
Webster, Stephanie	533 Mercer St	Grand Prairie, TX 75052	Scholarship 2,250 00
Total			<u>125,000.00</u>

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

THE MEMORIAL FUND BEGAN TRADING REGULATED FUTURES CONTRACTS IN 1990 AND TERMINATED THE POSITION AS OF DECEMBER 31, 1996.

IN COMPLIANCE WITH THE STRADDLE RULES, THE FOLLOWING LOSSES, WHICH WERE REALIZED ON THE SALE OF REGULATED FUTURES CONTRACTS, ARE DISALLOWED UNDER THE WASH SALE RULES OF REG. SEC. 1.1092(b)-2T(A) PRIOR TO THE DISPOSITION OF THE STRADDLE. PURSUANT TO IRC SECTION 1092(a), LOSSES FROM THE DISPOSITION ARE TAKEN INTO ACCOUNT IN ANY TAXABLE YEAR ONLY TO THE EXTENT SUCH LOSSES EXCEED THE UNRECOGNIZED GAIN OF THE OFFSETTING POSITION.

UNRECOGNIZED SEC 1092 LOSSES CARRIED FORWARD TO 2009	(39,784)
UNRECOGNIZED GAIN IN OFFSETTING POSITION AT 12/31/09	<u>5,768</u>
UNRECOGNIZED SEC 1092 LOSSES EXCEEDING UNREALIZED GAIN	(34,016)
UNRECOGNIZED SEC 1092 LOSSES EXCEEDING UNRECOGNIZED GAIN THAT WERE USED AT 12/31/09	<u>34,016</u>
UNRECOGNIZED SEC 1092 LOSSES CARRIED FORWARD TO 2010	<u>(5,768)</u>

**SID RICHARDSON MEMORIAL FUND
 IRC SECTION 1092 PORTFOLIO WALKFORWARD
 AS OF 12/31/09**

	NO. OF SHARES	CARRYING VALUE	MARKET VALUE
KIMBERLY - CLARK CORP	200	6,974	12,742
	<u>200</u>	<u>6,974</u>	<u>12,742</u>
			<u>(6,974)</u>
UNREALIZED GAIN			5,768
S&P LOSS CARRYFORWARD			<u>(39,784)</u>
			<u><u>(34,016)</u></u>

**SCHEDULE D -
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust SID RICHARDSON MEMORIAL FUND	Employer identification number 75-1220266
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Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	1,235.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	1,235.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	37,047.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	37,047.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		1,235.
14	Net long-term gain or (loss):			
a	Total for year	14a		37,047.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		38,282.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** is necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a	The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (if line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (15)			30
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			31
32	Add lines 30 and 31			32
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			33
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			34

SID RICHARDSON MEMORIAL FUND
GAIN & LOSS SCHEDULE 2009

DESCRIPTION	NUMBER OF SHARES	PROCEEDS OF SALE	PRICE/SHARE	CARRYING VALUE	COST/SHARE	LOT #	DATE ACQUIRED	TRADE DATE	PAY DATE	BROKER	TOTAL	SHORT-TERM GAIN (LOSS)	LONG-TERM
Sharing Plough Corp	200	4,608.44	23.03	1,863.70	8.32	1	20-Jul-93	17-Mar-09	20-Mar-09	Leentrk Swann & Co	2,943.24	0.00	2,943.24
Sharing Plough Corp	1,600	38,851.47	23.03	23,274.00	14.55	2	10-Sep-86	17-Mar-09	20-Mar-09	Leentrk Swann & Co	13,577.47	0.00	13,577.47
Sharing Plough Corp	600	13,819.30	23.03	20,381.84	33.88	3	05-Mar-00	17-Mar-09	20-Mar-09	Leentrk Swann & Co	(8,572.54)	0.00	(8,572.54)
Sharing Plough Corp	2,000	46,064.34	23.03	41,125.00	20.56	4	14-Apr-05	17-Mar-09	20-Mar-09	Leentrk Swann & Co	4,939.34	0.00	4,939.34
Time Warner Cable	0.11	3.08	28.09	3.16	28.73	1	13-Oct-08	23-Apr-09	23-Apr-09		(0.07)	0.00	(0.07)
Time Warner Cable	0.57	16.03	28.12	16.95	29.74	2	06-Nov-08	23-Apr-09	23-Apr-09		(0.92)	0.00	(0.92)
Time Warner, Inc New	0.33	7.40	22.42	7.48	22.67	2	06-Nov-08	28-Apr-09	28-Apr-09		(0.08)	0.00	(0.08)
Time Warner, Inc	278	8,788.70	31.84	7,937.86	28.78	1	13-Oct-08	28-Apr-09	02-Jun-09	Instanet Trade	848.84	0.00	848.84
Time Warner, Inc	58	1,846.48	31.84	1,725.18	29.74	2	06-Nov-08	28-May-09	02-Jun-09	Instanet Trade	121.29	0.00	121.29
Kimberly-Clark Corp	600	31,689.80	52.82	8,289.01	13.83	1	26-Jul-88	01-Jul-09	07-Jul-09	Baldwin Anthony	23,390.79	0.00	23,390.79
Kimberly-Clark Corp	400	21,128.54	52.82	13,948.04	34.87	2	22-Apr-98	01-Jul-09	07-Jul-09	Baldwin Anthony	7,178.50	0.00	7,178.50
Verizon Communications	1,900	58,119.23	29.54	57,421.52	30.22	1	26-May-06	20-Jul-08	23-Jul-08	Instanet	(1,302.28)	0.00	(1,302.28)
Burlington Northern	600	88,203.84	98.10	78,818.39	87.68	1	04-Feb-06	20-Jul-08	23-Jul-08	Instanet	9,375.45	0.00	9,375.45
AOL, Inc	100	2,381.51	23.62	1,842.85	18.43	1	13-Oct-08	20-Jul-08	23-Jul-08	Instanet	718.88	0.00	718.88
AOL, Inc	21	495.92	23.62	356.80	16.99	2	06-Nov-06	17-Dec-08	22-Dec-08	Instanet	139.12	0.00	139.12
AOL, Inc	45	1,062.88	23.62	801.57	17.81	3	09-Jul-09	17-Dec-08	22-Dec-08	Instanet	261.11	0.00	261.11
Molson Coors Brewing Co	1,800	77,969.87	43.32	62,163.54	34.54	1	03-Apr-06	17-Dec-08	22-Dec-08	Instanet	15,806.13	0.00	15,806.13
AOL, Inc	0.180	4.22	23.44	3.08	17.00	2	09-Jul-09	08-Jan-10	08-Jan-10		1.18	0.00	1.18
AOL, Inc	0.460	10.80	23.48	8.10	17.80	3	09-Jul-09	08-Jan-10	08-Jan-10		2.61	0.00	2.61
General Electric 3 75% due 12/15/09	75,000	75,000.00	1.00	74,130.00	0.99	1	03-Apr-08	15-Dec-08	15-Dec-08		870.00	0.00	870.00
		\$466,135.46		\$393,837.45							\$72,298.01	\$1,235.01	\$71,063.00