



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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
DIAN GRAVES OWEN FOUNDATION

Employer identification number
75-2682536

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
400 NORTH PINE STREET, SUITE 1000

City or town, state, and ZIP code
ABILENE, TX 79601

Telephone number
325-677-1367

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 64,725,879. (Part I, column (d) must be on cash basis.)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

K If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
1	Contributions, gifts, grants, etc., received	340,689.		N/A	
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	4,762.	4,762.		STATEMENT 2
4	Dividends and interest from securities	1,161,410.	1,161,410.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-450,474.			STATEMENT 1
b	Gross sales price for all assets on line 6a	18,785,804.			
7	Capital gain net income (from Part IV, line 2)		600,587.		
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	206,698.	1,369,219.		STATEMENT 4
12	Total. Add lines 1 through 11	1,263,085.	3,135,978.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages	65,000.	0.		65,000.
15	Pension plans, employee benefits				
16a	Legal fees STMT 5	35,371.	0.		35,371.
b	Accounting fees STMT 6	27,320.	13,660.		13,660.
c	Other professional fees STMT 7	146,883.	146,883.		0.
17	Interest				
18	Taxes STMT 8	506,999.	6,742.		5,078.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	4,668.	2,334.		0.
22	Printing and publications				
23	Other expenses STMT 9	48,977.	5,296.		43,170.
24	Total operating and administrative expenses. Add lines 13 through 23	835,218.	174,915.		162,279.
25	Contributions, gifts, grants paid	2,822,555.			2,822,555.
26	Total expenses and disbursements. Add lines 24 and 25	3,657,773.	174,915.		2,984,834.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-2,394,688.			
b	Net investment income (if negative, enter -0-)		2,961,063.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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	2,434.	57,362.	57,362.	
	2	Savings and temporary cash investments	4,439,003.	2,049,330.	2,049,330.	
	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 - US and state government obligations				
	b	Investments - corporate stock STMT 10	26,246,421.	19,425,007.	33,760,249.	
	c	Investments - corporate bonds STMT 11	241,723.	262,716.	251,250.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 12	16,143,866.	22,884,344.	28,607,688.	
	14	Land, buildings, and equipment basis ▶ 12,780.				
		Less: accumulated depreciation STMT 13 ▶ 12,780.				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)	47,073,447.	44,678,759.	64,725,879.	
	17	Accounts payable and accrued expenses	2,336.	2,336.		
	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 ▶)				
	23	Total liabilities (add lines 17 through 22)	2,336.	2,336.		
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	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	47,071,111.	44,676,423.		
	30	Total net assets or fund balances	47,071,111.	44,676,423.		
	31	Total liabilities and net assets/fund balances	47,073,447.	44,678,759.		

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	47,071,111.
2	Enter amount from Part I, line 27a	2	-2,394,688.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	44,676,423.
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	44,676,423.

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 STATEMENTS				
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 18,785,804.		18,185,217.	600,587.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e			600,587.	
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		600,587.
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	3,059,562.	54,215,277.	.056434
2007	2,407,899.	49,162,202.	.048979
2006	3,005,455.	44,308,238.	.067831
2005	2,440,617.	35,756,661.	.068256
2004	1,812,468.	32,742,139.	.055356
2 Total of line 1, column (d)			2 .296856
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 .059371
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 58,442,392.
5 Multiply line 4 by line 3			5 3,469,783.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 29,611.
7 Add lines 5 and 6			7 3,499,394.
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 2,984,834.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	59,221.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	59,221.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	59,221.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 86,966.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 16,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	102,966.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	43,745.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	0.	

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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	X	
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) ☐ 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

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 ► NONE	13	X	
14	The books are in care of ► DIAN GRAVES OWEN FOUNDATION Telephone no ► 325-677-1367 Located at ► 400 NORTH PINE, SUITE 1000; ABILENE, TX ZIP+4 ► 79601			
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	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?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

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

6b

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

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

☐ Yes ☒ No

7b

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

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DIAN GRAVES OWEN STAI	CHAIRMAN, TREASURER, DIR			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	0.00	0.	0.	0.
TUCKER S. BRIDWELL	PRESIDENT, DIRECTOR			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	0.00	0.	0.	0.
DIANE K. NICHOLS	SECRETARY			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	0.00	0.	0.	0.
DEBORAH O. CARSON	DIRECTOR			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	0.00	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
JANE V BEARD				
400 PINE ST, #1000, ABILENE, TX 79601	40.00	65,000.	16,250.	0.

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

0

Form 990-PF (2009)

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.

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	31,666,763.
b	Average of monthly cash balances	1b	3,274,065.
c	Fair market value of all other assets	1c	24,391,550.
d	Total (add lines 1a, b, and c)	1d	59,332,378.
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	59,332,378.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	889,986.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	58,442,392.
6	Minimum investment return. Enter 5% of line 5	6	2,922,120.

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	2,922,120.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	59,221.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	14,264.
c	Add lines 2a and 2b	2c	73,485.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,848,635.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,848,635.
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	2,848,635.

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	2,984,834.
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	2,984,834.
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	2,984,834.

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				2,848,635.
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	444,594.			
b From 2005	871,677.			
c From 2006	1,081,415.			
d From 2007	311,256.			
e From 2008	885,728.			
f Total of lines 3a through e	3,594,670.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 2,984,834.				
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				2,848,635.
e Remaining amount distributed out of corpus	136,199.			
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	3,730,869.			
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	444,594.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,286,275.			
10 Analysis of line 9				
a Excess from 2005	871,677.			
b Excess from 2006	1,081,415.			
c Excess from 2007	311,256.			
d Excess from 2008	885,728.			
e Excess from 2009	136,199.			

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter
(1) Value of all assets

(2) Value of assets qualifying under section 4942(i)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

DIAN GRAVES OWEN STAI

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

DIAN GRAVES OWEN STAI

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

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

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

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

c Any submission deadlines

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

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

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

Signature of officer or trustee: Tom Bradwell Date: 11/9/10 Title: PRESIDENT

Preparer's Use Only:

Preparer's signature: <u>Tom McE...</u>	Date: <u>NOV 08 2010</u>	Check if self-employed: ☐	Preparer's identifying number:
Firm's name (or yours if self-employed): <u>VIEBIG, MCCOMMON & ASSOCIATES, PC, CPA'S</u>		EIN:	
address, and ZIP code: <u>401 WEST ALABAMA HOUSTON, TX 77006</u>		Phone no: <u>(713) 529-9949</u>	

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

Employer identification number

DIAN GRAVES OWEN FOUNDATION

75-2682536

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

Employer identification number

DIAN GRAVES OWEN FOUNDATION

75-2682536

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DIAN O STAI 400 PINE ST, SUITE 1000 ABILENE, TX 79601	\$ 318,907.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	DIAN O STAI 400 PINE ST, SUITE 1000 ABILENE, TX 79601	\$ 21,782.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

75-2682536

Part II Noncash Property (see instructions)[illegible]

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 CAPITAL GAINS FROM PASSTHROUGH SEE EXHIBIT P	P		
b CONCHO RESOURCES INC - 70,000 SHARES	P		
c PETROHAWK ENERGY CO - 50,000 SHARES	P		
d PARALLEL PETRO. CORP - 10000 SHARES	P		
e FOREST OIL CORP.- 24740 SHARES	P		
f CAREFUSION CORP. 32110 SHARES	D	VARIOUS	/ /09
g EXHIBIT A - RBC	P	VARIOUS	/ /09
h EXHIBIT A - RBC	P	VARIOUS	/ /09
i EXHIBIT B - RBC	P	VARIOUS	/ /09
j EXHIBIT B - RBC	P	VARIOUS	/ /09
k EXHIBIT C - RBC	P	VARIOUS	/ /09
l EXHIBIT C - RBC	P	VARIOUS	/ /09
m EXHIBIT D - FFTAM	P	VARIOUS	/ /09
n EXHIBIT D - FFTAM	P	VARIOUS	/ /09
o EXHIBIT E - GS	P	VARIOUS	/ /09

(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 284,093.			284,093.
b 2,015,112.		529,900.	1,485,212.
c 1,111,158.		261,500.	849,658.
d 30,793.			30,793.
e 473,602.		1,176,634.	-703,032.
f 820,394.		64,578.	755,816.
g 309,533.		313,510.	-3,977.
h 1,116,396.		1,273,931.	-157,535.
i 164,818.		200,810.	-35,992.
j 2,642,991.		2,887,880.	-244,889.
k 3,438,770.		3,225,257.	213,513.
l 1,522,941.		2,134,181.	-611,240.
m 90,508.		145,378.	-54,870.
n 256,270.		380,475.	-124,205.
o 26,889.		73,913.	-47,024.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			284,093.
b			1,485,212.
c			849,658.
d			30,793.
e			-703,032.
f			755,816.
g			-3,977.
h			-157,535.
i			-35,992.
j			-244,889.
k			213,513.
l			-611,240.
m			-54,870.
n			-124,205.
o			-47,024.

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	
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	

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	EXHIBIT E - GS	P	VARIOUS	/ /09
b	EXHIBIT F - UBS	P	VARIOUS	/ /09
c	EXHIBIT G - UBS	P	VARIOUS	/ /09
d	EXHIBIT G - UBS	P	VARIOUS	/ /09
e	EXHIBIT H - UBS	P	VARIOUS	/ /09
f	EXHIBIT H - UBS	P	VARIOUS	/ /09
g	SALE OF GS DIR STRAT QUAN & ACT FD	P	VARIOUS	05/31/09
h	MLP GAIN ADJUSTMENT TO EXH F UBS	P	VARIOUS	/ /09
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 70,950.		104,394.	-33,444.
b 1,007,736.		765,069.	242,667.
c 1,059,811.		1,191,960.	-132,149.
d 919,490.		1,385,760.	-466,270.
e 237,752.		312,171.	-74,419.
f 402,721.		756,900.	-354,179.
g 783,076.		997,788.	-214,712.
h		3,228.	-3,228.
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) FMV 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			-33,444.
b			242,667.
c			-132,149.
d			-466,270.
e			-74,419.
f			-354,179.
g			-214,712.
h			-3,228.
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	600,587.
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

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER EQUIPMENT	110998	SL	5.00	16	7,500.			7,500.	7,500.		0.
2	SOFTWARE	061599		36M	43	2,150.			2,150.	2,150.		0.
3	SOFTWARE	101702		36M	43	1,534.			1,534.	1,534.		0.
4	SOFTWARE	093003		36M	43	1,596.			1,596.	1,596.		0.
* 990-PF PG 1 TOTAL												
* GRAND TOTAL												
990-PF PG 1 DEPR &												
						12,780.		0.	12,780.	12,780.	0.	0.
						12,780.		0.	12,780.	12,780.	0.	0.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS FROM PASSTHROUGH SEE EXHIBIT P			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
284,093.	0.	0.	0.	284,093.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CONCHO RESOURCES INC - 70,000 SHARES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
2,015,112.	529,900.	0.	0.	1,485,212.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PETROHAWK ENERGY CO - 50,000 SHARES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,111,158.	393,000.	0.	0.	718,158.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARALLEL PETRO. CORP - 10000 SHARES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
30,793.	0.	0.	0.	30,793.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FOREST OIL CORP.- 24740 SHARES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
473,602.	1,176,634.	0.	0.	-703,032.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAREFUSION CORP. 32110 SHARES			DONATED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
820,394.	984,139.	0.	0.	-163,745.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT A - RBC			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
309,533.	313,510.	0.	0.	-3,977.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT A - RBC			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,116,396.	1,273,931.	0.	0.	-157,535.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT B - RBC			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
164,818.	200,810.	0.	0.	-35,992.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT B - RBC			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
2,642,991.	2,887,880.	0.	0.	-244,889.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT C - RBC			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
3,438,770.	3,225,257.	0.	0.	213,513.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT C - RBC			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,522,941.	2,134,181.	0.	0.	-611,240.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT D - FFTAM			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
90,508.	145,378.	0.	0.	-54,870.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT D - FFTAM			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
256,270.	380,475.	0.	0.	-124,205.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT E - GS			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
26,889.	73,913.	0.	0.	-47,024.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT E - GS			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
70,950.	104,394.	0.	0.	-33,444.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT F - UBS			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,007,736.	765,069.	0.	0.	242,667.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT G - UBS			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,059,811.	1,191,960.	0.	0.	-132,149.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT G - UBS			PURCHASED	VARIOUS	/ /09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
919,490.	1,385,760.	0.	0.	-466,270.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
EXHIBIT H - UBS	237,752.	312,171.	0.	0.	-74,419.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
EXHIBIT H - UBS	402,721.	756,900.	0.	0.	-354,179.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SALE OF GS DIR STRAT QUAN &ACT FD	783,076.	997,788.	0.	0.	-214,712.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MLP GAIN ADJUSTMENT TO EXH F UBS	0.	3,228.	0.	0.	-3,228.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-450,474.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
FIRST NATIONAL BANK - ABILENE	2,623.
GOLDMAN SACHS	1,742.
GOLDMAN SACHS	127.
GOLDMAN SACHS	139.
JP MORGAN TRUST	131.
UBS	10,617.
UBS - INTEREST PAID	-10,617.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,762.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DAIN RAUSCHER	142,096.	0.	142,096.
DAIN RAUSCHER	30,979.	0.	30,979.
DAIN RAUSCHER	86,080.	0.	86,080.
DAIN RAUSCHER	32,447.	0.	32,447.
FIRST FIN'L TR & ASSET MGMT CO	29,763.	0.	29,763.
FROM PASS-THROUGHS SEE EXHBIT P	575,447.	0.	575,447.
GOLDMAN SACHS	3,437.	0.	3,437.
MAIN STREET CAPITAL	176,634.	0.	176,634.
UBS	3,732.	0.	3,732.
UBS	17,623.	0.	17,623.
UBS	92.	0.	92.
UBS	44,157.	0.	44,157.
UBS	18,923.	0.	18,923.
TOTAL TO FM 990-PF, PART I, LN 4	1,161,410.	0.	1,161,410.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORD.INC FROM PASS-THROUGHS - SEE EXHIBIT P	-1,162,521.	0.	
OIL & GAS ROY. INC. FROM PASS-THROUGHS - EXH. P	819,245.	819,245.	
OTHER INC.(LOSS) FROM PASS-THROUGHS - EXH. P	549,928.	549,928.	

CASH IN LIEU DISTR	46.	46.	
TOTAL TO FORM 990-PF, PART I, LINE 11	206,698.	1,369,219.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
-------------	------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	35,371.	0.		35,371.
TO FM 990-PF, PG 1, LN 16A	35,371.	0.		35,371.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN & AUDITING FEES	27,320.	13,660.		13,660.
TO FORM 990-PF, PG 1, LN 16B	27,320.	13,660.		13,660.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	146,883.	146,883.		0.
TO FORM 990-PF, PG 1, LN 16C	146,883.	146,883.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX PAYMENTS	495,179.	0.		0.
PAYROLL TAX EXPENSE	5,078.	0.		5,078.
FOREIGN TAXES	6,742.	6,742.		0.
TO FORM 990-PF, PG 1, LN 18	506,999.	6,742.		5,078.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RETIREMENT PLAN	16,250.	0.		16,250.
EMPLOYEE HEALTH INSURANCE	21,782.	0.		21,782.
INSURANCE	6,116.	3,058.		3,058.
MEMBERSHIPS & DUES	1,822.	911.		911.
OFFICE & ADM EXPS	2,338.	1,172.		1,169.
MISC EXPENSE	155.	155.		0.
NON DEDUCTIBLE EXPS FROM PASS-THROUGHS	514.	0.		0.
TO FORM 990-PF, PG 1, LN 23	48,977.	5,296.		43,170.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE EXHIBIT - STOCKS	19,425,007.	33,760,249.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,425,007.	33,760,249.	

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS HIGH YIELD A	262,716.	251,250.
TOTAL TO FORM 990-PF, PART II, LINE 10C	262,716.	251,250.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE EXHIBIT - OTHER INVESTS.	COST	22,192,034.	27,923,388.
FOREIGN GOVERNMENT SECURITIES	COST	692,310.	684,300.
TOTAL TO FORM 990-PF, PART II, LINE 13		22,884,344.	28,607,688.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13
-------------	--	--------------

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	7,500.	7,500.	0.
SOFTWARE	2,150.	2,150.	0.
SOFTWARE	1,534.	1,534.	0.
SOFTWARE	1,596.	1,596.	0.
TOTAL TO FM 990-PF, PART II, LN 14	12,780.	12,780.	0.



EXHIBIT A



RBC Wealth Management

RBC Wealth Management, a division of
RBC Capital Markets Corporation, Member NYSE/FINRA/SIPC.RBC ADVISOR
ACCOUNT STATEMENT
2009 ANNUAL STATEMENT
DUPLICATE COPY

SCHEDULE OF REALIZED GAINS AND LOSSES

		THIS YEAR	
Total Realized Gain or Loss		-161,512.30	
Short-term		-3,977.12	
Long-term		-157,535.18	

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
500 000	AMERICAN EXPRESS COMPANY	AXP	07/16/08	19,531.00	05/19/09	13,048.30	-6,482.70
100 000	AMERICAN EXPRESS COMPANY	AXP	03/17/09	1,252.18	05/19/09	2,609.66	1,357.48
500 000	AMERICAN EXPRESS COMPANY	AXP	03/17/09	6,260.90	09/25/09	16,696.57	10,435.67
200 000	AMERICAN EXPRESS COMPANY	AXP	03/17/09	2,504.36	10/29/09	7,260.31	4,755.95
700 000	AUTODESK INC.	ADSK	05/05/09	14,233.35	05/19/09	13,653.48	-579.87
219 000	BANK OF AMERICA CORP	BAC	07/16/08	4,680.83	05/19/09	2,621.17	-2,059.66
500 000	EXXON MOBIL CORP	XOM	03/03/09	32,347.61	05/19/09	35,408.33	3,060.72
1,000,000	GAP INC	GPS	05/07/09	17,120.70	05/19/09	15,878.58	-1,242.12
2,100 000	INTEL CORP	INTC	12/11/08	29,529.50	05/19/09	32,313.84	2,784.34
500 000	LABORATORY CORP AMER HLDGS NEW	LH	10/29/08	30,242.38	05/19/09	31,074.44	832.06
1,100 000	MICROSOFT CORP	MSFT	09/15/08	29,990.00	01/28/09	19,579.20	-10,410.80
380 000	PEABODY ENERGY CORPORATION	BTU	08/07/08	23,150.80	05/19/09	12,117.36	-11,033.44
520 000	PEABODY ENERGY CORPORATION	BTU	10/14/08	17,054.98	05/19/09	16,581.65	-473.33
200 000	PEABODY ENERGY CORPORATION	BTU	12/26/08	4,213.64	10/20/09	8,789.97	4,576.33
511 000	SMUCKER, J M COMPANY NEW	SJM	11/21/08	21,401.25	05/19/09	20,718.47	-682.78
200 000	TRANSOCEAN LTD US LISTED	RIG	03/31/09	12,082.20	05/19/09	14,205.53	2,123.33
500 000	USG CORP NEW	USG	05/14/09	6,285.75	05/19/09	6,240.64	-45.11
600 000	USG CORP NEW	USG	05/14/09	7,542.90	05/19/09	7,495.97	-46.93
700 000	WELLPOINT INC	WLP	09/16/08	34,085.80	05/19/09	33,239.54	-846.26
Short Term Subtotal							-3,977.12

026955 01YDFD07 019899

DIAN GRAVES OWEN FOUNDATION

75-2682536

EXHIBIT A



MR RICHARD VIEBIG
VIEBIG MCCOMMON & ASSOCIATES

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
400,000	ADOBE SYSTEMS INC	ADBE	01/23/07	15,181.07	05/19/09	10,491.32	-4,689.75
700,000	AMERICAN EXPRESS COMPANY	AXP	05/21/07	44,860.00	05/19/09	18,267.61	-26,592.39
400,000	AMERICAN EXPRESS COMPANY	AXP	06/21/07	24,721.00	05/19/09	10,438.64	-14,282.36
1,100,000	AT&T INC	T	04/18/06	28,260.73	05/19/09	27,128.59	-1,132.14
100,000	AT&T INC	T	05/08/06	2,611.42	05/19/09	2,466.24	-145.18
500,000	BANK OF AMERICA CORP	BAC	12/17/04	23,062.50	05/19/09	5,984.40	-17,078.10
400,000	BANK OF AMERICA CORP	BAC	12/17/06	20,953.00	05/19/09	4,787.52	-16,165.48
200,000	CISCO SYSTEMS INC	CSCO	01/12/99	4,926.25	05/19/09	3,769.34	-1,156.91
400,000	CISCO SYSTEMS INC	CSCO	08/14/00	25,480.62	05/19/09	7,538.68	-17,941.94
100,000	CISCO SYSTEMS INC	CSCO	08/14/00	6,377.50	05/19/09	1,884.67	-4,492.83
800,000	CISCO SYSTEMS INC	CSCO	04/04/03	11,114.87	05/19/09	15,077.37	3,962.50
800,000	COCA COLA CO	KO	07/26/06	35,538.09	05/19/09	37,119.64	1,581.55
300,000	COCA COLA CO	KO	10/20/06	13,822.50	06/16/09	14,343.22	520.72
600,000	COLGATE PALMOLIVE CO	CL	05/17/06	36,956.25	05/19/09	38,555.00	1,598.75
100,000	COLGATE PALMOLIVE CO	CL	05/17/06	6,159.38	07/13/09	7,215.01	1,055.63
300,000	DEVON ENERGY CORPORATION NEW	DVN	06/04/07	23,949.00	05/19/09	18,642.11	-5,306.89
300,000	FDEX CORP	FDX	02/10/05	29,043.00	05/19/09	16,449.92	-12,593.08
150,000	FEDEX CORP	FDX	06/21/05	13,183.71	05/19/09	8,224.96	-4,958.75
75,000	GOOGLE INC	GOOG	01/25/08	43,698.00	05/19/09	29,709.73	-13,988.27
CL A							
600,000	HALLIBURTON CO	HAL	09/20/07	23,008.50	05/19/09	13,298.95	-9,709.55
600,000	HENRY SCHEIN INC	HSIC	06/21/07	32,190.60	03/31/09	23,907.16	-8,283.44
400,000	HENRY SCHEIN INC	HSIC	06/21/07	21,460.40	05/19/09	17,966.13	-3,494.27
200,000	HENRY SCHEIN INC	HSIC	08/03/07	11,180.78	05/19/09	8,983.07	-2,197.71
100,000	INTERNATIONAL BUSINESS MACHINES CORP	IBM	07/15/98	5,971.25	05/14/09	10,081.03	4,109.78
200,000	INTERNATIONAL BUSINESS MACHINES CORP	IBM	11/23/98	16,448.75	05/19/09	20,969.36	4,520.61
200,000	INTERNATIONAL BUSINESS MACHINES CORP	IBM	01/21/99	19,411.25	05/19/09	20,969.36	1,558.11
200,000	ITT CORPORATION	ITT	03/27/01	3,815.36	05/19/09	8,290.79	4,475.43
800,000	ITT CORPORATION	ITT	05/11/01	18,100.00	05/19/09	33,163.14	15,063.14



RBC Wealth Management

RBC Wealth Management, a division of
RBC Capital Markets Corporation, Member NYSE/NASD/SIPC



**RBC ADVISOR
ACCOUNT STATEMENT
2009 ANNUAL STATEMENT
DUPLICATE COPY**

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
700.000	JOHNSON & JOHNSON	JNJ	05/16/06	42,303.47	05/19/09	39,072.00	-3,231.47
100.000	JOHNSON & JOHNSON	JNJ	05/16/06	6,043.35	12/15/09	6,469.88	426.53
200.000	JOHNSON & JOHNSON	JNJ	05/16/06	12,086.71	12/15/09	12,939.77	853.06
100.000	JOHNSON & JOHNSON	JNJ	06/14/06	6,133.20	12/15/09	6,469.88	336.68
500.000	L-3 COMMUNICATIONS HOLDINGS INC	LLL	07/27/05	39,151.16	05/19/09	37,046.79	-2,104.37
200.000	L-3 COMMUNICATIONS HOLDINGS INC	LLL	07/27/05	15,660.46	09/25/09	15,826.59	166.13
100.000	MASTERCARD INC	MA	09/19/07	15,016.00	05/19/09	16,773.81	1,757.81
1,800.000	MICROSOFT CORP	MSFT	01/23/07	55,443.12	01/28/09	32,038.69	-23,404.43
800.000	MICROSOFT CORP	MSFT	08/29/07	22,447.72	01/28/09	14,239.42	-8,208.30
500.000	MONSANTO CO NEW	MON	02/20/07	27,720.50	05/19/09	45,033.34	17,312.84
200.000	MONSANTO CO NEW	MON	02/20/07	11,088.20	09/11/09	15,689.90	4,601.70
300.000	MONSANTO CO NEW	MON	03/15/07	15,969.00	09/11/09	23,534.84	7,565.84
500.000	PEABODY ENERGY CORPORATION	BTU	06/14/07	24,562.85	05/19/09	15,943.90	-8,618.95
400.000	PEABODY ENERGY CORPORATION	BTU	10/14/08	13,119.22	10/20/09	17,579.94	4,460.72
700.000	PEPSICO INC	PEP	08/02/01	31,432.50	05/19/09	36,102.47	4,669.97
100.000	PEPSICO INC	PEP	08/02/01	4,490.36	07/15/09	5,653.75	1,163.39
100.000	PEPSICO INC	PEP	09/01/05	5,496.57	07/15/09	5,653.75	157.18
100.000	PROCTER & GAMBLE CO	PG	05/15/06	5,539.35	05/19/09	5,316.35	-223.00
545.000	PROCTER & GAMBLE CO	PG	05/15/06	30,189.47	05/19/09	28,974.12	-1,215.35
100.000	PROCTER & GAMBLE CO	PG	05/15/06	5,539.35	07/15/09	5,396.86	-142.49
100.000	PROCTER & GAMBLE CO	PG	06/13/06	5,426.57	07/15/09	5,396.86	-29.71
100.000	PROCTER & GAMBLE CO	PG	06/13/06	5,426.57	08/05/09	5,294.91	-131.66
600.000	SCHLUMBERGER LTD	SLB	11/15/01	13,007.58	05/19/09	32,269.87	19,262.29
300.000	SCHLUMBERGER LTD	SLB	01/04/05	9,690.30	05/19/09	16,134.93	6,444.63
89.000	SMUCKER J M COMPANY NEW	SJM	05/15/06	3,016.78	05/19/09	3,608.50	591.72
700.000	TARGET CORP	TGT	02/01/01	25,936.95	05/19/09	28,927.65	2,990.70

026955 01YDFD07 019900

DIAN GRAVES OWEN FOUNDATION

75-2682536

EXHIBIT A



MR RICHARD VIEBIG
VIEBIG MCCOMMON & ASSOCIATES

QUANTITY	DESCRIPTION	SYMBOL	ORIN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<u>Long Term</u>							
600,000	UNITED TECHNOLOGIES CORP	UTX	07/18/07	45,645.00	03/20/09	24,240.16	-21,404.84
300,000	UNITED TECHNOLOGIES CORP	UTX	10/17/07	23,043.00	03/20/09	12,120.08	-10,922.92
800,000	VERIZON COMMUNICATIONS	VZ	07/06/06	25,144.04	05/19/09	23,804.89	-1,339.15
500,000	VERIZON COMMUNICATIONS	VZ	08/30/06	16,899.77	05/19/09	14,878.06	-2,021.71
200,000	VERIZON COMMUNICATIONS	VZ	08/30/06	6,759.91	10/29/09	5,958.34	-801.57
900,000	WALT DISNEY CO	DIS	05/03/07	31,797.97	05/19/09	21,540.04	-10,257.93
1,000,000	WYETH COM	983024100	10/17/05	44,963.53	03/03/09	40,118.77	-4,844.76
400,000	WYETH COM	983024100	10/17/05	17,985.41	05/05/09	17,275.35	-710.06
300,000	WYETH COM	983024100	10/17/05	13,489.06	05/07/09	13,004.45	-484.61
700,000	WYETH COM	983024100	03/01/06	34,780.00	05/07/09	30,343.73	-4,436.27
<u>Long Term Subtotal</u>							-157,535.18
<u>TOTAL REALIZED GAIN OR LOSS</u>							-161,512.30

DUPLICATE STATEMENTS

This statement is a duplicate. The original was sent to

DIAN GRAVES OWEN PRIVATE
FOUNDATION
FOURGLASS CAPITAL MGMT ACCOUNT
STE 1000
400 PINE ST
AUBRENE TX 79601-5142

DIAN GRAVES OWEN FOUNDATION

75-2682536



RBC Wealth Management

RBC Wealth Management, a division of
RBC Capital Markets Corporation, Member NYSE/FINRA/SIPC



MANAGED ACCOUNT PROGRAM
ACCOUNT STATEMENT
2009 ANNUAL STATEMENT
DUPLICATE COPY

SCHEDULE OF REALIZED GAINS AND LOSSES

		THIS YEAR
Total Realized Gain or Loss		-280,881.59
Short-term		-35,992.28
Long-term		-244,889.31

QUANTITY	DESCRIPTION	SYMBOL	OPLN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
2,806 000	COLGATE PALMOLIVE CO	CL	05/15/08	200,805.68	03/25/09	164,811.34	-35,994.34
0 200	SUNCOR ENERGY INC NEW	SU	03/25/09	4.67	08/04/09	6.73	2.06
Short Term Subtotal							-35,992.28

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
3,885.000	APOLLO GROUP INC-CL A	APOL	05/25/07	189,531.72	01/21/09	327,135.97	137,604.25
4,115 000	APOLLO GROUP INC-CL A	APOL	05/25/07	200,752.39	02/27/09	298,051.65	97,299.26
6,525 000	AUTOMATIC DATA PROCESSING INC	ADP	06/06/07	322,857.33	04/13/09	234,059.42	-88,797.91
3,600 000	COSTCO WHOLESALE CORP-NEW	COST	06/06/08	259,194.12	08/20/09	171,859.94	-87,334.18
4,000 000	DENTSPLY INTERNATIONAL INC NEW	XRAY	12/07/01	63,415.00	10/30/09	131,902.61	68,487.61
1,449 000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC	EXPD	08/21/98	6,171.38	01/14/09	41,909.67	35,738.29
1,959 000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC	EXPD	10/07/98	6,446.33	01/14/09	56,660.49	50,214.16
6,041 000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC	EXPD	10/07/98	19,878.67	03/10/09	150,290.66	130,411.99
4,000 000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC	EXPD	11/30/99	40,450.00	03/10/09	99,513.76	59,063.76
1,671.000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC	EXPD	01/14/00	17,733.49	03/10/09	41,571.87	23,838.38
17,457 000	LIBERTY GLOBAL INC CLASS A	LBTA	02/04/08	704,797.46	04/16/09	322,097.04	-382,700.42
21,759.000	NASDAQ OMX GROUP INC (THE)	NDAQ	08/15/07	703,942.29	05/14/09	385,457.83	-318,484.46

026932 01YDFD07 019784

DIAN GRAVES OWEN FOUNDATION

75-2682536

EXHIBIT B



MR RICHARD VIEBIG
VIEBIG MCCOMMON & ASSOCIATES

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
4,423,000	ROCKWELL COLLINS INC	COL	07/31/01	91,865.71	03/27/09	152,722.43	60,856.72
418,000	ROCKWELL COLLINS INC	COL	09/27/01	5,714.48	11/06/09	21,418.26	15,703.78
8,066,000	WALT DISNEY CO	DIS	04/23/08	255,129.96	08/20/09	208,339.42	-46,790.54
Long Term Subtotal							-244,889.31
TOTAL REALIZED GAIN OR LOSS							-280,881.59

DUPLICATE STATEMENTS

This statement is a duplicate. The original was sent to

DIAN GRAVES OWEN PRIVATE
FOUNDATION
LATEET MGMT ASSOC ACCT 130
400 PINE ST STE 1000
ABILENE TX 79601-5142

RBC Wealth Management™

RBC Wealth Management, a division of
RBC Capital Markets Corporation, Member NYSE/FINRA/SIPC.



RRBC ADVISOR
ACCOUNT STATEMENT
2009 ANNUAL STATEMENT
DUPLICATE COPY

TAXABLE INCOME

(continued)

Dividends

DESCRIPTION	AMOUNT	DESCRIPTION	AMOUNT
ROCKWELL COLLINS INC	\$3,046.08	SUNCOR ENERGY INC NEW	\$1,722.40
TORCHMARK CORP	\$840.00	Total Dividends	\$32,548.88

Other

DISCUSSION	AMOUNT	DESCRIPTION	AMOUNT
SUNCOR ENERGY INC NEW	\$29.62	Total Other	\$29.62
TOTAL TAXABLE INCOME			\$32,578.50

TOTAL TAXABLE INCOME

TAXES WITHHELD

DATE	DESCRIPTION	AMOUNT	COMMENTS
05/29/09	PRIME MONEY MARKET FUND	-	
	RBC INVESTOR CLASS		
	MONTHLY DIVIDEND 5/22 - 5/28		
	TCFRA TAX WITHHELD		
	WITHHOLDING TAX		
06/05/09	PRIME MONEY MARKET FUND	-	
	RBC INVESTOR CLASS		
	ACCRUED DIV ON AFSC		
	TCFRA TAX WITHHELD		
	WITHHOLDING TAX		
06/17/09	PRIME MONEY MARKET FUND	\$	
	RBC INVESTOR CLASS		
	REVERSE WITHHOLDING		
	WITHHOLDING TAX		
06/17/09	PRIME MONEY MARKET FUND	\$	
	RBC INVESTOR CLASS		
	REVERSE WITHHOLDING		
	WITHHOLDING TAX		
09/25/09	SUNCOR ENERGY INC NEW	-	
12/23/09	SUNCOR ENERGY INC NEW	-	
	TOTAL TAXES WITHHELD		

026960 01YDFD07 019950

DIAN GRAVES OWEN FOUNDATION

75-2682536

EXHIBIT C



RICHARD VIEBIG
VIEBIG MCCOMMON & ASSOC

SCHEDULE OF REALIZED GAINS AND LOSSES

	THIS YEAR
Total Realized Gain or Loss	-397,727.01
Short-term	213,513.06
Long-term	-611,240.07

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NLT COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
3,000.000	ABBOTT LABORATORIES	ABT	06/12/09	137,784.00	06/30/09	140,351.39	2,567.39
362.000	AFFILIATED MANAGERS GROUP INC	AMC	12/29/08	13,357.33	06/12/09	20,683.62	7,326.29
11,629.000	ATLAC INC	AIT	03/18/09	215,601.76	06/12/09	379,531.52	163,929.76
7,799.000	ECOLAB INC	ECL	07/08/08	341,063.23	06/24/09	294,736.91	-46,326.32
18,156.000	EMC CORP-MASS	EMC	04/13/09	234,757.53	06/12/09	234,775.94	18.41
12,000.000	FINANCIAL FEDERAL CORP	FFI	06/12/09	274,204.80	11/23/09	322,770.10	48,565.30
7,000.000	GRANITE CONSTRUCTION INC	GVA	07/15/09	233,275.00	09/24/09	211,831.34	-21,443.66
3,000.000	GRANITE CONSTRUCTION INC	GVA	09/03/09	93,090.00	09/24/09	90,784.86	-2,305.14
3,005.000	ITT EDUCATIONAL SERVICES INC	ESI	02/27/09	341,142.62	06/12/09	275,609.83	-65,532.79
629.000	ITT EDUCATIONAL SERVICES INC	ESI	04/27/09	62,999.60	06/12/09	57,690.04	-5,309.56
200.000	MEDTRONIC INC	MDT	06/23/09	6,800.00	07/07/09	6,706.47	-93.53
100.000	MEDTRONIC INC	MDT	06/23/09	3,400.00	07/07/09	3,353.73	-46.27
1,500.000	MEDTRONIC INC	MDT	06/23/09	51,000.00	07/07/09	50,298.50	-701.50
800.000	MEDTRONIC INC	MDT	06/23/09	27,200.00	07/07/09	26,825.86	-374.14
2,400.000	MEDTRONIC INC	MDT	06/23/09	81,600.00	07/07/09	80,477.59	-1,122.41
4,000.000	MEDTRONIC INC	MDT	07/02/09	136,000.00	07/07/09	134,129.32	-1,870.68
7,000.000	NOBLE CORPORATION US LISTED	NE	06/12/09	659.00	08/27/09	659.00	0.00
7,000.000	NOBLE CORPORATION US LISTED	NE	06/12/09	252,527.90	10/02/09	252,553.50	25.60
800.000	PRICELINE COM INC COM NEW	PCLN	06/24/09	87,346.16	10/28/09	131,036.63	43,690.47
200.000	PRICELINE COM INC COM NEW	PCLN	06/24/09	21,836.54	10/30/09	31,160.44	9,323.90
1,000.000	PRICELINE COM INC COM NEW	PCLN	07/22/09	121,367.40	10/30/09	155,802.19	34,434.79
6,266.000	QUALCOMM INC	QCOM	02/02/09	218,432.60	07/08/09	272,386.66	53,954.06



RBC Wealth Management

RBC Wealth Management, a division of
RBC Capital Markets Corporation, Member NYSE/FINRA/SIPC



**RBC ADVISOR
ACCOUNT STATEMENT
2009 ANNUAL STATEMENT
DUPLICATE COPY**

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
0.880	SUNCOR ENERGY INC NEW	SU	03/25/09	20.54	08/04/09	29.62	9.08
4,092.000	VISA INC	V	09/25/08	270,449.60	06/12/09	265,244.11	-5,205.49
	CL A COMMON STOCK						
Short Term Subtotal							213,513.06
Long Term							
2,861.000	AFFILIATED MANAGERS GROUP INC	AMG	10/25/07	367,736.91	06/12/09	163,469.13	-204,267.78
525.000	AUTOMATIC DATA PROCESSING INC	ADP	06/06/07	25,977.03	06/12/09	19,418.81	-6,558.22
5,853.000	AUTOMATIC DATA PROCESSING INC	ADP	06/21/07	286,721.47	06/12/09	216,491.93	-70,229.54
105.000	BERKSHIRE HATHAWAY INC	BRKB	08/28/07	416,006.21	06/12/09	312,396.23	-103,609.98
	CL B						
3,723.000	COLGATE PALMOLIVE CO	CL	05/15/08	266,428.92	06/12/09	263,579.33	-2,849.59
5,398.000	COST CO WHOLESALE CORP-NEW	COST	06/06/08	388,647.18	06/12/09	248,829.45	-139,817.73
12,098.000	WALT DISNEY CO	DIS	04/23/08	382,663.32	06/12/09	298,756.09	-83,907.23
Long Term Subtotal							-611,240.07
TOTAL REALIZED GAIN OR LOSS							-397,727.01

DUPLICATE STATEMENTS

This statement is a duplicate. The original was sent to

DIAN GRAVES OWEN PRIVATE
FOUNDATION
LLENROC CAPITAL LLC
400 PINE ST STE 1000
ABILENE TX 79601-5142

026980 01YDFD07 019951

DIAN GRAVES OWEN FOUNDATION

75-2682536

EXHIBIT D

DIAN G OWEN FOUNDATION
75-2682536

FIRST FINANCIAL TRUST & ASSET MANAGEMENT CO
REALIZED GAINS & LOSSES
2009

Stock	Shares			
<u>Short Term</u>		<u>Sold</u>	<u>Basis</u>	<u>Capital Gain (loss)</u>
Applied Materials Inc	2927	\$31,578.35	\$54,858.13	(\$23,279.78)
Applied Materials Inc	2336	\$24,827.33	\$43,781.54	(\$18,954.21)
Ishares MSCI Emerging MKT IN	403	\$15,938.39	\$9,678.73	\$6,259.66
Perdigao S A	616	\$15,882.23	\$31,482.81	(\$15,600.58)
		\$2,281.46	\$5,576.75	(\$3,295.29)
SHORT-TERM Total		<u>\$90,507.76</u>	<u>\$145,377.96</u>	<u>(\$54,870.20)</u>
<u>Long Term</u>				
Arch Coal Incorporated	2025	\$34,988.66	\$69,153.25	(\$34,164.59)
Best Buy	584	\$22,162.19	\$23,385.69	(\$1,223.50)
Best Buy	1302	\$47,056.42	\$52,137.29	(\$5,080.87)
Boeing	2113	\$85,292.00	\$141,132.34	(\$55,840.34)
Core Laboratories	368	\$37,103.74	\$39,081.44	(\$1,977.70)
Ishares MSCI Emerging MKT IN	269	\$11,147.27	\$10,432.45	\$714.82
T Rowe Price INTL Latin Amer I	2,315	\$101.56	\$131.45	(\$29.89)
Vanguard Prec Metal and MI-IN	1,387.97	\$18,418.40	\$45,021.49	(\$26,603.09)
LONG-TERM TOTAL		<u>\$256,270.24</u>	<u>\$380,475.40</u>	<u>(\$124,205.16)</u>
Total		<u>\$346,778.00</u>	<u>\$525,853.36</u>	<u>(\$179,075.36)</u>



Statement Detail

OWEN DIAN FOUNDATION THORNBURG

Realized Gains and Losses

Period Ended December 31, 2009

YEAR TO DATE GAINS AND LOSSES

This information is for general guidance and should not be used for tax purposes. You should use only your official Form 1099's or other tax records for tax reporting. This information is not, and should not be construed as tax, accounting or legal advice. Please consult with your tax advisor regarding the tax consequences of your investment decisions. The cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account were provided by you or a third party and Goldman Sachs makes no representation as to the accuracy of such information.

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
NOVO-NORDISK A/S ADR CMN	Mar 11 2005	Jan 07 2009	78.00	4,228.77	2,229.24	0.00	1,999.53	1,999.53	LT
	Apr 11 2005	Jan 07 2009	62.00	3,361.33	1,800.58	0.00	1,560.75	1,560.75	LT
	Apr 13 2005	Jan 07 2009	102.00	5,529.83	2,970.36	0.00	2,559.56	2,559.56	LT
SUNCOR ENERGY INC. CMN	Jul 25 2008	Jan 15 2009	372.00	7,406.22	19,978.41	0.00	(12,572.19)	(12,572.19)	ST
	Jul 29 2008	Jan 15 2009	388.00	7,724.77	20,330.97	0.00	(12,606.21)	(12,606.21)	ST
	Aug 20 2008	Jan 15 2009	215.00	4,280.48	11,962.56	0.00	(7,682.08)	(7,682.08)	ST
CHINA MOBILE LIMITED SPONSORED ADR CMN	Jan 22 2007	Jan 16 2009	143.00	6,354.00	6,725.64	0.00	(371.64)	(371.64)	LT
	May 30 2007	Jan 16 2009	11.00	488.77	508.23	0.00	(19.46)	(19.46)	LT
NOVARTIS AG-ADR SPONSORED ADR CMN	Dec 30 2004	Jan 16 2009	62.00	2,925.45	3,134.80	0.00	(209.36)	(209.36)	LT
	May 11 2006	Jan 16 2009	151.00	7,124.88	8,603.81	0.00	(1,478.94)	(1,478.94)	LT
HANG LUNG PPTYS LTD SPONSORED ADR CMN	Jun 15 2007	Jan 20 2009	290.00	3,206.22	5,108.96	0.00	(1,902.74)	(1,902.74)	LT
	Aug 04 2005	Jan 21 2009	179.00	3,299.59	5,260.06	0.00	(1,960.47)	(1,960.47)	LT
VODAFONE GROUP PLC SPONSORED ADR CMN	Jan 28 2006	Jan 21 2009	443.00	8,166.04	10,966.05	0.00	(2,800.01)	(2,800.01)	LT
	Jun 15 2007	Jan 22 2009	348.00	3,768.04	6,130.75	0.00	(2,362.71)	(2,362.71)	LT
	Jun 15 2007	Jan 23 2009	227.00	2,465.78	3,999.08	0.00	(1,533.30)	(1,533.30)	LT
SWISS REINSURANCE SPONSORED ADR CMN	Jan 25 2008	Jan 26 2009	433.00	11,487.16	32,929.61	0.00	(21,442.45)	(21,442.45)	LT
	Jan 25 2008	Jan 27 2009	89.00	2,335.13	6,768.44	0.00	(4,433.31)	(4,433.31)	LT
	Feb 01 2008	Jan 27 2009	285.00	7,477.67	21,641.13	0.00	(14,163.46)	(14,163.46)	ST
TELEFONICA S.A. ADR SPONSORED ADR CMN	Feb 01 2007	Jan 27 2009	110.00	6,208.82	7,258.01	0.00	(1,049.19)	(1,049.19)	LT
SHORT TERM LOSSES									
			26,889.13	73,913.07		0.00	(47,023.94)	(47,023.94)	
NET SHORT TERM GAINS (LOSSES)									
			26,889.13	73,913.07		0.00	(47,023.94)	(47,023.94)	
LONG TERM GAINS									
			13,120.02	7,000.18		0.00	6,119.84	6,119.84	
LONG TERM LOSSES									
			57,829.87	97,393.44		0.00	(39,563.57)	(39,563.57)	
NET LONG TERM GAINS (LOSSES)									
			70,949.89	104,303.62		0.00	(33,443.73)	(33,443.73)	

Page 8 of 16

2009 Informational Tax Statement

C36L001520-X

2009 Realized Gain/Loss Summary

(includes sale proceeds not reported on Form 1099-B)

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such. Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement. Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your call order. An asterisk (*) indicates a UBS Financial Services adjustment to cost basis. The number *1* indicates cost basis information has been provided by a source other than UBS Financial Services. Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here. "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated.

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium. The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different. Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification. The potential application of the "Constructive Sale" provisions (See 1259) for short-against-the-box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor.

	Purchase	Sale	Gains	Losses	Net
					Gain/Loss
Short-term Gain/Loss	\$ 765,068.84	\$ 1,007,735.67	\$ 248,910.70	\$ -6,243.87	\$ 242,666.83
Sub Total	\$ 765,068.84	\$ 1,007,735.67	\$ 248,910.70	\$ -6,243.87	\$ 242,666.83
Total	\$ 765,068.84	\$ 1,007,735.67	\$ 248,910.70	\$ -6,243.87	\$ 242,666.83

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
BUCKEYE GP HOLDINGS LP	Trade	1,000.000		12/05/08	24,399.78	11,580.00	12,819.78		Y
UNIT REPTG LP INTS	Trade	1,000.000		12/09/08	24,399.78	11,910.00	12,489.78		Y
	Trade	450.000		12/18/08	10,979.90	5,773.50	5,206.40		Y
COPANO ENERGY LLC COM	Trade	1,000.000		11/05/08	17,709.53	22,140.00	-4,430.47		Y
UNITS MLP	Trade	500.000		11/06/08	8,854.77	9,575.00	-720.23		Y
	Trade	1,000.000		11/07/08	17,709.53	18,800.00	-1,090.47		Y
	Trade	500.000		11/10/08	8,854.77	8,810.00	44.77		Y
	Trade	500.000		11/12/08	8,854.77	7,570.00	1,284.77		Y
	Trade	250.000		11/14/08	4,427.38	3,665.00	762.38		Y
	Trade	250.000		11/17/08	4,427.38	3,565.00	862.38		Y
	Trade	1,000.000		11/18/08	17,709.53	12,600.00	5,109.53		Y
	Trade	2,000.000		11/26/08	35,419.07	21,340.00	14,079.07		Y

Continued on page 7

2009 Informational Tax Statement

C36L001521-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Quantity/ Face Value	Activity Type	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
COPANO ENERGY LLC COM UNITS MLP	50,000	Trade		01/06/09	09/24/09	885.48	707.80	177.68		Y
ENBRIDGE ENERGY MANAGEMENT LLC	888	Cash in lieu		10/31/08	02/13/09	27.02	29.72	-2.70		Y
	545,000	Trade		10/31/08	06/02/09	21,858.38	18,661.70	3,196.68		Y
ENERGY TRANSFER PARTNERS LP MLP	600,000	Trade		10/31/08	09/24/09	25,872.53	22,932.00	2,940.53		Y
	150,000	Trade		11/18/08	09/24/09	6,468.13	4,665.00	1,803.13		Y
ENTERPRISE PRODUCTS PARTNER LP MLP	500,000	Trade		10/30/08	09/24/09	13,944.31	12,360.00	1,584.31		Y
	500,000	Trade		10/31/08	09/24/09	13,944.31	12,190.00	1,754.31		Y
	500,000	Trade		11/03/08	09/24/09	13,944.31	12,315.00	1,629.31		Y
	500,000	Trade		11/07/08	09/24/09	13,944.31	12,045.00	1,899.31		Y
	250,000	Trade		11/11/08	09/24/09	6,972.15	5,952.50	1,019.65		Y
	250,000	Trade		11/17/08	09/24/09	6,972.15	5,605.00	1,367.15		Y
	1,000,000	Trade		11/26/08	09/24/09	27,888.61	19,340.00	8,548.61		Y
	500,000	Trade		12/01/08	09/24/09	13,944.31	10,280.00	3,664.31		Y
	250,000	Trade		12/18/08	09/24/09	6,972.15	5,237.50	1,734.65		Y
	500,000	Trade		12/23/08	09/24/09	13,944.31	10,270.00	3,674.31		Y
	250,000	Trade		04/09/09	09/24/09	6,972.15	5,369.75	1,602.40		Y
	620,000	Trade		12/30/08	11/18/09	18,368.37	9,190.00	9,178.37		Y
	300,000	Trade		03/13/09	11/18/09	8,887.92	5,261.37	3,626.55		Y
MAGELLAN MIDSTREAM PARTNERS LP	500,000	Trade		10/31/08	09/24/09	18,781.03	17,780.00	1,001.03		Y
	750,000	Trade		11/03/08	09/24/09	28,171.55	26,970.00	1,201.55		Y
	500,000	Trade		11/05/08	09/24/09	18,781.03	16,630.00	2,151.03		Y
	250,000	Trade		11/06/08	09/24/09	9,390.52	7,987.50	1,403.02		Y
	300,000	Trade		11/10/08	09/24/09	11,268.62	9,774.00	1,494.62		Y
	500,000	Trade		11/13/08	09/24/09	18,781.03	14,035.00	4,746.03		Y
MAGELLAN MIDSTREAM HOLDINGS LP UNITS	1,000,000	Trade		10/30/08	09/24/09	23,420.88	18,680.00	4,740.88		Y
REPSTG LTD PARTNER INTS	1,000,000	Trade		11/07/08	09/24/09	23,420.88	17,300.00	6,120.88		Y
PLAINS ALL AMER PIPELINE LP UNIT LTD PARTNERSHIP INT MLP	250,000	Trade		12/18/08	09/24/09	11,857.19	8,605.00	3,252.19		Y
	300,000	Trade		12/22/08	09/24/09	14,228.63	9,837.00	4,391.63		Y
	500,000	Trade		10/31/08	09/24/09	23,714.38	19,950.00	3,764.38		Y
	200,000	Trade		11/11/08	09/24/09	9,485.75	7,718.00	1,767.75		Y

00000211 00000635 Continued on page 8

2009 Informational Tax Statement

C36L001522-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
PLAINS ALL AMER PIPELINE LP UNIT LTD PARTNERSHIP INT MLP	Trade	100,000		11/18/08	09/24/09	4,742.88	3,252.00	1,490.88		Y
	Trade	200,000		12/03/08	09/24/09	9,485.75	6,436.00	3,049.75		Y
	Trade	200,000		12/30/08	09/24/09	9,485.75	6,446.00	3,039.75		Y
	Trade	250,000		01/08/09	09/24/09	11,857.19	9,429.50	2,427.69		Y
SUNOCO LOGISTICS PARTNERS LP COM UNITS	Trade	500,000		10/30/08	09/24/09	29,400.91	21,520.00	7,880.91		Y
	Trade	200,000		11/03/08	09/24/09	11,760.36	9,174.00	2,586.36		Y
	Trade	200,000		11/11/08	09/24/09	11,760.36	8,878.00	2,882.36		Y
	Trade	100,000		12/10/08	09/24/09	5,880.18	4,485.00	1,395.18		Y
	Trade	500,000		12/16/08	09/24/09	29,400.91	22,515.00	6,885.91		Y
	Trade	100,000		12/18/08	09/24/09	5,880.18	4,604.00	1,276.18		Y
	Trade	200,000		12/19/08	09/24/09	11,760.36	8,636.00	3,124.36		Y
TC PIPELINES LP INT MLP	Trade	1,250,000		10/29/08	09/24/09	46,886.15	31,887.50	14,998.65		Y
	Trade	500,000		11/03/08	09/24/09	18,754.46	13,280.00	5,474.46		Y
	Trade	500,000		11/04/08	09/24/09	18,754.46	13,500.00	5,254.46		Y
	Trade	250,000		11/06/08	09/24/09	9,377.23	6,517.50	2,859.73		Y
	Trade	300,000		11/07/08	09/24/09	11,252.68	7,938.00	3,314.68		Y
	Trade	200,000		11/10/08	09/24/09	7,501.78	5,058.00	2,443.78		Y
TEPPCO PARTNERS LP INT UNITS ***MERGER EFF 10/2009** MLP	Trade	1,250,000		10/30/08	09/24/09	42,792.34	34,412.50	8,379.84		Y
	Trade	500,000		10/31/08	09/24/09	17,116.94	14,000.00	3,116.94		Y
	Trade	250,000		11/04/08	09/24/09	8,558.47	7,247.50	1,310.97		Y
	Trade	500,000		11/10/08	09/24/09	17,116.94	13,725.00	3,391.94		Y
	Trade	1,000,000		12/05/08	09/24/09	34,233.87	17,730.00	16,503.87		Y
	Trade	500,000		12/08/08	09/24/09	17,116.94	9,390.00	7,726.94		Y
Total Short-Term Gain/Loss						1,007,735.67	765,068.84	242,666.83		

C36L001.534-X

2009 Informational Tax Statement

2009 Realized Gain/Loss Summary (Includes sale proceeds not reported on Form 1099-B)

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such. Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement. Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. An asterisk (*) indicates a UBS Financial Services adjustment to cost basis. The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services. Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here. "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated.

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium. The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different.

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification. The potential application of the "Constructive Sale" provisions (Sec 1259) for short-against-the-box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor.

	Purchase	Sale	Gains	Losses	Net
					Gain/Loss
Short-term Gain/Loss	\$ 1,191,959.97	\$ 1,059,810.53	\$ 136,213.38	\$ -268,362.82	\$ -132,149.44
Long-term Gain/Loss	1,385,760.32	919,490.11	43,024.03	-509,294.24	-466,270.21
Sub Total:	\$ 2,577,720.29	\$ 1,979,300.64	\$ 179,237.41	\$ -777,657.06	\$ -598,419.65
Total:	\$ 2,577,720.29	\$ 1,979,300.64	\$ 179,237.41	\$ -777,657.06	\$ -598,419.65

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
ALCATEL-LUCENT SPON ADR	Trade	3,608,000		03/19/09	04/09/09	7,511.46	5,385.96	1,525.50		Y
	Trade	2,230,000		03/19/09	08/26/09	8,398.18	3,701.80	4,696.38		Y
	Trade	2,886,000		03/19/09	08/27/09	10,823.09	4,790.76	6,032.33		Y
ALUMINA LTD SPON ADR	Trade	2,495,000		03/19/09	04/13/09	10,229.73	7,290.14	2,939.59		Y
BARRICK GOLD CORP	Trade	175,000		03/19/09	10/20/09	6,631.57	5,804.66	826.91		Y
	Trade	252,000		03/19/09	11/19/09	11,028.49	8,358.71	2,669.78		Y
BP PLC SPON ADR	Trade	284,000		03/19/09	10/27/09	16,466.58	11,533.10	4,933.48		Y

Continued on page 13

2009 Informational Tax Statement

C36L001535-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADS SPON ADR	Trade	395 000		03/19/09	07/22/09	11,555 46	8,948 69	2,606 77		Y
	Trade	333 000		03/19/09	07/23/09	9,749 55	7,544 08	2,205 47		Y
DAI NIPPON PRINTING CO SPON ADR	Trade	647 000		03/19/09	07/01/09	8,837 79	6,049 45	2,788 34		Y
FANUC LTD ADR	Trade	432 000		12/16/08	03/19/09	15,011 92	14,169 60	842 32		Y
	Trade	372 000		12/17/08	03/19/09	12,928 93	12,711 24	215 69		Y
FUJI FILM HOLDINGS CORP ADR	Trade	345 000		03/19/09	07/21/09	10,452 23	7,625 19	2,827 04		Y
HANG LUNG PROPERTIES LTD SPON ADR	Trade	1,894 000		08/19/08	03/19/09	20,246 75	28,353 18	-8,106 43		Y
HENNES & MAURITZ AB ADR	Trade	5,782 000		06/10/08	03/19/09	46,833 94	64,006 74	-17,172 80		Y
	Trade	1,573 000		07/28/08	03/19/09	12,741 23	16,610 88	-3,869 65		Y
	Trade	1,108 000		09/15/08	03/19/09	8,974 75	10,359 80	-1,385 05		Y
IVANHOE MINES LTD	Trade	796 000		03/19/09	08/18/09	7,050 22	4,290 44	2,759 78		Y
	Trade	260 000		03/19/09	11/09/09	3,326 66	1,401 40	1,925 26		Y
	Trade	700 000		03/19/09	11/16/09	8,936 25	3,773 00	5,163 25		Y
JULIUS BAER HLDG LTD**NAME CHANGE 10/2009** ADR	Trade	1,763 000		10/29/08	03/19/09	9,226 08	12,058 92	-2,832 84		Y
	Trade	1,848 000		10/31/08	03/19/09	9,670 90	14,174 16	-4,503 26		Y
	Trade	1,812 000		11/17/08	03/19/09	9,482 51	12,828 96	-3,346 45		Y
	Trade	842 000		01/26/09	03/19/09	4,406 33	5,163 99	-757 66		Y
	Trade	1,061 000		01/27/09	03/19/09	5,552 40	6,442 60	-890 20		Y
KOMATSU LTD SPON ADR NEW	Trade	247 000		10/21/08	03/19/09	11,636 11	11,127 35	508 76		Y
LOGITECH INTL SA REG NAMEN-AKT	Trade	342 000		04/16/08	03/19/09	3,416 60	8,738 10	-5,321 50		Y
	Trade	396 000		04/17/08	03/19/09	3,956 06	10,204 92	-6,248 86		Y
	Trade	367 000		11/21/08	03/19/09	3,666 35	4,359 96	-693 61		Y
	Trade	507 000		01/22/09	03/19/09	5,064 91	5,452 48	-387 57		Y

00000258 00000940 Continued on page 14

2009 Informational Tax Statement

C38L001338-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
LVMH MOET HENNESSY LOUIS NEW ADR	Trade	2,266 000		11/07/08	03/19/09	30,182.95	29,163.42	1,019.53		Y
	Trade	967 000		11/12/08	03/19/09	12,880.37	10,869.08	2,011.29		Y
	Trade	608 000		11/18/08	03/19/09	8,098.52	6,219.84	1,878.68		Y
	Trade	613 000		11/20/08	03/19/09	8,165.12	6,044.18	2,120.94		Y
	Trade	837 000		01/16/09	03/19/09	11,148.78	9,242.99	1,905.79		Y
MAGNA INTL INC CL A SUB VTG CANADA ORD	Trade	345 000		03/19/09	04/06/09	11,295.85	9,017.64	2,278.21		Y
	Trade	195 000		03/19/09	08/06/09	9,593.65	5,096.93	4,496.72		Y
	Trade	395 000		03/19/09	08/07/09	19,426.15	10,324.55	9,101.60		Y
	Trade	69 000		03/19/09	08/10/09	3,379.43	1,803.53	1,575.90		Y
	Trade	221 000		03/19/09	11/06/09	11,133.05	5,776.52	5,356.53		Y
NATL BANK GREECE SA SPON ADR	Trade	1,611 000		03/28/08	03/19/09	4,867.94	16,706.07	-11,838.13		Y
	Trade	2,340 000		04/21/08	03/19/09	7,070.75	24,336.00	-17,265.25		Y
	Trade	2,037 000		12/10/08	03/19/09	6,155.17	7,129.50	-974.33		Y
	Trade	1,576 000		12/30/08	03/19/09	4,782.18	5,862.72	-1,100.54		Y
NEWMONT MINING CORP (HOLDING CO)	Trade	188 000		03/19/09	07/07/09	7,447.19	8,070.84	-623.65		Y
	Trade	467 000		03/19/09	07/10/09	17,586.43	20,048.31	-2,461.88		Y
	Trade	487 000		03/19/09	10/29/09	20,709.62	20,906.91	-197.29		Y
OSTERREICHISCHE ADR	Trade	689 000		04/21/08	03/19/09	5,029.68	11,030.89	-6,001.21		Y
	Trade	721 000		04/22/08	03/19/09	5,263.28	11,211.55	-5,948.27		Y
POTASH CORP SASK INC CANADA	Trade	56 000		09/16/08	03/19/09	4,477.82	8,806.56	-4,328.74		Y
RECKITT BENCKISER GROUP PLC ADR	Trade	3,032 000		10/13/08	03/19/09	21,951.56	26,378.40	-4,426.84		Y
	Trade	1,467 000		12/17/08	03/19/09	10,621.02	11,442.60	-821.58		Y
ROHM CO LTD ADR	Trade	575 000		03/19/09	03/23/09	14,959.46	15,697.50	-738.04		Y
SANOFI-AVENTIS SA SPON ADR	Trade	307 000		03/19/09	10/28/09	11,805.22	8,506.82	3,298.40		Y
SAP AG SPON ADR	Trade	866 000		05/19/08	03/19/09	32,619.44	45,023.34	-12,403.90		Y
	Trade	415 000		05/29/08	03/19/09	15,631.73	22,895.55	-7,263.82		Y
	Trade	323 000		10/07/08	03/19/09	12,166.38	12,089.89	76.49		Y

Continued on page 15

EXHIBIT G

Page 15 of 19 UBS Financial Services Inc.

2009 Informational Tax Statement

C36L001337-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face Value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
SAP AG SPON ADR	Trade	195,000		10/10/08	03/19/09	7,382.69	6,564.04	818.65		Y
	Trade	170,000		10/16/08	03/19/09	6,403.36	5,905.80	497.56		Y
SCHLUMBERGER LTD NETHERLANDS ANTILLES	Trade	158,000		12/09/08	03/19/09	7,143.66	6,719.74	423.92		Y
	Trade	161,000		12/15/08	03/19/09	7,279.30	6,799.03	480.27		Y
SIEMENS A G SPON ADR	Trade	100,000		03/19/09	10/29/09	9,568.21	5,974.60	3,593.61		Y
SMITH & NEPHEW PLC NEW SPON ADR	Trade	369,000		07/10/08	03/19/09	12,449.15	19,886.96	-7,417.81		Y
	Trade	314,000		08/01/08	03/19/09	10,593.59	17,075.32	-6,481.73		Y
	Trade	195,000		09/24/08	03/19/09	6,578.82	10,900.50	-4,321.68		Y
	Trade	187,000		09/30/08	03/19/09	6,308.92	9,839.94	-3,531.02		Y
	Trade	222,000		10/24/08	03/19/09	7,489.73	8,602.50	-1,112.77		Y
SOCIETE GENERALE FRANCE SPONS ADR	Trade	625,000		03/19/09	10/02/09	9,601.69	4,906.25	4,695.44		Y
STORA ENSO OYJ REPSTG SER R SHS SPON ADR	Trade	1,775,000		03/19/09	03/06/09	11,324.73	7,011.25	4,313.48		Y
	Trade	3,311,000		03/19/09	08/07/09	20,852.14	13,078.45	7,773.69		Y
	Trade	1,685,000		03/19/09	08/19/09	11,112.29	6,655.75	4,456.54		Y
	Trade	575,000		03/19/09	09/15/09	4,148.17	2,271.25	1,876.92		Y
	Trade	948,000		03/19/09	09/16/09	6,974.16	3,744.60	3,229.56		Y
SUNCOR ENERGY INC NEW	Trade	350,000		03/19/09	08/20/09	11,149.91	9,407.83	1,742.08		Y
	Trade	293,000		03/19/09	10/01/09	9,916.44	7,875.69	1,940.75		Y
SUNCOR INC ** MERGER EFF: 07/2009**	Trade	263,000		03/19/09	07/15/09	7,704.99	7,069.31	635.68		Y
TDK CORP ADR JAPAN ADR	Trade	255,000		03/19/09	08/03/09	13,485.25	10,167.97	3,317.28		Y
	Trade	212,000		03/19/09	06/24/09	12,226.23	8,453.37	3,772.86		Y
TECHNIP SA NEW SPON ADR	Trade	300,000		03/19/09	07/24/09	17,875.70	11,535.00	6,340.70		Y
TELEFONICA S A SPON ADR	Trade	248,000		06/16/08	03/19/09	15,081.67	20,378.16	-5,296.49		Y
	Trade	264,000		08/01/08	03/19/09	16,054.67	20,523.36	-4,468.69		Y
TNT N V SPON ADR	Trade	484,000		03/31/09	10/13/09	13,199.40	8,029.86	5,169.54		Y

00000258 00000341 Continued on page 16

2009 Informational Tax Statement

C26L001538-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
TOTAL S.A. FRANCE SPON ADR	Trade	776,000		06/16/08	03/19/09	40,150.79	63,073.28	-22,922.49		Y
	Trade	227,000		06/24/08	03/19/09	11,745.15	18,591.30	-6,846.15		Y
TURKCELL ILETISIM HIZMETLERI A S NEW ADR	Trade	470,000		05/14/08	03/19/09	5,382.83	8,845.40	-3,462.57		Y
	Trade	995,000		05/14/08	03/19/09	11,395.58	18,755.75	-7,360.17		Y
	Trade	1,164,000		05/15/08	03/19/09	13,331.11	22,407.00	-9,075.89		Y
	Trade	328,000		05/15/08	03/19/09	3,756.53	6,399.28	-2,642.75		Y
	Trade	1,125,000		05/20/08	03/19/09	12,884.44	21,330.00	-8,445.56		Y
	Trade	591,000		09/16/08	03/19/09	6,768.63	8,380.38	-1,611.75		Y
VESTAS WIND SYSTEMS A/S ADR	Trade	488,000		08/08/08	03/19/09	7,319.96	19,822.56	-12,502.60		Y
	Trade	520,000		08/15/08	03/19/09	7,799.96	21,247.20	-13,447.24		Y
	Trade	398,000		09/09/08	03/19/09	5,969.97	15,203.60	-9,233.63		Y
	Trade	347,000		09/30/08	03/19/09	5,204.98	9,861.74	-4,656.76		Y
	Trade	376,000		01/15/09	03/19/09	5,639.95	6,592.11	-952.16		Y
WAL MART DE MEXICO SAB DE CV CL V SPON ADR	Trade	187,000		10/08/08	03/19/09	4,403.83	4,613.29	-209.46		Y
	Trade	311,000		11/18/08	03/19/09	7,324.01	7,778.11	-454.10		Y
	Trade	284,000		01/23/09	03/19/09	6,688.17	6,140.05	548.12		Y
Total Short-Term Gain/Loss						1,059,810.53	1,191,959.97	-132,149.44		

Long-Term Gain/Loss

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
GROUPE DANONE SPONSORED ADR**NAME CHANGE 05/08/09** FRANCE ADR	Trade	4,902,000		03/06/07	03/19/09	44,509.91	70,392.72	-25,882.81		Y
LIANG LUNG PROPERTIES LTD SPON ADR	Trade	640,000		06/15/07	03/19/09	6,841.57	11,276.80	-4,435.23		Y
	Trade	1,087,000		06/20/07	03/19/09	11,619.97	19,489.91	-7,869.94		Y
	Trade	251,000		11/07/07	03/19/09	2,683.18	5,670.09	-2,986.91		Y
	Trade	495,000		11/08/07	03/19/09	5,291.52	11,147.40	-5,855.88		Y

Continued on page 17

2009 Informational Tax Statement

C35L001539-X

Long-Term Gain/Loss - continued

This section includes securities held for more than one year and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
KINGFISHER PLC NEW SPON ADR	Trade	1,256 000		12/30/04	03/19/09	4,998 86	15,411 12	-10,412 26		Y
	Trade	2,088 000		05/11/06	03/19/09	8,310 20	19,627 20	-11,317 00		Y
	Trade	1,833 000		06/30/06	03/19/09	7,295 30	16,332 03	-8,036 73		Y
	Trade	4,436 000		02/01/07	03/19/09	17,655 19	43,029 20	-25,374 01		Y
	Trade	1,483 000		12/04/07	03/19/09	5,902 31	9,461 54	-3,559 23		Y
KOMATSU LTD SPON ADR NEW	Trade	217 000		08/16/06	03/19/09	10,222 82	16,324 91	-6,102 09		Y
	Trade	289 000		10/20/06	03/19/09	13,614 72	21,588 30	-7,973 58		Y
	Trade	189 000		12/03/07	03/19/09	8,903 74	23,020 20	-14,116 46		Y
LOGITECH INTL SA REG NAMEN-AKT	Trade	609 000		06/27/05	03/19/09	6,083 94	9,737 91	-3,653 97		Y
	Trade	408 000		06/28/05	03/19/09	4,075 94	6,638 16	-2,562 22		Y
	Trade	400 000		08/09/05	03/19/09	3,996 02	7,820 00	-3,823 98		Y
	Trade	244 000		07/23/07	03/19/09	2,437 57	6,875 92	-4,438 35		Y
	Trade	461 000		07/24/07	03/19/09	4,505 42	12,940 27	-8,434 85		Y
	Trade	382 000		11/01/07	03/19/09	3,816 20	13,507 52	-9,691 32		Y
	Trade	490 000		01/18/08	03/19/09	4,895 13	13,656 30	-8,761 17		Y
NATL BANK GREECE SA SPON ADR	Trade	945 000		12/28/07	03/19/09	2,855 50	12,549 60	-9,694 10		Y
	Trade	1,044 000		12/31/07	03/19/09	3,154 64	13,968 72	-10,814 08		Y
	Trade	3,258 000		01/02/08	03/19/09	9,844 65	43,396 56	-33,551 91		Y
	Trade	1,687 000		01/08/08	03/19/09	5,097 59	22,639 54	-17,541 95		Y
	Trade	756 000		01/09/08	03/19/09	2,284 40	10,092 60	-7,808 20		Y
NESTLE S A SPONSORED ADR REPSTG REG SHS SWITZ ADR	Trade	631 000		05/09/07	03/19/09	20,298 59	25,132 73	-4,834 14		Y
	Trade	892 000		06/22/07	03/19/09	28,694 68	32,816 68	-4,122 00		Y
	Trade	535 000		08/16/07	03/19/09	17,210 38	21,164 60	-3,954 22		Y
NINTENDO LTD ADR NEW JAPAN ADR	Trade	1,023 000		01/26/07	03/19/09	37,880 21	35,743 62	2,136 59		Y
	Trade	403 000		06/21/07	03/19/09	14,914 63	18,151 12	-3,236 49		Y
NOKIA CORP SPONS ADR FINLAND ADR	Trade	1,842 000		01/05/07	03/19/09	22,401 19	36,674 22	-14,273 03		Y
	Trade	933 000		01/22/07	03/19/09	11,346 53	18,576 03	-7,229 50		Y
	Trade	210 000		01/22/07	04/23/09	3,135 51	4,181 10	-1,045 59		Y
	Trade	149 000		01/22/08	04/23/09	2,224 72	4,700 95	-2,476 23		Y
NOVARTIS AG SPON ADR	Trade	200 000		05/11/06	03/19/09	7,588 15	11,396 00	-3,807 85		Y
	Trade	154 000		05/11/06	12/02/09	8,661 49	8,774 92	-113 43		Y

00000258 00000942 Continued on page 18

2009 Informational Tax Statement

C36L001540-X

Long-Term Gain/Loss - continued

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
NOVARTIS AG SPON ADR	Trade	121,000		09/29/06	12/02/09	6,805.46	7,091.81	-286.35		Y
NOVO NORDISK ADR DENMARK ADR	Trade	114,000		04/13/05	03/19/09	5,270.43	3,319.68	1,950.75		Y
	Trade	898,000		05/11/06	03/19/09	41,516.12	29,867.48	11,648.64		Y
	Trade	686,000		02/28/07	03/19/09	31,714.98	29,093.26	2,621.72		Y
QAO GAZPROM LEVEL 1 ADR	Trade	735,000		06/14/07	03/19/09	10,944.09	28,959.00	-18,014.91		Y
PROGRAM (RUSSIA) SPON ADR	Trade	1,098,000		06/15/07	03/19/09	16,349.13	44,447.04	-28,097.91		Y
	Trade	292,000		10/18/07	03/19/09	4,347.86	13,767.80	-9,419.94		Y
OSTERREICHISCHE ADR	Trade	652,000		03/17/08	03/19/09	4,759.58	9,708.28	-4,948.70		Y
	Trade	119,000		03/18/08	03/19/09	868.70	1,770.72	-902.02		Y
POTASH CORP SASK INC CANADA	Trade	240,000		08/23/07	03/19/09	19,190.65	20,160.00	-969.35		Y
ROCHE HLDG LTD SPONS ADR SWITZ ADR	Trade	137,000		05/11/06	03/19/09	4,411.62	5,524.53	-1,112.91		Y
	Trade	146,000		12/05/06	03/19/09	4,701.41	6,558.45	-1,857.04		Y
	Trade	622,000		02/28/07	03/19/09	20,029.31	27,801.94	-7,772.63		Y
	Trade	288,000		11/01/07	03/19/09	9,274.01	12,314.99	-3,040.98		Y
	Trade	242,000		01/09/08	03/19/09	7,792.76	11,229.79	-3,437.03		Y
	Trade	242,000		01/09/08	03/19/09	7,792.75	11,229.79	-3,437.04		Y
	Trade	137,000		05/11/06	03/19/09	4,411.60	5,524.52	-1,112.92		Y
	Trade	146,000		12/05/06	03/19/09	4,701.41	6,558.44	-1,857.03		Y
	Trade	288,000		11/01/07	03/19/09	9,274.01	12,315.00	-3,040.99		Y
ROGERS COMMUNICATIONS INC NON VTG SHS CL B	Trade	297,000		05/11/06	03/19/09	7,161.67	5,954.85	1,206.82		Y
	Trade	822,000		08/01/06	03/19/09	19,321.19	19,037.52	283.67		Y
	Trade	627,000		03/11/08	03/19/09	15,119.08	24,070.53	-8,951.45		Y
SABMILLER PLC SPON ADR	Trade	1,213,000		10/30/06	03/19/09	17,078.95	23,617.11	-6,538.16		Y
	Trade	997,000		11/28/07	03/19/09	14,037.69	27,208.13	-13,170.44		Y
	Trade	536,000		01/22/08	03/19/09	7,546.34	12,118.96	-4,572.12		Y
SCHLUMBERGER LTD NETHERLANDS ANTILLES	Trade	85,000		11/14/07	03/19/09	3,843.10	7,926.25	-4,083.15		Y
	Trade	205,000		01/11/08	03/19/09	9,268.66	19,354.05	-10,085.39		Y
	Trade	159,000		01/22/08	03/19/09	7,188.87	12,355.89	-5,167.02		Y

Continued on page 19

Page 19 of 19 UBS Financial Services Inc.

2009 Informational Tax Statement

C36L001541-X

Long-Term Gain/Loss - continued

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face Value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
TELEFONICA S A SPON ADR	Trade	552 000		02/01/07	03/19/09	33,568.86	43,678.76	-10,109.90		Y
TEVA PHARMACEUTICALS IND	Trade	589,000		05/11/06	03/19/09	24,689.58	22,077.20	2,612.38		Y
LTD ISRAEL ADR	Trade	801,000		11/20/06	03/19/09	34,756.32	25,319.61	9,436.71		Y
	Trade	692,000		12/13/06	03/19/09	30,026.68	22,026.36	8,000.32		Y
	Trade	418,000		04/25/07	03/19/09	18,137.51	15,491.08	2,646.43		Y
TOYOTA MOTOR CORP NEW	Trade	62 000		09/29/06	03/19/09	3,849.01	6,744.36	-2,895.35		Y
JAPAN SPON ADR	Trade	55 000		10/02/06	03/19/09	3,414.45	6,076.40	-2,661.95		Y
	Trade	209,000		04/19/07	03/19/09	12,974.88	25,953.62	-12,978.74		Y
	Trade	27 000		05/02/07	03/19/09	1,676.19	3,246.48	-1,570.29		Y
	Trade	159,000		05/03/07	03/19/09	9,870.84	19,137.24	-9,266.40		Y
	Trade	228 000		01/28/08	03/19/09	14,154.41	23,224.08	-9,069.67		Y
VODAFONE GROUP PLC NEW	Trade	341 000		01/26/06	03/19/09	5,916.93	8,439.75	-2,522.82		Y
SPON ADR	Trade	447 000		05/11/06	03/19/09	7,756.22	12,189.69	-4,433.47		Y
	Trade	191 000		05/11/06	11/30/09	4,335.01	5,208.57	-873.56		Y
WAL MART DE MEXICO SAB	Trade	536 000		05/11/06	03/19/09	12,622.73	17,114.48	-4,491.75		Y
DE CV CL V SPON ADR	Trade	323 000		07/27/07	03/19/09	7,606.61	11,466.50	-3,859.89		Y
	Trade	152 000		07/30/07	03/19/09	3,579.58	5,573.84	-1,994.26		Y
Total Long-Term Gain/Loss						919,490.11	1,385,760.32	-466,270.21		

00000258 00000943

2009 Informational Tax Statement

C3BL001550-X

2009 Realized Gain/Loss Summary (Includes sale proceeds not reported on Form 1099-B)

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B which is reported to the IRS, it is marked as such. Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement. Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VS" order) when you placed your sell order. An asterisk (*) indicates a UBS Financial Services adjustment to cost basis. The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services. Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here. "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated.

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium. The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different. Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification. The potential application of the "Constructive Sale" provisions (Sec 1259) for short-against-the-box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor.

	Purchase		Sale		Gains		Losses		Net	
	Quantity/ Face value	Activity Type	Date Acquired	Date Sold	Original Cost Basis	Purchase date	Sale Amount	Cost or Other Basis	Gain/Loss	Matches 1099-B
Short-term Gain/Loss					\$ 312,171.45		\$ 237,751.71	\$ 21,353.87	\$ -95,773.61	\$ -74,419.74
Long-term Gain/Loss					756,900.11		402,720.77		-354,179.34	-354,179.34
Sub Total					\$ 1,069,071.56		\$ 640,472.48	\$ 21,353.87	\$ -449,952.95	\$ -428,599.08
Total:					\$ 1,069,071.56		\$ 640,472.48	\$ 21,353.87	\$ -449,952.95	\$ -428,599.08

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Quantity/ Face value	Activity Type	Date Acquired	Date Sold	Original Cost Basis	Purchase date	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
ARM HOLDINGS PLC SPON ADR	1,450.000	Trade	05/02/08	03/18/09			6,495.97	9,294.50	-2,798.53		Y
BAIDU INC ADS REPSNTG CL A ORD SHS	228.000	Trade	01/16/09	03/18/09			39,745.23	25,679.43	14,065.80		Y
	52.000	Trade	01/27/09	03/18/09			9,064.70	5,983.27	3,081.43		Y
BNP PARIBAS SA ADR	1,188.000	Trade	05/15/08	03/18/09			24,256.33	64,936.08	-40,679.75		Y
	406.000	Trade	06/11/08	03/18/09			8,289.63	18,943.96	-10,654.33		Y
	176.000	Trade	10/17/08	03/18/09			3,593.53	6,858.72	-3,265.19		Y
	293.000	Trade	10/22/08	03/18/09			5,982.41	11,060.75	-5,078.34		Y
	393.000	Trade	01/07/09	03/18/09			8,024.19	9,289.38	-1,265.19		Y

Continued on page 9

2009 Informational Tax Statement

C36L001551-X

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
BRITISH SKY BROADCASTING GROUP PLC SPONSORED ADR	Trade	549 000		03/19/08	03/18/09	14,142.16	17,551.53	-3,409.37		Y
	Trade	340 000		09/30/08	03/18/09	8,758.36	10,033.40	-1,275.04		Y
CANON INC ADR JAPAN SPON ADR	Trade	341 000		04/17/08	03/18/09	9,110.31	16,524.86	-7,414.55		Y
CARNIVAL CORP NEW (PAIRED STOCK)	Trade	492 000		04/07/08	03/18/09	10,545.37	20,737.80	-10,192.43		Y
	Trade	298 000		11/04/08	03/18/09	6,387.24	7,473.84	-1,086.60		Y
CHINA LIFE INSURANCE CO LTD ADS	Trade	391 000		04/01/08	03/18/09	18,495.45	21,524.55	-3,029.10		Y
	Trade	330 000		04/07/08	03/18/09	15,609.98	19,625.10	-4,015.12		Y
	Trade	247 000		10/24/08	03/18/09	11,683.83	9,642.88	2,040.95		Y
	Trade	273 000		11/12/08	03/18/09	12,913.70	10,748.01	2,165.69		Y
CHINA MOBILE LTD SPON ADR	Trade	175 000		10/08/08	03/18/09	7,663.47	7,815.50	-152.03		Y
CSL LTD ADR	Trade	749 000		01/21/09	03/18/09	7,939.35	8,125.00	-185.65		Y
	Trade	443 000		01/22/09	03/18/09	4,695.78	5,064.91	-369.13		Y
DASSAULT SYSTEMS S A SPON ADR	Trade	117 000		10/08/08	03/18/09	4,354.72	5,257.98	-903.26		Y
Total Short-Term Gain/Loss						237,751.71	312,171.45	-74,419.74		

Long-Term Gain/Loss

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
AIR LIQUIDE ADR FRANCE ADR	Trade	421 000		05/18/06	03/18/09	6,601.25	7,184.89	-593.64		Y
	Trade	1,850 000		09/13/06	03/18/09	29,007.84	34,021.50	-5,013.66		Y
AMERICA MOVIL S.A. DE C.V. SER L SPON ADR	Trade	700 000		05/11/06	03/18/09	19,901.25	27,622.00	-7,720.75		Y
	Trade	428 000		08/23/07	03/18/09	12,168.19	25,333.32	-13,165.13		Y
	Trade	549 000		09/05/07	03/18/09	15,608.26	33,456.06	-17,847.80		Y

00000212 00000640

Continued on page 10

2009 Informational Tax Statement

C38L001552-X

Long-Term Gain/Loss - continued

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
ARM HOLDINGS PLC SPON ADR	Trade	1,623,000		05/03/07	03/18/09	7,271.00	13,438.44	-6,167.44		Y
	Trade	2,438,000		05/04/07	03/18/09	10,922.18	20,576.72	-9,654.54		Y
	Trade	1,282,000		05/08/07	03/18/09	5,653.73	10,576.52	-5,022.79		Y
	Trade	2,144,000		10/12/07	03/18/09	9,605.07	20,282.24	-10,677.17		Y
	Trade	1,126,000		12/07/07	03/18/09	5,044.46	9,221.94	-4,177.48		Y
	Trade	1,711,000		12/10/07	03/18/09	7,665.24	14,030.20	-6,364.96		Y
AXA ADR	Trade	389,000		08/13/07	03/19/09	4,858.82	15,346.05	-10,487.23		Y
	Trade	541,000		01/11/08	03/19/09	6,757.38	20,909.65	-14,152.27		Y
CANON INC ADR JAPAN SPON ADR	Trade	568,000		08/21/07	03/18/09	15,174.95	29,274.72	-14,099.77		Y
	Trade	420,000		08/24/07	03/18/09	11,220.91	23,415.00	-12,194.09		Y
	Trade	367,000		09/10/07	03/18/09	9,804.94	19,663.86	-9,858.92		Y
CARNIVAL CORP NEW (PAIRED STOCK)	Trade	596,000		09/27/06	03/18/09	12,774.47	27,696.12	-14,921.65		Y
	Trade	463,000		10/30/06	03/18/09	9,923.80	22,812.01	-12,888.21		Y
	Trade	294,000		10/31/06	03/18/09	6,301.51	14,494.20	-8,192.69		Y
	Trade	361,000		05/30/07	03/18/09	7,737.56	18,172.74	-10,435.18		Y
	Trade	118,000		05/31/07	03/18/09	2,529.18	5,955.46	-3,426.28		Y
CDN NATL RAILWAY CO FOREIGN STOCK	Trade	501,000		09/14/07	03/19/09	17,765.36	28,045.98	-10,280.62		Y
	Trade	369,000		09/27/07	03/19/09	13,084.67	21,106.80	-8,022.13		Y
CHINA MOBILE LTD SPON ADR	Trade	494,000		05/30/07	03/18/09	21,632.88	22,822.80	-1,189.92		Y
	Trade	461,000		06/20/07	03/18/09	20,187.77	23,907.46	-3,719.69		Y
	Trade	211,000		01/11/08	03/18/09	9,239.96	17,962.43	-8,722.47		Y
COCA COLA HELLENIC BOTTLING CO S.A. SPON ADR	Trade	78,000		05/04/07	03/18/09	1,043.06	2,374.32	-1,331.26		Y
	Trade	660,000		05/07/07	03/18/09	8,825.81	20,512.80	-11,686.99		Y
	Trade	778,000		05/31/07	03/18/09	10,403.76	24,460.32	-14,056.56		Y
	Trade	495,000		10/15/07	03/18/09	6,619.36	19,260.45	-12,641.09		Y
DASSAULT SYSTEMS S A SPON ADR	Trade	396,000		01/25/08	03/18/09	14,739.04	20,960.28	-6,221.24		Y
	Trade	192,000		01/29/08	03/18/09	7,146.20	10,475.52	-3,329.32		Y
E ON AG SPON ADR	Trade	194,000		12/08/06	03/18/09	4,921.76	8,613.60	-3,691.84		Y
	Trade	1,033,000		01/11/07	03/18/09	26,207.06	44,243.39	-18,036.33		Y

Continued on page 11



2009 Informational Tax Statement

C3BL001553-X

Long-Term Gain/Loss - continued

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
EMBRAER AIRCRAFT CORP ADR	Trade	763 000		12/30/04	03/18/09	9,215.01	25,430.79	-16,215.78		Y
	Trade	636 000		05/11/06	03/18/09	7,881.19	24,568.68	-16,687.49		Y
	Trade	77 000		02/20/07	03/18/09	929.96	3,566.64	-2,636.68		Y
	Trade	283 000		02/21/07	03/18/09	3,417.89	13,049.13	-9,631.24		Y
	Trade	259 000		02/22/07	03/18/09	3,128.04	11,945.08	-8,817.04		Y
Total Long-Term Gain/Loss							402,720.77	-354,179.34		

00000212 00000641

5110 GRANTS - EDUCATION

01/14/2009	011409	20	St. John's Episcopal School	011409	0 00
01/14/2009	011409	20	Wylie High School Project Graduation	011409	10,000 00
					500 00

5110 GRANTS - EDUCATION <Continued>

04/29/2009	012909	20	Abilene Education Foundation	012909	5,000 00
01/29/2009	012909	20	Hardin Simmons University	012909	25,000 00
03/11/2009	031109	20	Providence High School	031109	5,000 00
04/06/2009	040609	20	Abilene Christian University	040609	5,000 00
04/07/2009	040709	20	St. John's Episcopal School	040709	1,000 00
04/07/2009	040709	20	Fredericksburg Academic Boosters	040709	1,500 00
04/07/2009	040709	20	Jim Ned CISD	040709	250 00
04/16/2009	041609	20	Gilder Lehrman Institute	041609	6,500 00
04/16/2009	041609	20	Hill Country University Center	041609	100,000.00
06/29/2009	062909	20	Hentage School	062909	50,000.00
06/29/2009	062909	20	Texas Tech University	062909	100,000 00
07/24/2009	072409	20	Abilene High School	072409	5,000 00
08/11/2009	081109	20	Eagle Band Boosters	081109	500 00
08/20/2009	082009	20	Abilene Christian University	082009	5,000.00
08/31/2009	083109	20	Hillsdale College	083109	10,000 00
08/31/2009	083109	20	Abilene High School	083109	3,000 00
11/05/2009	110509	20	St. John's Episcopal School	110509	1,000 00
11/05/2009	110509	20	The Barbara Bush Foundation	110509	5,000.00
11/24/2009	11	20	McMurry University	11	90,000 00
11/24/2009	1109	20	McMurry University	1109	25,000.00
11/24/2009	112409	20	McMurry University	112409	200,000.00
11/24/2009	112409	20	Texas Tech University	112409	50,000.00
11/24/2009	112409	20	Howard Payne University	112409	20,000 00
11/24/2009	112409	20	Southern Methodist University	112409	25,000 00
11/24/2009	112409	20	Eula ISD	112409	400.00
11/24/2009	112409	20	Abilene Independent School District	112409	650.00
11/25/2009	112509	20	Austin Elementary PTO	112509	5,000 00
12/04/2009	120409	20	South Dakota State University Foundation	120409	40,000 00
12/17/2009	121709	20	Abilene Education Foundation	121709	5,000 00
12/21/2009	122109	20	Cisco Junior College	122109	50,000 00
12/21/2009	122109	20	Wylie Project Graduation	122109	500 00
5110	850,800 00		YTD Total		850,800 00 *

5120 GRANTS - HEALTH

					0 00
01/23/2009	012309	20	National MS Society Lone Star Chapter	012309	250 00
02/19/2009	021909	20	M D Anderson Cancer Center	021909	5,000 00
03/09/2009	030909	20	Shannon Medical Center	030909	5,000 00
03/11/2009	0309	20	St. David's Community Health Foundation	0309	5,000.00
03/11/2009	031109	20	St. David's Community Health Foundation	031109	5,000.00
			Voided 03/11/2009 by BF 03/11/2009 10 30:33 am		
03/11/2009	031109	20	St. David's Community Health Foundation	031109	5,000 00-
			Void Invoice dated 03/11/2009 by BF 03/11/2009 10:30 33 am		
04/07/2009	040709	20	Alzheimer's Association	040709	500.00
04/08/2009	040809	20	M.D. Anderson Cancer Center	040809	20,000.00
07/24/2009	072409	20	Sears Methodist Retirement System	072409	5,000 00
08/11/2009	081109	20	Alzheimer's Association	081109	500.00
08/11/2009	081109	20	West Texas Rehab Center	081109	1,750 00
08/20/2009	082009	20	Lance Armstrong Foundation	082009	1,000.00
09/08/2009	090809	20	Children's Miracle Network	090809	2,500.00
09/17/2009	091709	20	Cancer Services Network	091709	1,000 00
10/15/2009	101509	20	West Texas Rehab Center	101509	1,250 00
10/15/2009	101509	20	Merkel Emergency Medical Services	101509	5,000.00
11/24/2009	112409	20	St David's Foundation Community Fund	112409	5,000 00
12/17/2009	121709	20	Hendrick Medical Center	121709	250,000 00
12/21/2009	122109	20	Southwestern Diabetic Foundation	122109	5,000.00
12/21/2009	122109	20	Hill Country Memorial Hospital	122109	100,000.00
12/28/2009	122809	20	M.D Anderson Cancer Center	122809	20,000 00
5120	433,750 00		YTD Total		433,750 00 *

5130 GRANTS - SOCIAL SERVICES

					0.00
01/14/2009	011409	20	YMCA	011409	3,000.00
01/23/2009	012309	20	Young Life Fredericksburg	012309	1,000.00
01/28/2009	012809	20	Rescue the Animals	012809	2,500.00
01/29/2009	012909	20	Safety City Foundation	012909	10,000 00

5130 GRANTS - SOCIAL SERVICES <Continued>

02/19/2009	021909	20	Gillespie County Committee on Aging	021909	15,000 00
02/19/2009	021909	20	Ben Richey Boys Ranch	021909	1,000 00
02/19/2009	021909	20	Meals on Wheels	021909	1,000 00
02/19/2009	021909	20	Pregnancy Resources of Abilene	021909	3,000.00
02/19/2009	021909	20	Expo Center of Taylor County	021909	3,500 00
02/23/2009	022309	20	The Salvation Army of Kaufman	022309	150 00
02/23/2009	022309	20	Kaufman Volunteer Fire Department	022309	150 00
02/23/2009	022309	20	Greater Kaufman Rotary Club	022309	150 00
02/23/2009	022309	20	Kaufman Christian Help Center	022309	150 00
03/09/2009	030909	20	Noah Project	030909	5,000 00
03/11/2009	031109	20	United Way of Abilene	031109	50,000.00
03/11/2009	031109	20	I-CAN	031109	5,000.00
03/11/2009	031109	20	Make A Wish Foundation, North Texas	031109	6,000 00
03/30/2009	033009	20	4-H Clubs of Kaufman County	033009	150 00
03/30/2009	033009	20	Christian Homes and Family Services	033009	5,000 00
03/30/2009	033009	20	Rescue the Animals	033009	500 00
03/30/2009	033009	20	The Council on Alcohol and Drugs Houston	033009	1,200 00
03/31/2009	033109	20	Diamondback Charity Classic	033109	30,000 00
04/06/2009	040609	20	Hill Country Community Needs Council	040609	85,000 00
04/06/2009	040609	20	Abilene Chamber of Commerce Foundation	040609	2,000.00
04/06/2009	040609	20	American Red Cross	040609	5,000 00
04/07/2009	040709	20	Parents Who Care	040709	1,000 00
04/07/2009	040709	20	Taylor County Adult Literacy Council	040709	350 00
04/07/2009	040709	20	Friends of the Library	040709	200 00
04/07/2009	040709	20	Small Steps Nurturing Center	040709	2,500 00
04/08/2009	040809	20	Abilene Women's Club	040809	250 00
04/13/2009	041309	20	Serenity Foundation of Texas	041309	50,000.00
04/16/2009	041609	20	The Salvation Army	041609	50,000 00
04/16/2009	041609	20	Hill Country CASA	041609	5,000 00
04/16/2009	041609	20	Love and Care Ministries	041609	5,000 00
04/16/2009	041609	20	Big Brothers Big Sisters of Abilene	041609	20,000.00
04/16/2009	041609	20	Abilene Hope Haven	041609	30,000.00
04/17/2009	041709	20	Young Life	041709	20,000 00
05/18/2009	051809	20	Community Foundation of Abilene	051809	2,500 00
05/18/2009	051809	20	I-CAN	051809	1,500 00
05/18/2009	051809	20	Alliance for Women and Children	051809	1,000 00
05/18/2009	051809	20	Hendrick Home for Children	051809	500 00
05/26/2009	052609	20	Safety City Foundation	052609	5,000 00
06/17/2009	061709	20	The Salvation Army	061709	5,000 00
06/29/2009	062909	20	Abilene Habitat for Humanity	062909	15,000 00
06/29/2009	062909	20	Christian Service Center	062909	5,000 00
07/21/2009	072109	20	I-CAN	072109	1,000.00
07/24/2009	072409	20	Friends of the Library	072409	5,000 00
07/24/2009	072409	20	American Junior Golf Association	072409	250 00
07/24/2009	072409	20	Rescue the Animals	072409	10,000 00
08/11/2009	081109	20	Regional Crime Victim Crisis Center	081109	500 00
08/11/2009	081109	20	Christian Community Development Corp.	081109	3,000 00
08/11/2009	081109	20	I-CAN	081109	900 00
08/27/2009	082709	20	Boy Scouts of America	082709	50,000.00
08/27/2009	082709	20	Connecting Caring Communities	082709	20,000.00
08/27/2009	082709	20	Association of Small Foundations	082709	495 00
08/28/2009	082809	20	Parents Television Council	082809	5,000.00
08/31/2009	083109	20	Fredricksburg Morning Rotary Club	083109	10,000 00
09/08/2009	090809	20	Ben Richey Boys Ranch	090809	50,000 00
09/08/2009	090809	20	Junior League of Abilene	090809	5,000.00
09/14/2009	091409	20	Abilene Neighborhoods in Progress	091409	2,500 00
09/28/2009	092809	20	Just People	092809	5,000 00
09/28/2009	092809	20	Rotary Club of Abilene	092809	5,000.00
09/29/2009	092909	20	Boy Scouts of America	092909	5,000 00
09/29/2009	092909	20	Disability Resources	092909	25,000 00
09/29/2009	092909	20	Boys & Girls Club of the Texas Hill Co	092909	10,000 00
09/29/2009	092909	20	Young Life	092909	20,000.00
09/29/2009	092909	20	Community Foundation of Abilene	092909	2,500 00
10/15/2009	101509	20	YMCA	101509	5,000 00
10/15/2009	101509	20	Christian Homes and Family Services	101509	1,000 00
10/15/2009	101509	20	The Salvation Army, Kerrville	101509	1,000 00

5130 GRANTS - SOCIAL SERVICES <Continued>

*10/30/2009	103009	20	I-CAN	103009	500 00
11/05/2009	110509	20	Community Foundation Texas Hill Country	110509	2,500 00
11/05/2009	110509	20	Community Foundation of Abilene	110509	160 00
11/24/2009	112409	20	Parents Who Care	112409	1,000 00
11/24/2009	112409	20	Fellowship of Christian Athletes	112409	5,000 00
12/17/2009	121709	20	Gillespie County Committee on Aging	121709	15,000 00
12/21/2009	122109	20	Meals on Wheels	122109	15,000.00
12/21/2009	122109	20	Boys and Girls Club of Abilene, Inc	122109	15,000 00
12/21/2009	122109	20	Abilene Women's Club	122109	1,000 00
12/21/2009	122109	20	New Horizons	122109	10,000 00
12/21/2009	122109	20	Caring for Children Foundation	122109	2,500.00
12/21/2009	122109	20	Presbyterian Medical Care Mission	122109	25,000.00
12/21/2009	122109	20	The Salvation Army	122109	20,000 00
12/21/2009	122109	20	USO	122109	3,000 00
12/21/2009	122109	20	Good Samaritan Center	122109	2,500 00
12/21/2009	122109	20	Covenant House Texas	122109	2,500 00
12/21/2009	122109	20	Narrow Gate Foundation	122109	13,000 00
12/28/2009	122809	20	Serenity Foundation of Texas	122809	50,000 00
5130	882,055.00		YTD Total		882,055 00 *

5140 GRANTS - ARTS & CULTURE

					0.00
01/29/2009	012909	20	Abilene Philharmonic Guild	012909	5,000 00
02/19/2009	021909	20	Center for Contemporary Arts	021909	2,500 00
04/06/2009	040609	20	Historic Paramount Theatre	040609	5,000 00
04/06/2009	040609	20	Abilene Arts Alliance	040609	1,000 00
04/07/2009	040709	20	NCCIL	040709	5,000.00
04/07/2009	040709	20	Abilene Philharmonic Association	040709	2,500 00
04/07/2009	040709	20	Experimental Aircraft Association	040709	2,500 00
04/08/2009	040809	20	Humanities Texas	040809	10,000.00
04/16/2009	041609	20	Old Jail Arts Center	041609	10,000.00
05/04/2009	050409	20	Old Jail Art Center	050409	1,000.00
05/18/2009	051809	20	Abilene Arts Alliance	051809	500 00
05/26/2009	052609	20	The Grace Museum	052609	20,000 00
06/05/2009	060509	20	Abilene Arts Alliance	060509	10,000.00
07/24/2009	072409	20	Native Plant Society of Texas	072409	1,000 00
07/24/2009	072409	20	Ars Lyrica Houston	072409	2,500 00
07/24/2009	072409	20	Admiral Nimitz Foundation	072409	50,000 00
07/24/2009	072409	20	Houston Grand Opera	072409	58,500 00
08/11/2009	081109	20	Hill Country Arts Foundation	081109	1,000.00
08/11/2009	081109	20	Center for Contemporary Arts	081109	1,000 00
08/11/2009	081109	20	Houston Grand Opera Guild	081109	250 00
08/11/2009	081109	20	Fredricksburg Theater Company	081109	2,500 00
08/20/2009	082009	20	The Grace Museum	082009	2,500 00
09/29/2009	092909	20	Fredricksburg Chorale	092909	2,500 00
10/15/2009	101509	20	Historic Paramount Theatre	101509	5,000 00
10/29/2009	102909	20	Old Jail Art Center	102909	1,200 00
11/05/2009	110509	20	Abilene Philharmonic Guild	110509	2,500 00
11/19/2009	111909	20	Admiral Nimitz Foundation	111909	100,000 00
11/24/2009	112409	20	The Grace Museum	112409	15,000 00
11/24/2009	112409	20	NCCIL	112409	250 00
12/21/2009	122109	20	Abilene Arts Alliance	122109	10,000 00
12/21/2009	122109	20	Center for Contemporary Arts	122109	2,500 00
5140	333,200 00		YTD Total		333,200 00 *

5150 GRANTS - HISTORIC PRESERVATION

					0 00
01/14/2009	011409	20	Texas Historical Foundation	011409	5,000 00
02/19/2009	021909	20	Texas State History Museum Foundation	021909	5,000 00
03/11/2009	031109	20	National WASP WWII Museum	031109	1,000 00
04/06/2009	040609	20	Texas Historical Foundation	040609	500 00
04/07/2009	040709	20	Abilene Preservation League	040709	2,000 00
04/16/2009	041609	20	Abilene Preservation League	041609	10,000 00
06/29/2009	062909	20	Frontier Texas!	062909	20,000.00
5150	43,500 00		YTD Total		43,500 00 *

<u>5160 GRANTS - RELIGIOUS</u>					0 00
01/15/2009	011509	20	Church of the Heavenly Rest	011509	20,000 00
02/19/2009	021909	20	St Vincent Cinco de Mayo	021909	250 00
04/06/2009	040609	20	First Baptist Church	040609	5,000 00
04/06/2009	040609	20	Ambassadors for Chnst	040609	500 00
04/08/2009	040809	20	Grace Presbytenan Church	040809	1,000 00
11/24/2009	112409	20	Belway Park Baptist Church	112409	2,500 00
11/24/2009	112409	20	Chnst Lutheran Church	112409	5,000 00
11/24/2009	112409	20	St. Peter's Lutheran Church	112409	5,000 00
12/21/2009	122109	20	Seminary of the Southwest	122109	10,000 00
5160	49,250 00		YTD Total		49,250 00 *
<u>5165 GRANTS - PUBLIC POLICY</u>					0 00
02/23/2009	022309	20	Foundation for Energy Education	022309	1,000 00
03/17/2009	031709	20	The Philanthropy Roundtable	031709	25,000 00
03/30/2009	033009	20	NumbersUSA	033009	5,000 00
04/06/2009	040609	20	The Philanthropy Roundtable	040609	5,000 00
04/08/2009	040809	20	National Legal and Policy Center	040809	2,500 00
04/14/2009	041409	20	The Leadership Institute	041409	10,000 00
04/16/2009	041609	20	Americans for Prosperity Foundation	041609	10,000 00
04/16/2009	041609	20	Fund for American Studies	041609	10,000 00
04/16/2009	041609	20	American Enterprise Institute	041609	30,000 00
04/17/2009	041709	20	Texas Center for the Judiciary	041709	5,000 00
08/28/2009	082809	20	Media Research Center	082809	25,000 00
08/31/2009	083109	20	CATO Institute	083109	1,000 00
11/19/2009	111909	20	The Heritage Foundation	111909	50,000 00
12/28/2009	122809	20	The Heritage Foundation	122809	50,000 00
5165	229,500 00		YTD Total		229,500 00 *
<u>5180 TCHF</u>					0 00
05/14/2009	051409	20	Taylor County Historical Foundation	051409	500 00
5180	500 00		YTD Total		500 00 *

Total Grants:
\$2,822,555

DIAN GRAVES OWEN PRIVATE FOUNDATION
2009 INCOME (LOSS) FROM PASS-THROUGH ENTITIES
75-2682536

NAME	TIN	INVESTMENT INCOME				TOTAL INVESTMENT INCOME	NON-DEDUCTIBLE EXPENSE	UNRELATED BUSINESS INCOME		Net Income (Loss) from pass-through
		INTEREST & DIVIDENDS	CAPITAL GAINS	OIL & GAS ROYALTY INCOME, NET	PORTFOLIO INCOME & DEDUCTIONS			ORDINARY INCOME	BUSINESS INCOME	
CPC PRI CAP EUROPE FUND, LP	75-2812802	277	(3,322)		(7,284)	(10,329)		(7,833)		(10,329)
CPC /HMTF EQUITY FUND V, LP	75-2903622	777	(4,087)	1	104	(3,205)		3,504		(11,038)
MANSEFELDT ENERGY PARTNERS I, LLP	75-2827234	232		753,339	577,060	1,330,631		175,524		1,334,135
HOG PARTNERSHIP, LP	75-2959685			63,394		63,394				238,918
CPC/EUROPE FUND II, LP	13-4264467	273	275,073		12,691	288,037		0		288,037
ENCAP ENERGY CAP FD V-B, LP	20-1180650	205,452	(6,931)		(1,633)	196,888		0		196,888
ENCAP ENERGY CAP FD VI-B, LP	20-4682001	254,036	(20,722)		(1,482)	231,832		0		231,832
MANSEFELDT FUND IV PTRS	02-0697675	2,859	0	0	(1,042)	1,817		0		1,817
MAIN STREET CAPITAL II, L P	20-3124087	1,088	34,044		(554)	34,578	(514)	(734,456)		(700,392)
FREESTONE PARTNERS II, LP	55-0876134	21			(10)	11		(15,438)		(15,438)
MANSEFELDT CORDILLERA	20-2188952	252		2,403	(15,799)	2,655		(71,313)		(68,658)
JOG LIMITED PARTNERSHIP NO III	HA8564569	87	10,130			(5,582)		0		(5,582)
FREESTONE BEVERAGE PARTNERS, LP	20-4943151	1				1		(718)		(717)
FREESTONE METAL PARTNERS, LP	26-0497670					0		(37,228)		(37,228)
ENCAP ENERGY CAP FD VII-B, LP	26-0413869	106,519			(3,679)	102,840		0		102,840
TALON OIL & GAS LLC	20-8215127	591				591		(285,008)		(284,417)
RECEPTOR LOGIC, LTD (no K-1 for 2009 on)						0		0		0
MANSEFELDT MIDSTREAM PTRS	94-3445231	128			(426)	(298)		(49,258)		(49,556)
EAGLE OIL & GAS PARTNERS, LLC	20-8771695	797		108		905		(217,276)		(216,371)
MANSEFELDT PENNYBACKER PARTNERS	26-4383141				(4,486)	(4,486)		0		(4,486)
Founding Partners Stable Value FD II, LP	20-1880130	54	(91)		(3,532)	(3,569)		(134)		(3,703)
		573,444	284,094	819,245	549,928	2,226,711	(514)	(1,239,645)		986,552
MLPs										
SUNOCO LOGISTICS PARTNERS LP	23-3096839	1121				1,121		(9,981)		(8,860)
MAGELLAN MIDSTREAM HOLDINGS	75-2682536					0		465		465
COPANO ENERGY LLC	51-0411678	135				135		(26,502)		(26,367)
TEPPCO PARTNERS	76-0291058	29				29		(9,457)		(9,428)
PLAINS ALL AMERICAN PIPELINE L.P	75-2682536	33				33		2,064		2,097
MAGELLAN MIDSTREAM PARTNERS	73-1599053	22				22		4,280		4,302
ENTERPRISE PRODUCT PARTNERS	76-0568219	145				145		(14,138)		(13,993)
ENERGY TRANSFER PARTNERS	73-1493906	105				105		(3,720)		(3,615)
TC PIPELINES	52-2135448	28				28		(7,930)		(7,902)
COPANO ENERGY	51-0411678	368				368		(82,969)		(82,601)
BUCKEYE GP HOLDINGS LP	11-3776228	14				14		2,252		2,266
NUSTAR	74-2956831	3	-1			2		(375)		(373)
		2,003	(1)	0	0	2,002	0	(146,011)	0	(144,009)
ADD-BACK LIMITED PTP ORD LOSSES FROM 2008										
ADD-BACK PTP ORD INCOME FROM SALES IN 2009										
								(9,395)		(9,395)
								232,530		232,530
GRAND TOTAL		575,447	284,093	819,245	549,928	2,228,713	(514)	(1,162,521)	0	1,065,678

DIAN GRAVE OWEN FOUNDATION
2009 FORM 990-PF
75-2682536

# of shares	Name	End of Year	
		Book Value	Fair Market Value
PART II - LINE 10b - CORPORATE STOCKS			
9	39,000 CARDINAL HEALTH INC	1,681,723	1,257,360
	173,220 CONCHO RESOURCES INC	1,312,257	7,777,578
	31,249 FIRST FINANCIAL BANKSHARES	473,103	1,694,633
	53,048 MAIN STREET CAPITAL CORP	604,260	855,133
	117,756 MAIN STREET CAPITAL CORP - RESTRICTED	1,328,528	1,898,227
	169,679 PETROHAWK ENERGY CORP	1,510,588	4,070,599
		6,910,459	17,553,530
9	1,600 ADOBE SYSTEMS	62,265	58,848
	1,500 AKAMAI TECHNOLOGIES	28,785	38,010
	150 ALLEGHANY CORP-DEL	38,582	41,400
	1,200 AMERICAN EXPRESS COMPANY	15,026	48,624
	1,300 AT&T	33,948	36,439
	1,600 AUTODEST INC	30,924	40,656
	2,600 BANK OF AMERICA CORP	71,762	39,156
	10 BERKSHIRE HATHAWAY	32,698	32,860
	3,000 CBS CORP NEW CLASS B	37,678	42,150
	2,000 CISCO SYS INC	36,715	47,880
	9,000 CITIGROUP	32,130	29,790
	800 COCA-COLA	38,274	45,600
	600 COLGATE- PALMOLIVE	36,664	49,290
	500 DEVON ENERGY CORP	43,024	36,750
	500 EXXON MOBIL	33,219	34,095
	500 FEDEX CORP COM	45,272	41,725
	1,000 GAP	17,121	20,950
	100 GOOGLE INC	46,266	61,998
	600 HALLIBURTON CO	23,009	18,054
	800 HENRY SCHEIN INC	44,938	42,080
	2,300 INTEL CORP	32,068	46,920
	400 INTL BUSINESS MACH CORP	30,645	52,360
	800 ITT INDS INC	29,578	39,792
	400 JOHNSON & JOHNSON	24,533	25,764
	400 L 3 COMMUNICATIONS CORP	29,952	34,780
	600 LABORATORY CORP	36,524	44,904
	200 MASTERCARD INC	30,032	51,196
	900 PEABODY ENERGY CORP	18,966	40,689
	600 PEPSICO INCORPORATED	32,979	36,480
	500 PROCTER & GAMBLE	27,133	30,315
	700 SCHLUMBERGER LTD	22,611	45,563
	400 SMUCKER JM CO	16,752	24,700
	700 TARGET CORP	32,071	33,859
	400 TRANSOCEAN LTD	24,164	33,120
	300 USG CORP	36,713	42,150
	1,400 VERIZON COMMUNICATIONS	50,375	46,382
	1,000 WALT DISNEY	35,252	32,250
	800 WELLPOINT	38,891	46,632
		1,297,540	1,514,211
9	2,150 AFFILIATED MANAGERS GROUP INC	79,332	144,803
	7,753 AFLAC	143,741	358,576
	4,252 AUTOMATIC DATA PROCESSING	181,643	182,071
	71 BERSHIRE HATHAWAY INC CL B	281,299	233,306
	2,930 C H ROBINSON WORLDWIDE INC	24,319	172,079
	2,483 COLGATE PALMOLIVE CO	177,691	203,978
	5,200 ECOLAB INC	227,405	231,816
	12,104 EMC CORP-MASS	151,554	211,457
	8,740 EXPEDITORS INTL WASH INC	244,726	303,890
	4,498 FASTENAL COMPANY	149,129	187,297
	2,423 ITT EDUCATIONAL SERVICES	242,435	232,511
	4,178 QUALCOMM	145,645	193,274
	3,813 ROCKWELL COLLINS INC	52,128	211,088
	15,000 SCRIPPS NETWORKS INTERACTIVE	121,337	155,334
	7,131 TERADATA	184,692	224,127
	2,728 VISA INC	156,804	238,591
	5,113 ACCENTURE PLC IRELAND SHS CL A	186,675	212,190
	6,151 SUNCOR ENERGY INC	139,629	217,192
	400 TRANSOCEAN		
		2,890,184	3,913,579
9	6,000 BROWN FORMAN CROP	255,836	321,420
	6,000 C H ROBINSON WORLDWIDE	116,968	352,380
	10,000 DENTSPLY INTERNATIONAL INC	214,158	351,700
	6,000 ENERGIZER HOLDINGS INC	374,816	367,680
	10,000 EXPEDITORS INTERNATIONAL OF WASHINGTON INC	250,680	347,700

DIAN GRAVE OWEN FOUNDATION
2009 FORM 990-PF
75-2682536

# of shares	Name	End of Year	
		Book Value	Fair Market Value
PART II - LINE 10b - CORPORATE STOCKS			
8,000	FASTENAL CO	263,525	333,120
12,000	FIRST AMERICAN CORP	301,145	397,320
4,000	GENERAL DYNAMICS CORP	262,418	272,680
11,000	GRACO INC	275,420	314,270
5,000	PROCTER & GAMBLE CO	275,925	303,150
6,346	ROCKWELL COLLINS INC	126,627	351,315
15,000	ROGERS CORP	310,213	454,650
5,000	RECHNE CORP	328,201	342,800
6,000	TORCHMARK CORP	220,159	263,700
9,222	SUNCOR ENERGY INC	209,069	325,629
		3 785,161	5,099,513
2,166	ALLEHENY TECHNOLOGIES	47,727	96,972
2,857	AMERICAN CAMPUS COMMITIES	85,935	10,282
2,350	BANK OF AMERICA	40,655	35,391
875	BHP BILLITON LTD	45,377	67,008
3,329	CISCO SYSTEMS	97,573	79,696
9,790	CITIGROUP	43,174	32,405
1,176	CORE LABORATORIES	111,080	138,909
851	DEVON ENERGY CORP	63,139	62,549
975	FLOWSERVE CORP	51,006	92,167
1,045	FREEPORT-MCMORAN COPPER & GOLD INC	29,332	83,903
420	GOLDMAN SACHS GROUP	62,597	70,913
4,309	INTEL CORP	112,797	87,904
2,261	LINEAR TECH	73,951	69,096
2,421	MCDERMOTT INTERNATIONAL INC	53,964	58,128
637	MONSANTO CO	53,426	52,075
766	MOSAIC CO	32,596	46,948
1,202	NASDAQ OMX GROUP, INC	38,211	23,824
1,207	NUCOR CORP	53,109	56,307
1,282	OCCIENDTAL PETROLEUM CORP	66,669	104,291
1,350	PETROLEO BRASILEIRO SA PETROBRAS	40,947	64,368
1,631	QUALCOMM INC	78,582	75,450
1,113	TRANSOCEAN LTD	92,889	92,156
1,110	UNITED STATES STEEL CORP	91,325	61,183
943	VANGUARD FINANCIALS ETF	14,797	21,577
2,640	OPPENHEIMER DEVELOPING MKTS CL A	107,343	75,925
2,715	T ROWE PRICE INTL' LATIN AMER	104,065	131,200
2,647	VANGARD PRESIOUS METAL & MINING	83,052	54,115
6,110	ISHARES MSCI EMERGING MKTS	162 655	253 565
		1,937 970	2,168,304
1485	ALLIZNZ SE ADR	13,211	18,671
800	AXA ADR	31,491	18,944
530	BAE SYSTEMS PLC SPON ADR	10,120	12,308
410	BASF SE SPON ADR	13,325	25,730
715	BHP BILLITON LTD SPON ADR	32,747	54,755
325	BRITISH AMER TOBACCO PLC GB	14,980	21,015
475	BROOKFIELD ASSET MGMT INC	6,650	10,536
435	CADBURY PLC	13,350	22,355
435	CANADIAN PACIFIC RAILWAY	13,409	23,490
235	CANADIAN NATURAL	9,834	16,908
518	CDN NATL RAILWAY CO	29,630	28,158
670	COOPER INDUSTRIES PLC	16,781	28,569
90	CORE LABORATORIES	6,655	10,631
390	DIAGEO PLC	16,785	27,070
380	ENSIGN ENERGY	3,307	5,412
1,140	INGERSOLL RAND PLC	16,802	40,744
540	MANULIFE FINANCIAL	6,609	9,904
2,850	NABORS	31,248	62,387
625	NESTLE	20,219	30,351
1,530	NOBLE	41,142	62,271
355	NOVARTIS	13,532	19,323
110	PARTNERRE	6,733	8,213
375	POTASH CORP SASK INC CANADA	30,011	40,688
275	PIO TINTO PLC	31,525	59,232
100	RWE AG ADR	7,064	9,789
730	SCHLUMBERGER	32,922	47,516
1,200	SUNCOR	32,291	42,372
580	TALISMAN	6,669	10,811
1,300	TENARIS	26,126	55,445
660	TRANSOCEAN	41,460	54,648
800	UNILEVER	15,000	25,864
1,650	EVALE	23,328	47,900
2,585	WEATHERFORD	32,958	46,297
60	YARA	1,414	2,739
		649,327	1,001 041
1050	BUCKEYE GP HOLDING LP	13,317	30,072
1450	COPANO ENERGY LLC	20,823	34,670
1050	ENERGY TRANSFER PARTNERS	36,407	47,219
2500	ENTERPRISE PRODUCT PARTNERS	54,449	78,525
1897	MAGELLAN MIDSTREAM PARTNERS	40,970	82,197
500	NUSTAR ENERGY LP	26,513	28,045
100	PLAINS ALL AMERICAN PIPELINE	36,470	52,850

DIAN GRAVE OWEN FOUNDATION
2009 FORM 990-PF
75-2682536

# of shares	Name	End of Year Book Value	Fair Market Value
PART II - LINE 10b - CORPORATE STOCKS			
900	SUNCO LOGISTICS	46,984	60,201
1600	TC PIPELINES LP INT MLP	38,279	58,944
	LESS TAX BASIS ADJUSTMENTS	(21,473)	0
		292,738	472,722
4105	AEGON NV ADR N Y SHS	15,899	26,313
10965	ALCATEL-LUCENT SPON ADR	18,202	36,404
5957	ALUMINA LTD SPON ADR	17,406	39,018
1351	ANGLOGOLD ASHANTI LTD	50,044	54,283
732	AXIS CAPITAL	22,345	20,796
2012	BRARRICK GOLD CORP	66,762	79,233
2777	BELGACOM SA ADR	22,085	20,178
925	BP PLC SPON ADR	37,564	53,622
929	CAMECO CORP CANADA	16,359	29,886
4860	CAREFOUR SA ADR	43,417	46,802
2304	CENTRAIS ELETRICAS BRAS SA	24,699	43,085
4630	DAI NIPPON PRINTING CO SPON	43,291	58,736
303	DAIWA HOUSE IND LTD ADR JAPAN	24,543	32,352
1095	EMBRAER AIRCRAFT CORP	22,977	24,210
1879	FUJI FILM	41,530	56,312
2640	GOLD FIELDS	32,909	34,610
396	HACHIJUNI BANK	22,988	22,970
1012	IMPALA PLATINUM HLDG	16,263	27,897
1304	IVANHOE MINES	7,029	19,051
2230	KAO CORP	45,335	52,099
2935	KINROSS GOLD	53,383	54,004
2852	KOREA ELECTRIC POWER CRP	28,503	41,468
645	MAGNA INTL INC CL A SUB VTG	16,859	32,624
2118	mitsui SUMITOMO UNSPONS ADR	24,357	26,903
1247	NEWCREST MINING LTD SPON	31,318	39,622
1920	NEXEN INC	34,450	45,946
990	NINTENDO LTD ADR NEW JAPAN ADR	32,584	29,297
3134	NIPPON TELEG & TEL CORP SPON	60,513	61,865
3265	NOKIA	60,343	41,955
1180	NOVARTIS	54,392	64,227
2074	PANASONIC	24,471	29,762
485	REXAM PLC	11,026	11,380
620	ROHM CO LTD ADR	16,926	20,179
1108	ROYAL DUTCH SHELL PLC ADS	49,389	64,408
1666	SANOFI AVENTIS SA SPON ADR	46,686	65,424
10212	SEGA SAMMY HLDGS INC	24,471	30,554
3242	SEKISUI HOUSE	24,769	29,217
1302	SEVEN & I HOLDS CO	57,757	53,062
2758	SHISEIDO CO LTD	40,111	52,763
442	SIEMENS A G SPON	26,408	40,531
3880	SK TELECOM CO	57,275	63,089
1380	SOCIETE GENERALE FRANCE SPONS	10,833	19,383
5093	SUMITOMO TRUST & BANKING SPON	20,701	24,783
1145	SWISSCOM AG SPON	32,965	43,817
357	TDK CORP ADR JAPAN	14,235	21,667
330	TECHNIP SA NEW	12,689	23,389
5260	TELECOM ITALIA	48,974	57,860
2329	UNITED UTILITIES GROUP	32,606	37,287
2360	VODAFONE GROUP	49,417	54,492
536	WACOAL HOLDINGS CORP	32,760	29,405
2236	WOLTERS KLUWER NV SPONSRED	38,811	49,085
		1,661,629	2,037,307
GRAND TOTAL - CORPORATE STOCK		19,425,009	33,760,208
PART II - LINE 10c - CORPORATE BONDS			
36,255	GOLDMAN SACHS HIGH YLD INC FD CL A	262,716	251,250
PART II - LINE 13 - OTHER INVESTMENTS			
FOREIGN GOVERNMENT BONDS			
	REPUBLIC OF SOUTH AFRICA	139,333	137,153
	NORWEGIAN GOVT NOK FOREIGN SECURITY	138,671	134,436
	AUSTRALIAN GOVT SER 611 FOREIGN SECURITY	139,802	142,022
	NEW ZEALAND GOVT FOREIGN SECURITY	139,177	135,786
	CANADA GOVT B/E FOREIGN SECURITY	135,327	134,903
GRAND TOTAL - OTHER INVESTMENTS - FOR. GOVT SEC		692,310	684,300
TOTAL SECURITIES		20,380,034	34,695,758

DIAN GRAVES OWEN FOUNDATION
2009 FORM 990-PF
75-2682536

PART II.- LINE 13 - INVESTMENTS OTHER

NAME	TIN	Book Value 12/31/2009	Fair Market Value 12/31/2009
Barbnet Overseas Cap Partners		500,000	497,569
Carson/HicksMuse Equity Fund V	75-2903622	116,520	119,501
Carson/HicksMuse Europe Fund	75-2812802	39,110	43,521
Carson/HicksMuse Europe II Fund	13-4264467	501,285	587,663
Eagle Oil & Gas Partners LLC	20-8771695	1,351,026	910,388
Encap Energy Capital Fd V-B	20-1180650	1,413,023	1,013,258
Encap Energy Capital Fd VI-B	20-4682001	4,371,873	4,738,476
Encap Fund VII-B	26-0413869	1,900,364	1,682,109
Founding Partners Stable Value II	20-1880130	996,297	702,860
Freestone Beverage Partners	20-4943151	55,629	154,704
Freestone Metal Partners	26-0497670	309,032	203,688
Freestone Partners II	55-0876134	28,233	38,634
Goshen Global Equity Offshore, Ltd		500,000	312,659
HOG Partnership	75-2959685	549,841	2,430,002
Jog Limited Partnership III	20-3164469	890,334	737,123
Main Street Capital II LP	20-3124087	776,358	1,137,401
Mansefeldt Cordillera Partners	20-2188952	787,990	566,866
Mansefeldt Energy Partners I	75-2827234	932,556	4,475,466
Mansefeldt Enzyme Partners		40,000	40,000
Mansefeldt Midstream Partners	94-3445231	151,989	153,708
Mansefeldt Pennybacker Partners	26-4383141	301,514	301,514
Mansefelt Fund IV Partners	02-0697675	201,878	536,423
Receptor Logic	20-0488559	10,960	249,955
Talon Oil & Gas LLC	20-8215127	5,466,222	6,289,900
TOTALS		22,192,034	27,923,388

EXHIBIT - OTHER INVESTS.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number
	DIAN GRAVES OWEN FOUNDATION	75-2682536
	Number, street, and room or suite no. If a P.O. box, see instructions	For IRS use only
	400 NORTH PINE STREET, SUITE 1000	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	ABILENE, TX 79601	

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

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

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

DIAN GRAVES OWEN FOUNDATION

- The books are in the care of **▶ 400 NORTH PINE, SUITE 1000; ABILENE, TX - 79601**
Telephone No. **▶ 325-677-1367** FAX No. **▶ 325-675-5017**

- 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 is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010.**

5 For calendar year **2009**, or other tax year beginning _____, and ending _____

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

7 State in detail why you need the extension

THIRD PARTY INFORMATION NECESSARY TO PREPARE A COMPLETE RETURN HAS NOT YET BEEN RECEIVED. ADDITIONAL TIME IS REQUESTED TO FILE THE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 102,847.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 102,847.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

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

Signature **▶ [Signature]** Title **▶ CERTIFIED PUBLIC ACCOUNTANTS** Date **▶ 8-16-10**
76-0124314
401 WEST ALABAMA, HOUSTON, TEXAS 77006 Form 8868 (Rev 4-2009)