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# Return of Private Foundation

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

### Treated as a Private Foundation

2009

Department of the Treasury  
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type See Specific Instructions.	Name of foundation <b>WHITENER FAMILY FOUNDATION</b>		A Employer identification number <b>75-2681790</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number <b>325-670-9660</b>
	City or town, state, and ZIP code <b>ABILENE, TX 79602-1502</b>		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"/>
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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>3,837,783.</b> (Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

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	1,000.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	32,012.	32,012.		STATEMENT 1
	4 Dividends and interest from securities	87,125.	87,125.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<2,126.>			
	b Gross sales price for all assets on line 6a	370,550.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<4,269.>	<4,269.>		STATEMENT 3	
12 Total. Add lines 1 through 11	113,742.	114,868.			
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	2,400.	0.	0.
	c Other professional fees	STMT 5	31,499.	31,499.	0.
	17 Interest				
	18 Taxes	STMT 6	4,564.	0.	0.
	19 Depreciation and depletion				
	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	38,463.	31,499.		0.
	25 Contributions, gifts, grants paid	114,050.			114,050.
26 Total expenses and disbursements. Add lines 24 and 25	152,513.	31,499.		114,050.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<38,771.>				
b Net investment income (if negative, enter -0-)		83,369.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,583,163.	17,650.	17,650.
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	1,914,302.	3,442,748.	3,819,937.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 8)	1,930.	196.	196.
	16 Total assets (to be completed by all filers)	3,499,395.	3,460,594.	3,837,783.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9)	30.	0.	
	23 Total liabilities (add lines 17 through 22)	30.	0.	
	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	3,499,365.	3,460,594.	
	30 Total net assets or fund balances	3,499,365.	3,460,594.	
	31 Total liabilities and net assets/fund balances	3,499,395.	3,460,594.	

## 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	3,499,365.
2 Enter amount from Part I, line 27a	2	<38,771.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,460,594.
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	3,460,594.

**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 CHARLES SCHWAB - SEE ATTACHED	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS			
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 370,520.		372,676.	<2,156.>
b 30.			30.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<2,156.>
b			30.
c			
d			
e			

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	<2,126.>
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	31,000.	1,235,933.	.025082
2007	31,500.	593,370.	.053087
2006	52,017.	578,860.	.089861
2005	97,744.	557,584.	.175299
2004	18,550.	498,014.	.037248

2 Total of line 1, column (d)	2	.380577
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	.076115
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,359,298.
5 Multiply line 4 by line 3	5	255,693.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	834.
7 Add lines 5 and 6	7	256,527.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	114,050.

**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 type="checkbox"/> and enter 1% of Part I, line 27b		1	1,667.
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	1,667.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,667.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,360.	
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	1,360.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	11.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	318.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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 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

**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>LES HAMMOND</u> Telephone no. ► <u>325-670-9660</u> Located at ► <u>901 SOUTH 1ST STREET, ABILENE, TX</u> ZIP+4 ► <u>79602-1502</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		N/A

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

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
C CLEVE WHITENER III 901 SOUTH 1ST STREET ABILENE, TX 796021502	DIRECTOR 1.00	0.	0.	0.
MARY R WHITENER 901 SOUTH 1ST STREET ABILENE, TX 796021502	DIRECTOR 1.00	0.	0.	0.
LES HAMMOND 901 SOUTH 1ST STREET ABILENE, TX 796021502	OFFICER 1.00	0.	0.	0.

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

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

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

0

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

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

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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**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	3,046,424.
b	Average of monthly cash balances	1b	364,031.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,410,455.
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	3,410,455.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	51,157.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,359,298.
6	Minimum investment return. Enter 5% of line 5	6	167,965.

**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	167,965.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,667.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,667.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	166,298.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	166,298.
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	166,298.

**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	114,050.
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	114,050.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	114,050.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				166,298.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004				
<b>b</b> From 2005		21,275.		
<b>c</b> From 2006		23,640.		
<b>d</b> From 2007		2,677.		
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	47,592.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ► \$ 114,050.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				114,050.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	47,592.			47,592.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				4,656.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009				



**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)				
<b>a Paid during the year</b>				
<b>SEE STATEMENT 11</b>				
<b>Total</b>			<b>▶ 3a</b>	<b>114,050.</b>
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>			<b>▶ 3b</b>	<b>0.</b>




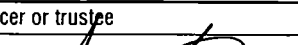

**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

<b>1</b> 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?	<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:		
<b>(1)</b> Cash	<b>1a(1)</b>	<b>X</b>
<b>(2)</b> Other assets	<b>1a(2)</b>	<b>X</b>
<b>b</b> Other transactions:		
<b>(1)</b> Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	<b>X</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	<b>X</b>
<b>(3)</b> Rental of facilities, equipment, or other assets	<b>1b(3)</b>	<b>X</b>
<b>(4)</b> Reimbursement arrangements	<b>1b(4)</b>	<b>X</b>
<b>(5)</b> Loans or loan guarantees	<b>1b(5)</b>	<b>X</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	<b>X</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	<b>X</b>
<b>d</b> 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

(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		5-11-10 Date	Secretary - Treasurer Title
	Preparer's signature  Date 5/11/2010	Check if self-employed <input type="checkbox"/>	Preparer's identifying number	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code CONDLEY AND COMPANY, L.L.P. P. O. BOX 2993 ABILENE, TEXAS 79604-2993			EIN  Phone no. (325) 677-6251

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


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SOURCE	AMOUNT
INTEREST INCOME	32,012.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	32,012.

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**FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT    2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ORDINARY DIVIDENDS	87,155.	30.	87,125.
TOTAL TO FM 990-PF, PART I, LN 4	87,155.	30.	87,125.

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**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
PARTNERSHIP INCOME	<4,269.>	<4,269.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<4,269.>	<4,269.>	

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**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
ACCOUNTING FEES	2,400.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,400.	0.		0.

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FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BROKERS FEES	31,499.	31,499.			0.
TO FORM 990-PF, PG 1, LN 16C	31,499.	31,499.			0.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,325.	0.			0.
2008 EXCISE TAX	1,600.	0.			0.
IRS PENALTIES	509.	0.			0.
2009 EXCISE TAX	1,130.	0.			0.
TO FORM 990-PF, PG 1, LN 18	4,564.	0.			0.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED SCHEDULE FOR DETAIL OF SECURITIES	COST	3,442,748.	3,819,937.	
TOTAL TO FORM 990-PF, PART II, LINE 13		3,442,748.	3,819,937.	

FORM 990-PF	OTHER ASSETS		STATEMENT	8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
PURCHASED INTEREST O/S INVESTMENT INCOME RECEIVABLE	1,930. 0.	188. 8.	188. 8.	
TO FORM 990-PF, PART II, LINE 15	1,930.	196.	196.	





# CARTER ASSET MANAGEMENT

## Quarterly Portfolio Statement

As of 12/31/2009

Whitener Family Foundation Non-Profit

<u>Description</u>	<u>Quantity</u>	<u>Cost Basis</u>
<b>Equity</b>		
<b>Large Cap</b>		
Am Funds Growth Fund Amer A	711.886	21,168.94
Chevron Corp	100	6,701.75
Dodge & Cox Stock Fund	950.195	65,596.26
Dominion Resources Inc	500	21,072.95
Duke Energy Corporation	300	4,151.85
E O G Resources Inc	150	9,473.20
Entergy Corp New	90	6,998.35
ExxonMobil Corporation	300	22,118.05
Progress Energy Inc	400	14,244.15
Selected American Shares	5,613.452	168,449.00
Sempra Energy	400	18,123.75
Sound Shore Fund Inc	2,728.933	86,329.96
The Southern Company	200	5,860.75
Thornburg Income Builder I	16,548.071	252,588.59
Thornburg Value Fund	6,391.044	165,766.45
Transocean Sedco Forex	100	6,325.75
		<u>874,969.75</u>
<b>Mid Cap</b>		
Frontier Communications	700	9,058.55
Hodges Fund	5,478.813	100,341.37
Janus Perkins Mid Cap Value Fund	6,821.951	130,253.11
Thornburg Core Growth I	13,806.074	175,099.95
Windstream Corporation	1,000	7,977.95
		<u>422,730.93</u>
<b>Small Cap</b>		
Artisan Small Cap Value	1,745.284	25,565.55
Baron Growth Fund	546.392	25,021.83
Buffalo Small Cap Fund	1,030.591	20,027.62
First Financial Bankshares Inc.	1,000	18,582.30
Hodges Small Cap Fd	2,502.503	25,000.00
Main Street Capital Corp	5,379	80,220.15
Royce Total Return Fund	4,875.905	50,329.89
Royce Value Trust Inc	900	14,626.22
Small Cap World Fund A	358.642	12,636.77
Westcore Small Cap Value	3,522.029	35,620.25
		<u>307,630.58</u>
<b>International</b>		
Am Funds EuroPacific Growth A	229.346	9,147.30
Am Funds EuroPacific Growth F	1,025.306	36,940.86
Artisan Intl Fd	1,832.998	36,403.06
Dodge & Cox Intl Stock	1,426.963	42,300.67
Matthews Asian Gr & Inc	2,217.117	25,952.20

**Quarterly Portfolio Statement**  
As of 12/31/2009

Whitener Family Foundation    Non-Profit

<u>Description</u>	<u>Quantity</u>	<u>Cost Basis</u>
<b>Equity</b>		
<b>International</b>		
Teva Pharm Inds Ltd Adrf	200	9,072.55
Third Avenue Intl Value Inst	1,482.065	20,263.67
Thornburg Intl Value I	3,794.866	101,757.31
		<u>281,837.62</u>
<b>Real Estate/Energy</b>		
Annaly Capital Mgmt, Inc.	1,000	13,627.16
Cohen & Steers Intl Realty I	2,163.771	26,844.77
Cohen & Steers Quality Income REIT	1,020	14,135.83
Cohen & Steers Total Rtn Realty Fund	2,000	14,224.01
Enerplus Resources Fund	1,200	36,428.05
Kinder Morgan Energy LP	450	16,383.45
Neuberger Berman RE Fund	1,000	9,056.31
Penn West Energy Trust	1,000	9,198.81
Provident Energy Trust	3,000	20,321.90
Simon Property Group	612	21,044.75
Tortoise Energy Capital	800	16,515.90
Vanguard REIT Fund	206	12,792.08
		<u>210,573.02</u>
<b>Fixed Income</b>		
<b>Taxable Bonds/CDs</b>		
Boston Pptys Senior Note 5.625%	25,000	24,520.00
04/15/2015 5.625%		
Accrued Income		
Caterpillar Financial 7.05%	25,000	25,350.75
10/01/2018 7.05%		
Call 10/01/2018, 0.00		
Accrued Income		
Citigroup Global Mid-Term Note 5.0%	18,000	16,720.00
03/15/2019 5.00%		
Call 03/15/2010, 100.00		
Accrued Income		
Dominion Resources	25,000	24,856.50
11/30/2017 6.00%		
Accrued Income		
Duke Cap Corp	25,000	24,025.00
10/01/2019 8.00%		
Accrued Income		
Eaton Vance Floating Rate Inc Trust	4,000	32,937.15
EOG Resources 6.875%	25,000	25,182.47
10/01/2018 6.875%		
Call 10/01/2018, 0.00		
Accrued Income		
Fed Natl Mtg	25,000	25,000.00
05/20/2024 5.00%		
Accrued Income		

**Quarterly Portfolio Statement**  
As of 12/31/2009

Whitener Family Foundation    Non-Profit

<u>Description</u>	<u>Quantity</u>	<u>Cost Basis</u>
<b>Fixed Income</b>		
<b>Taxable Bonds/CDs</b>		
G E Global Ins Hlth 7.0&	25,000	24,005.25
02/15/2026 7.00%		
Accrued Income		
GE Capital	25,000	23,462.50
10/19/2012 5.25%		
Accrued Income		
General Elec Co	25,000	23,849.25
02/01/2013 5.00%		
Accrued Income		
Goldman Sachs G	50,000	48,533.00
01/15/2011 6.875%		
Accrued Income		
Goldman Sachs Gp	15,000	14,947.15
01/15/2012 6.60%		
Accrued Income		
John Hancock 5.70%	25,000	25,525.00
11/15/2018 5.70%		
Accrued Income		
JP Morgan Chase	25,000	23,523.50
01/02/2013 5.75%		
Accrued Income		
JP Morgan Chase Fltg Rate Notes	50,000	50,000.00
09/10/2013 0.00%		
Loomis Sayles Bond Instl	8,620.69	100,049.95
Microsoft Corp	50,000	49,930.00
06/01/2039 5.20%		
Accrued Income		
Morgan Stanley Sr Fltg Rate Note I+2%	50,000	50,000.00
09/26/2011 0.424%		
Accrued Income		
Morgan Stnly Dean Witter Discover 5.50%	25,000	24,380.00
03/14/2028 5.50%		
Accrued Income		
Natl City Corp	25,000	23,775.00
02/01/2011 4.00%		
Accrued Income		
Pacific Bell Debenture 6.625%	25,000	25,394.00
10/15/2034 6.625%		
Accrued Income		
Pepsico Inc	25,000	26,241.00
11/01/2018 7.90%		
Accrued Income		
Prudential Fin Internotes 6.20%	16,000	14,260.20
11/15/2031 6.20%		
Accrued Income		
Simon Prop Grp 5.60%	25,000	20,906.11
09/01/2011 5.60%		
Accrued Income		
Simon Property 4.875%	20,000	19,225.00
03/18/2010 4.875%		
Call 03/18/2010, 0.00		
Accrued Income		
Thornburg Ltd Term Income A	778.21	10,000.00

**Quarterly Portfolio Statement**  
As of 12/31/2009

Whitener Family Foundation    Non-Profit

<u>Description</u>	<u>Quantity</u>	<u>Cost Basis</u>
<b>Fixed Income</b>		
<b>Taxable Bonds/CDs</b>		
Virginia Elec	50,000	44,217.50
04/30/2018 5.40%		
Accrued Income		
Wells Fargo & Co NE	25,000	23,509.00
11/15/2014 5.00%		
Accrued Income		
Westcore Plus Bond Fund	24,875.532	247,040.22
		<u>1,111,365.50</u>
<b>Preferred Stocks</b>		
Annaly Mtg Pfd 7.875%	1,000	21,238.40
BAC Cap Trust II 7.0%	1,000	22,337.90
BB&T Cap Trust Pfd 8.95%	2,000	50,000.00
Calamos Strgc Tot Ret Fd	2,000	13,003.77
Gen Elec Cap Corp 6.625%	1,000	21,480.55
HSBC Hldgs Pfd 8.125%	1,000	25,642.95
JP Morgan Chase G Dp Sh 5.49%	500	22,008.95
PartnerRe Ltd, 6.50% Ser D Pfd	400	8,066.55
Royce Value Trst Pfd 5.90%	1,000	22,494.31
US Bancorp Pfd 7.875%	1,000	24,990.95
		<u>231,264.33</u>
		<u>3,440,371.73</u>
<b>Misc. basis Differences</b>		<b>2,376.58</b>
<b>Total</b>		<b>3,442,748.31</b>

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
WACHOVIA SECURITIES	30.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	30.	0.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	10
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## NAME OF MANAGER

C CLEVE WHITENER III  
MARY R WHITENER

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BIBLE TRAINING CENTER FOR PASTORS 2030 TUCKER IND. RD, STE 126 TUCKER, GA 30084	NONE SUPPORT FOR TRAINING PASTORS FOR FOREIGN MINISTRY	PUBLIC CHARITY	100,000.
PREGNANCY COUNSELING RESOURCES OF ABILENE 1317 N. 8TH ST, STE 100 ABILENE, TX 79601	NONE SUPPORT FOR ORG THAT PROVIDES PREGNANCY COUNSELING	PUBLIC CHARITY	1,000.
YOUNG LIFE 1917 S 6TH ST ABILENE, TX 79604	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	3,650.
BELTWAY PARK BAPTIST CHURCH 4009 BELTWAY SOUTH ABILENE, TX 79606	NONE SUPPORT FOR GENERAL OPERATIONS	CHURCH	4,000.
ABILENE OPERA ASSOCIATION 1185 CHINA STREET ABILENE, TX 79602	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	250.
MEALS ON WHEELS 717 NORTH 10TH STREET ABILENE, TX 79601	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	300.
VERA WEST WOMEN'S CENTER 1850 HICKORY STREET ABILENE, TX 79601	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	100.
PESTALOZZI WORLD PUSCCI, 22ND FLOOR, 565 FIFTH AVENUE NEW YORK, NY 10017	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	500.

WHITENER FAMILY FOUNDATION

75-2681790

ABILENE PHILHARMONIC GUILD 402 CYPRESS SUITE 130 ABILENE, TX 79601	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	2,500.
ROTARY CLUBS OF ABILENE P.O. BOX 7108 ABILENE, TX 79608	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	250.
WITNESS BREAKTHROUGH 11639 BIG CANOE BIG CANOE, GA 30143	NONE SUPPORT FOR GENERAL OPERATIONS	PUBLIC CHARITY	1,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			114,050.



CARTER ASSET MANAGEMENT

**Realized Gains and Losses for Tax Preparation**  
Fiscal Year Ending 12/31/2009

Whitener Family Foundation Non-Profit

**Short Term Capital Gains and Losses**

<u>Quantity</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>
300.000	Canadian Natural Res	04/08/2009	06/02/2009	18,603.17	12,743.65	5,859.52
153.000	Consumer Staples Select Sector SPDR Par 0.00	07/11/2008	04/08/2009	3,306.50	3,903.02	-596.52
50,000.000	Fed Farm Cr Bk 09/04/2012 0.00%	09/03/2008	01/02/2009	50,000.00	50,000.00	0.00
0.298	Janus Twenty Fund	12/12/2008	04/08/2009	13.64	12.16	1.48
250.000	Kraft Foods Inc	04/24/2009	10/23/2009	6,746.37	5,561.20	1,185.17
44.633	Washington Mutual Investors		04/08/2009	844.01	950.93	-106.92
2,427.184	Westcore Plus Bond Fund	01/05/2009	08/14/2009	25,000.00	23,810.67	1,189.33
3,969.022	Westcore Plus Bond Fund	01/05/2009	08/17/2009	41,000.00	38,936.11	2,063.89
2,410.800	Westcore Plus Bond Fund	01/05/2009	09/09/2009	25,000.00	23,649.95	1,350.05
2,401.537	Westcore Plus Bond Fund	01/05/2009	09/10/2009	25,000.00	23,559.08	1,440.92
2,396.932	Westcore Plus Bond Fund	01/05/2009	09/17/2009	25,000.00	23,513.90	1,486.10
1,986.755	Westcore Plus Bond Fund	01/05/2009	12/17/2009	21,000.00	19,490.07	1,509.93
15,592.230				162,000.00	152,959.78	9,040.22
Short Term Gains (Sales)				241,513.69	226,130.74	15,382.95

**Long Term Capital Gains and Losses**

<u>Quantity</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Long Term Gains</u>
0.507	Cohen & Steers Quality Income REIT	09/03/2008	12/18/2009	3.06	7.36	-4.30
50.000	Energy Select Sector SPDR Par 0.00	11/29/2005	04/08/2009	2,203.02	3,574.31	-1,371.29
243.000	Financial Select Sector SPDR Par 0.00	07/15/2004	04/08/2009	2,236.31	7,420.94	-5,184.63
221.000	iShares Lehman 1-3 Yr Treas Bond Par 0.00	07/02/2007	09/30/2009	18,548.16	17,287.54	1,260.62
169.000	iShares S&P 500 Index Par 0.00	01/03/2006	04/08/2009	13,957.02	21,928.64	-7,971.62
1,416.978	Janus Twenty Fund	06/15/1998	04/08/2009	64,869.26	58,112.77	6,756.49
10,000.000	Principal Life 5% 06/15/2011 0.00%	06/30/2004	12/15/2009	10,000.00	10,000.00	0.00



**Realized Gains and Losses for Tax Preparation**  
Fiscal Year Ending 12/31/2009

Whitener Family Foundation    Non-Profit

**Long Term Capital Gains and Losses**

<u>Quantity</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Long Term Gains</u>
909.040	Washington Mutual Investors	06/25/2005	04/08/2009	17,189.95	28,213.52	-11,023.57
	Long Term Gains (Sales)			129,006.78	146,545.08	-17,538.30
	Total Gains (Sales)			370,520.47	372,675.82	-2,155.35
	Total Short Term Gains					15,382.95
	Total Long Term Gains					-17,538.30
	<b>Total Gains</b>					<b>-2,155.35</b>