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

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 , and ending

6 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 THE WARE FOUNDATION		A Employer identification number 75-2662421
	C/O AMARILLO NATIONAL BANK--TRUST		B Telephone number 806-378-8343
	Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1	Room/suite	
	City or town, state, and ZIP code AMARILLO, TX 79105-0001		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,817,926.			
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	430,123.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,063.	21,063.		STATEMENT 1
	4 Dividends and interest from securities	62,427.	62,427.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,462.			
	b Gross sales price for all assets on line 6a	614,822.			
	7 Capital gain net income (from Part IV, line 2)		1,462.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	371,468.	371,468.		STATEMENT 3	
12 Total Add lines 1 through 11	886,543.	456,420.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4	3,300.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 5	65,426.	33,926.	0.
	19 Depreciation and depletion		55,720.	55,720.	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23		124,446.	89,646.	0.
	25 Contributions, gifts, grants paid		994,695.		994,695.
26 Total expenses and disbursements. Add lines 24 and 25		1,119,141.	89,646.	994,695.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-232,598.				
b Net investment income (if negative, enter -0-)		366,774.			
c Adjusted net income (if negative, enter -0-)			N/A		

916

14

THE WARE FOUNDATION
C/O AMARILLO NATIONAL BANK--TRUST

75-2662421

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,459,416.	4,898,199.	4,898,199.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	1,288,498.	675,138.	708,797.
	b Investments - corporate stock STMT 7	209,227.	209,227.	890,140.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 8)	1,909,166.	1,851,693.	1,320,790.	
16 Total assets (to be completed by all filers)	7,866,307.	7,634,257.	7,817,926.	
Liabilities	17 Accounts payable and accrued expenses		548.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	548.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	7,866,307.	7,633,709.		
30 Total net assets or fund balances	7,866,307.	7,633,709.		
31 Total liabilities and net assets/fund balances	7,866,307.	7,634,257.		

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	7,866,307.
2 Enter amount from Part I, line 27a	2	-232,598.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,633,709.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,633,709.

Form 990-PF (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 614,822.		613,360.	1,462.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			1,462.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,462.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	814,290.	7,619,091.	.106875
2007	807,280.	6,506,951.	.124064
2006	528,085.	5,761,157.	.091663
2005	669,096.	4,764,889.	.140422
2004	621,505.	4,399,573.	.141265

2 Total of line 1, column (d)	2	.604289
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	.120858
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,001,759.
5 Multiply line 4 by line 3	5	967,077.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,668.
7 Add lines 5 and 6	7	970,745.
8 Enter qualifying distributions from Part XII, line 4	8	994,695.

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.

THE WARE FOUNDATION

C/O AMARILLO NATIONAL BANK--TRUST

75-2662421

Page 4

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

1a-Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,668.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,668.
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	3,668.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	20,353.	
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	20,353.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16,685.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 10,000. Refunded <input checked="" type="checkbox"/>	11	6,685.	

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 instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>TRUST DEPARTMENT</u> Telephone no. ► <u>806-378-8000</u> Located at ► <u>AMARILLO NATIONAL BANK; P.O. BOX 1; AMARILLO, TX</u> ZIP+4 ► <u>79105-0001</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 <u>N/A</u>		

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

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

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

Form 990-PF (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)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

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.

(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
B.T. WARE, II P.O. BOX 1 AMARILLO, TX 791050001	PRESIDENT	0.00	0.	0.
W.R. WARE P.O. BOX 1 AMARILLO, TX 791050001	DIRECTOR	0.00	0.	0.
RICHARD C. WARE II P.O. BOX 1 AMARILLO, TX 791050001	DIRECTOR	0.00	0.	0.
MARY S. WARE P.O. BOX 1 AMARILLO, TX 791050001	DIRECTOR	0.00	0.	0.

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

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

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

0

Form 990-PF (2009)

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	1,085,332.
b	Average of monthly cash balances	1b	4,990,211.
c	Fair market value of all other assets	1c	2,048,070.
d	Total (add lines 1a, b, and c)	1d	8,123,613.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,123,613.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	121,854.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,001,759.
6	Minimum investment return. Enter 5% of line 5	6	400,088.

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	400,088.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,668.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,668.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	396,420.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	396,420.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	396,420.

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	994,695.
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	994,695.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,668.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	991,027.

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.

Form 990-PF (2009)

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				396,420.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	407,768.			
b From 2005	438,844.			
c From 2006	248,902.			
d From 2007	488,888.			
e From 2008	451,442.			
f Total of lines 3a through e	2,035,844.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	994,695.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				396,420.
e Remaining amount distributed out of corpus	598,275.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,634,119.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	407,768.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,226,351.			
10 Analysis of line 9:				
a Excess from 2005	438,844.			
b Excess from 2006	248,902.			
c Excess from 2007	488,888.			
d Excess from 2008	451,442.			
e Excess from 2009	598,275.			

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

Prior 3 years

(4) Gross investment income

(c) 2007

(d) 2006

(e) Total

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SCHEDULE				994,695.
Total				994,695.
b Approved for future payment NONE				
Total				0.

Part XVII

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

1a(1)	X
-------	---

(2) Other assets

1a(2)		X
-------	--	---

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

1b(1)	X
-------	---

(2) Purchases of assets from a noncharitable exempt organization

1b(2)		X
-------	--	---

(3) Rental of facilities, equipment, or other assets

1b(3)		X
-------	--	---

(4) Reimbursement arrangements

1b(4)		X
-------	--	---

(5) Loans or loan guarantees

1b(5)		X
-------	--	---

(6) Performance of services or membership or fundraising solicitations

1b(6)		X
-------	--	---

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

1c		X
----	--	---

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

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

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Date _____

Check if self-employed	
------------------------	--

Preparer's identifying number	
-------------------------------	--

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

AULT & ASSOCIATES, CPAS
P. O. BOX 9294
AMARILLO, TX 79105

FIN ▶

Phone no. 806/376-1555

Form **990-PF** (2009)

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

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

OMB No 1545-0047

2009

Name of the organization

THE WARE FOUNDATION
C/O AMARILLO NATIONAL BANK--TRUST

Employer identification number

75-2662421

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

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

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

Name of organization

THE WARE FOUNDATION

C/O AMARILLO NATIONAL BANK--TRUST

Employer identification number

75-2662421

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	B.T. WARE, II P.O. BOX 1 AMARILLO, TX 791050001	\$ 430,123.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

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 FNGL POOL 767861 6.50% DUE 12/1/32	P	04/08/04	VARIOUS
b FANNIE MAE 5.75% DUE 2/1/23	P	02/12/08	05/01/09
c FREDDIE MAC 5.815 DUE 3/17/23	P	03/20/08	06/17/09
d FREDDIE MAC 2584 LE 4.00% DUE 12/15/13	P	12/16/04	VARIOUS
e FANNIE MAE 6% DUE 4/4/22	P	VARIOUS	04/07/09
f SECURITY LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,688.		1,776.	-88.
b 300,000.		300,000.	0.
c 50,000.		50,275.	-275.
d 11,964.		11,700.	264.
e 250,000.		249,609.	391.
f 1,170.			1,170.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-88.
b			0.
c			-275.
d			264.
e			391.
f			1,170.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,462.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE WARE FOUNDATION #75-2662421
 CALENDAR YEAR 2009
 SCHEDULE SUPPORTING FORM 990-PF

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>PAGE 2, PART II, LINE 2, SAVINGS AND TEMPORARY CASH INVESTMENTS:</u>		
Cash	\$ 2,669,077	\$ 2,669,077
Aim Prime Money Market Funds	2,229,122	2,229,122
Total Savings and Temporary Cash Investments	<u>\$ 4,898,200</u>	<u>\$ 4,898,200</u>

PAGE 2, PART II, LINE 10a, INVESTMENTS--GOVERNMENT SECURITIES:

FEDERAL AGENCIES:

FHLB 6 335% Due 05/27/14	\$ 215,708	\$ 231,125
FHLB 5% Due 12/11/15	100,533	108,188
FEDERAL HOME LOAN MTG 6.875% DUE 09/15/10	150,345	146,344
FEDERAL HOME LOAN MTG 5 125% DUE 07/15/12	150,899	162,938
FREDDIE MAC 2584 LE 4% Due 12/15/13	40,424	42,487
FNGL POOL #767861 6.50% Due 12/1/32	17,230	17,716
Total Government Securities	<u>\$ 675,138</u>	<u>\$ 708,797</u>

PAGE 2, PART II, LINE 10b, INVESTMENTS--CORPORATE STOCK:

Altria Group Inc Com	\$ 1,044	\$ 883
Amgen Inc Com	1,485	1,810
Apple Computer Inc	5,438	9,483
Baker Hughes Inc	2,016	1,012
Berkshire Hathaway Inc Cl. B	3,640	3,286
Dell Inc	5,004	2,872
Disney Com Stk	2,494	2,516
Exxon Mobil Corp Com	2,456	1,773
Goldman Sachs Group Inc	5,709	4,559
Google Inc	12,573	11,160
J.P. Morgan Chase & Co Com	9,913	8,542
Kyocera Corp - Spons Adr	880	883
Midcap Spdr Trust Series 1	3,136	2,635
Motorola Inc - Common	2,056	776
Philip Morris Intl Inc	2,379	2,169
Research In Motion	3,264	1,891
Saks Inc	1,804	656
Southern Copper Corp	1,469	1,382
Thornburg Intl Value Fd-I	131,150	115,611
Vail Resorts Inc	5,853	4,120
Veolia Environment	2,967	1,052
Yum Brands Inc Com	2,496	2,273
Total Corporate Stocks	<u>\$ 209,227</u>	<u>\$ 181,344</u>
Total Investments	<u>\$ 884,364</u>	<u>\$ 890,140</u>

THE WARE FOUNDATION #75-2662421
CALENDAR YEAR 2009
SCHEDULE SUPPORTING FORM 990-PF

	<u>BOOK</u> <u>VALUE</u> 12/31/09	<u>FAIR</u> <u>MARKET</u> <u>VALUE</u> 12/31/09
<u>PAGE 2, PART II, LINE 13--INVESTMENTS--OIL AND GAS INTERESTS:</u>		
MOORE CO , TX--BIVINS WELLS	\$ 482,754	\$
CARSON & HUTCHINSON CO , TX--EAST BIVINS LEASE	1	
TEXAS, OKLAHOMA, AND KANSAS WELLS - NET PROFITS INTEREST	348,678	
TEXAS, OKLAHOMA, AND MONTANA WELLS - ROYALTY INTEREST	1,555,404	
TOTAL OTHER INVESTMENTS	<u>2,386,837</u>	
LESS COST DEPLETION	<u>(535,505)</u>	
NET VALUES	<u>\$ 1,851,332</u>	<u>\$ 1,320,430</u>

THE WARE FOUNDATION
 CALENDAR YEAR 2009
 SCHEDULE SUPPORTING FORM 990-PF

75-2662421

PAGE 7, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

	MONTH END MARKET <u>VALUE</u>	STOCKS AND BONDS MONTHLY <u>AVERAGE</u>	CASH MONTHLY <u>AVERAGE</u>	OIL & GAS LEASE <u>AVERAGE</u>
<u>MARKET VALUE OF ASSETS:</u>				
AT DECEMBER 31, 2008				
STOCKS & BONDS	\$ 1,477,218	\$	\$	
MINERAL PROPERTIES	3,311,867			3,311,867
CASH AND TEMPORARY INVEST.	4,461,531			
AT JANUARY 31, 2009				
STOCKS & BONDS	1,452,353	1,464,786		
MINERAL PROPERTIES				3,145,914
CASH AND TEMPORARY INVEST.	4,462,668		4,462,099	
AT FEBRUARY 28, 2009				
STOCKS & BONDS	1,436,675	1,444,514		
MINERAL PROPERTIES				2,979,961
CASH AND TEMPORARY INVEST	4,519,071		4,490,869	
AT MARCH 31, 2009				
STOCKS & BONDS	1,457,295	1,446,985		
MINERAL PROPERTIES				2,814,008
CASH AND TEMPORARY INVEST.	4,523,538		4,521,304	
AT APRIL 30, 2009				
STOCKS & BONDS	1,218,189	1,337,742		
MINERAL PROPERTIES				2,648,055
CASH AND TEMPORARY INVEST.	4,854,976		4,689,257	
AT MAY 31, 2009				
STOCKS & BONDS	927,492	1,072,841		
MINERAL PROPERTIES				2,482,101
CASH AND TEMPORARY INVEST.	5,156,622		5,005,799	
AT JUNE 30, 2009				
STOCKS & BONDS	874,528	901,010		
MINERAL PROPERTIES				1,320,430
CASH AND TEMPORARY INVEST	5,206,810		5,181,716	
AT JULY 31, 2009				
STOCKS & BONDS	889,117	881,823		
MINERAL PROPERTIES				1,320,430
CASH AND TEMPORARY INVEST.	5,202,638		5,204,724	

THE WARE FOUNDATION
 CALENDAR YEAR 2009
 SCHEDULE SUPPORTING FORM 990-PF

75-2662421

PAGE 7, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

	MONTH END MARKET <u>VALUE</u>	STOCKS AND BONDS MONTHLY <u>AVERAGE</u>	CASH MONTHLY <u>AVERAGE</u>	OIL & GAS LEASE <u>AVERAGE</u>
<u>MARKET VALUE OF ASSETS:</u>				
AT AUGUST 31, 2009				
STOCKS & BONDS	891,196	890,157		
MINERAL PROPERTIES				1,320,430
CASH AND TEMPORARY INVEST	5,304,560		5,253,599	
AT SEPTEMBER 30, 2009				
STOCKS & BONDS	897,476	894,336		
MINERAL PROPERTIES				1,320,430
CASH AND TEMPORARY INVEST	5,286,310		5,295,435	
AT OCTOBER 31, 2009				
STOCKS & BONDS	893,995	895,736		
MINERAL PROPERTIES				1,320,430
CASH AND TEMPORARY INVEST	5,415,113		5,350,712	
AT NOVEMBER 30, 2009				
STOCKS & BONDS	901,986	897,990		
MINERAL PROPERTIES				1,320,430
CASH AND TEMPORARY INVEST.	5,270,181		5,342,647	
AT DECEMBER 31, 2009				
STOCKS & BONDS	890,140	896,063		
MINERAL PROPERTIES	1,030,765			1,320,430
CASH AND TEMPORARY INVEST.	4,898,560		5,084,370	
		<u>\$ 13,023,982</u>	<u>\$ 59,882,533</u>	<u>\$ 26,624,915</u>
AVERAGES		<u>\$ 1,085,332</u>	<u>\$ 4,990,211</u>	<u>\$ 2,048,070</u>
AVERAGE FAIR MARKET VALUE ALL ASSETS		<u>\$ 8,123,613</u>		

THE WARE FOUNDATION
CALENDAR YEAR 2009
SCHEDULE SUPPORTING FORM 990-PF

PAGE 10, PART XV, LINE 3a--GRANTS AND CONTRIBUTIONS:

GOVERNMENTAL ENTITIES

Amarillo College	2011 S Washington, Amarillo, TX 79109	Adult student scholarships	5,000 00
Amarillo College	2011 S Washington, Amarillo, TX 79109	Adult student scholarships	20,000 00
Frank Phillips College	P O Box 5118, Borger, TX 79008-5118	Welding school	25,000 00
Frank Phillips College	P O Box 5118, Borger, TX 79008-5118	School of Nursing	5,000 00
Texas Tech Athletics	Box 41081, Lubbock, TX 79409-1081	Red Raider Athletic Scholarship Fund	1,000 00
West Texas A&M University	WTAMU Box 60766, Canyon, TX 79016	Amarillo Campus Technology	50,000 00
West Texas A&M University	WTAMU Box 60766, Canyon, TX 79016	Eddie and Elizabeth Scott Scholarship	500 00

SECTION 501(C)(3) ORGANIZATIONS

ADVO	P O Box 51744, Amarillo, TX 79159-1744	Help individuals with developmental disabilities	5,000 00
Advanced Medical Research Foundation	333 Longwood Ave , Boston, MA 02115	Cancer research	5,000 00
Amarillo Area Foundation	801 S Fillmore St , Amarillo, TX 79101	Operating grant	5,000 00
Amarillo Area Foundation	801 S Fillmore St , Amarillo, TX 79101	Sponsorship for Philanthropy Day luncheon	1,000 00
Amarillo Area Foundation	801 S Fillmore St , Amarillo, TX 79101	ACE Scholarship Program	200,000 00
Amarillo Botanical Gardens	1400 Street Drive, Amarillo, TX 79106	Operating grant	1,400 00
Amarillo Opera	2223 South Van Buren Street, Amarillo, TX 79109-2448	Lilia Escajeda Scholarship Fund	5,000 00
American Cancer Society	3915 Bell St , Amarillo, TX 79109	Hutchinson County HOPE event	5,000 00
Ascension Academy	8201 Canyon Dr , Amarillo, TX 79110	Capital campaign	5,000 00
Baptist Community Services	701 Park Place, Amarillo, TX 79101	Ware Living Center	25,000 00
Children's Learning Centers of Amarillo, Inc	1006 Jackson St , Amarillo, TX 79101	Child care	10,000 00
City Church	205 S Polk, Amarillo, TX 79101	Operating grant	5,000 00
Franciscan Sisters of Mary Immaculate	4301 NE 18th Street, Amarillo, Texas 79107	Operating grant	2,000 00
Habitat for Humanity	P O Box 775, Amarillo, TX 79105	House sponsor	60,000 00
High Plains Children's Home	11461 S Western St , Amarillo, TX 79118	General fund	10,000 00
High Plains Food Bank	815 Ross St , Amarillo, TX 79102	Operating grant	5,000 00
Hillside Christian Church	6100 S Soncy, Amarillo, TX 79119	General ministry funding	20,000 00
Amarillo Tomorrow, Inc	3012 SW 26th Ave Suite 800, Amarillo, TX 79109	Solar lighting for signs on Interstate Highway 40	15,000 00
Jan Werner Adult Day Care Center	3108 S Fillmore, Amarillo, TX 79110	Renovation of main campus	5,000 00
Lone Star Ballet	3218 Hobbs Road, Amarillo, TX 79109	Operating grant	330 00
New Mexico Boys and Girls Ranches	6209 Hendrix Road NE, 2 FL, Albuquerque, NM 87110	Memorial	1,000 00
Opportunity School	1100 S Harrison, Amarillo, TX 79101	Care, education and meals (pre-school)	10,000 00
Our Lady of Guadalupe Church	1210 SE 11th, Amarillo, Texas 79102	Building fund	10,000 00
Partners in Palo Duro Canyon Foundation	11450 Park Rd, Amarillo, Texas 79015	Operating grant	1,000 00
Polk Street United Methodist Church	1401 S Polk, Amarillo, TX 79101	Operating grant	30,000 00
Polk Street United Methodist Church	1401 S Polk, Amarillo, TX 79101	Capital campaign	25,000 00

THE WARE FOUNDATION
CALENDAR YEAR 2009
SCHEDULE SUPPORTING FORM 990-PF

PAGE 10. PART XV. LINE 3a--GRANTS AND CONTRIBUTIONS:

Salvation Army	1090 Coronado Circle, Borger, TX 79007	Financial appeal	10,000 00
Samartan Pastoral Counseling Center	112 Southwest 8th Avenue Amarillo, TX 79101-2358	Iministry to offer hope and healing	10,000 00
Scenic Houston - chapter of Scenic Texas, Inc	3015 Richmond Avenue, Suite 220 Houston, Texas 77098	Event to increase visibility of organization	250 00
Scenic Texas, Inc	3015 Richmond Ave, Ste 220, Houston, TX 77098	Legal fees	500 00
Southern Methodist University	P O Box 750402, Dallas, TX 75275	Athletic department	28,000 00
Southern Methodist University	P O Box 750402, Dallas, TX 75275	Under-privileged children	5,000 00
Southern Methodist University	P O Box 750402, Dallas, TX 75275	Circle of Champions	100,000 00
Southern Methodist University	P O Box 750402, Dallas, TX 75275	SMU in Taos Master Plan	50,000 00
Southern Methodist University	P O Box 750402, Dallas, TX 75275	Friends of SMU Taos	25,000 00
St Andrews Episcopal School	1515 S Georgia, Amarillo, Tx 79102	School for education, honoring Teel Bivins	1,000 00
St Andrews Episcopal Church	1601 S Georgia St, Amarillo, TX 79102	General ministry funding	5,000 00
Texas Panhandle Heritage Foundation	1514 5th Avenue, Canyon, Texas 79015	General fund	10,000 00
Texas Governor's Mansion Restoration Fund	P O Box 12878, Austin, TX 78711-2878	Mansion restoration fund	1,000 00
United Way of Amarillo	2207 Line Ave , Amarillo, TX 79106	Annual fund drive	110,000 00
United Way of Hutchinson County	301 W 6th St , Borger, TX 79007	Annual fund drive	4,700 00
Various		Memorials or similar, 11 @ \$100 or less	615 00
Matching contributions to 501(c)(3) organizations as selected by employees of Amarillo National Bank			60,400 00
Total grants for calendar year 2009			<u>994,695.00</u>

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

SOURCE	AMOUNT
AMARILLO NATIONAL BANK MONEY MARKET #739693	14,327.
MONEY MARKET--AIM LIQUID ASSETS PORTFOLIO A/C # 50357000	2,739.
MONEY MARKET--AIM PRIME A/C # 50357000	3,989.
MONEY MARKET--AIM PRIME A/C # 50357001	1.
MONEY MARKET--AIM PRIME A/C # 50357002	6.
MONEY MARKET--AIM PRIME A/C # 50357006	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21,063.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALTRIA GROUP INC COM	59.	0.	59.
BAKER HUGHES, INC	15.	0.	15.
DISNEY COM	27.	0.	27.
EXXON MOBIL CORP COM	43.	0.	43.
FANNIE MAE 5.75% DUE 2/1/23	12,938.	0.	12,938.
FANNIE MAE 6% DUE 4/4/22	7,500.	0.	7,500.
FED HOME LOAN MTG CORP 5.125% DUE 7/15/12	7,687.	0.	7,687.
FED HOME LOAN MTG CORP 6.875% DUE 9/15/10	9,625.	0.	9,625.
FEDERAL HOME LOAN BANK 5% DUE 12/11/15	5,000.	0.	5,000.
FEDERAL HOME LOAN BANK 6.335% DUE 5/27/14	12,670.	0.	12,670.
FNGL POOL 767861 6.50% DUE 12/1/32	1,099.	0.	1,099.
FREDDIE MAC 2584 LE 4.00% DUE 12/15/13	2,043.	0.	2,043.
FREDDIE MAC 5.815% DUE 3/17/23	2,181.	0.	2,181.
GOLDMAN SACH GROUP INC	41.	0.	41.
J.P. MORGAN CHASE & CO COM	108.	0.	108.
KYOCERA CORP - SPONS ADR	12.	0.	12.
MIDCAP SPDR TRUST SERIES 1	34.	0.	34.
MOTOROLA INC	5.	0.	5.
PHILIP MORRIS INTL INC	99.	0.	99.
SOUTHERN COPPER CORP	19.	0.	19.
THORNBURG INTL VALUE FD-I	1,131.	0.	1,131.
VEOLIA ENVIRONMENT	40.	0.	40.
YUM BRANDS INC COM	51.	0.	51.
TOTAL TO FM 990-PF, PART I, LN 4	62,427.	0.	62,427.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTIES	371,468.	371,468.	
TOTAL TO FORM 990-PF, PART I, LINE 11	371,468.	371,468.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	3,300.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	3,300.	0.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GROSS PRODUCTION TAXES	27,860.	27,860.		0.
EXCISE TAXES	31,500.	0.		0.
PROPERTY TAXES PAID	6,066.	6,066.		0.
TO FORM 990-PF, PG 1, LN 18	65,426.	33,926.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT SECURITIES	X		675,138.	708,797.
TOTAL U.S. GOVERNMENT OBLIGATIONS			675,138.	708,797.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			675,138.	708,797.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	209,227.	890,140.
TOTAL TO FORM 990-PF, PART II, LINE 10B	209,227.	890,140.

FORM 990-PF	OTHER ASSETS	STATEMENT	8
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OIL AND GAS INTERESTS	1,907,051.	1,851,333.	1,320,430.
ACCRUED INTEREST & DIVIDENDS	2,115.	360.	360.
TO FORM 990-PF, PART II, LINE 15	1,909,166.	1,851,693.	1,320,790.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization THE WARE FOUNDATION C/O AMARILLO NATIONAL BANK--TRUST	Employer identification number 75-2662421
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 1	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions AMARILLO, TX 79105-0001	

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

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

TRUST DEPARTMENT - AMARILLO NATIONAL BANK; P.O. BOX 1;

- The books are in the care of ► **AMARILLO, TX - 79105-0001**
Telephone No. ► **806-378-8000** FAX No. ► _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

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

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 20,353.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 20,353.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

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