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

2009

Department of the Treasury  
Internal Revenue Service

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

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

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name changeUse the  
IRS label  
Otherwise,  
print  
or type  
See Specific  
InstructionsGRAHAM BENEVOLENT FOUNDATION  
P.O. BOX 1567  
GRAHAM, TX 76450

A Employer identification number

75-6022754

B Telephone number (see the instructions)

940-549-0077

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year  
(from Part II, column (c), line 16)

▶ \$ 3,334,472.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc. received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

274.

274.

274.

4 Dividends and interest from securities

77,284.

77,284.

77,284.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

47,612.

b Gross sales price for all assets on line 6a 150,800.

7 Capital gain net income (from Part IV, line 2)

47,612.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

125,170.

125,170.

77,558.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule) (see instr.) See Stmt 2

66.

66.

66.

66.

19 Depreciation (att sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

181.

181.

181.

181.

24 Total operating and administrative expenses. Add lines 13 through 23

247.

247.

247.

247.

25 Contributions, gifts, grants paid Stmt 4

195,000.

195,000.

26 Total expenses and disbursements. Add lines 24 and 25

195,247.

247.

247.

195,247.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

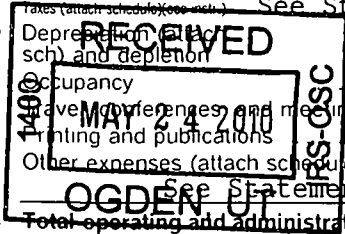
-70,077.

b Net investment income (if negative, enter -0)

124,923.

c Adjusted net income (if negative, enter -0)

77,311.

SCANNED JUN 01 2010  
ADMINISTRATIVE EXPENSES

24P

**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>A S S E T S</b>	1 Cash — non-interest-bearing	50,012.	78,869.	78,869.
	2 Savings and temporary cash investments			
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	280,501.	177,312.	3,248,278.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule) See Stmt 5	7,325.	7,325.	7,325.	
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe See Statement 6)		1.		
16 <b>Total assets</b> (to be completed by all filers — see instructions Also, see page 1, item I)	337,838.	263,507.	3,334,472.	
<b>L I A B I L I T I E S</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>N E T A S S E T S  F U N D B A L A N C E S</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>	<input type="checkbox"/>		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b>	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund	149,927.	149,927.	
	29 Retained earnings, accumulated income, endowment, or other funds	187,911.	113,580.	
	30 <b>Total net assets or fund balances</b> (see the instructions)	337,838.	263,507.	
31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)	337,838.	263,507.		

**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	337,838.
2 Enter amount from Part I, line 27a	2	-70,077.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	267,761.
5 Decreases not included in line 2 (itemize) See Statement 7	5	4,254.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	263,507.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)

1 a			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7  
If (loss), enter -0- in Part I, line 7

2

47,612.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0-  
in Part I, line 8

3

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

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

N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,498.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,498.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	2,498.
6	Credits/Payments		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,498.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	X
c Did the foundation file <b>Form 1120-POL</b> for this year?	1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>	3	X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?	4b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>	5	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?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input type="checkbox"/> N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	10	X

**Part VII-A Statements Regarding Activities Continued**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>STEVE DENNY</u> Telephone no <u>940-549-0077</u> Located at <u>735 ELM STREET GRAHAM TX</u> ZIP + 4 <u>76450</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

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

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

	Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
<b>2</b> 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))		
<b>a</b> 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

BAA

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

6b X

If 'Yes' to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ND STOVALL, JR P.O. BOX 10 GRAHAM, TX 76450	President 1.00	0.	0.	0.
JOHN C GRAHAM P.O. BOX 1567 GRAHAM, TX 76450	Secretary 1.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
<b>Total</b> number of others receiving over \$50,000 for professional services		<b>0</b>

**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
<b>1</b> PRIVATE FUNDING	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	<b>0.</b>

BAA

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	3,248,278.
<b>b</b> Average of monthly cash balances	<b>1b</b>	79,983.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	3,328,261.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	3,328,261.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	50,000.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,278,261.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	163,913.

**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.)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	163,913.
<b>2a</b> Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	2,498.	
<b>b</b> Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b		<b>2c</b>	2,498.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1		<b>3</b>	161,415.
<b>4</b> Recoveries of amounts treated as qualifying distributions		<b>4</b>	
<b>5</b> Add lines 3 and 4		<b>5</b>	161,415.
<b>6</b> Deduction from distributable amount (see instructions)		<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		<b>7</b>	161,415.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b> Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	195,247.
<b>b</b> Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	195,247.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	195,247.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				161,415.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			194,737.	
<b>b</b> Total for prior years 20__, 20__, 20__		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 195,247.				
<b>a</b> Applied to 2008, but not more than line 2a			194,737.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				510.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				160,905.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009				

**Part 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(j)(3) or ☐ 4942(j)(5)

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

**Part XV Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )  
None

**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  
None

**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 XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
<b>Total</b>				<b>3a</b>
<i>b Approved for future payment</i>				
<b>Total</b>				<b>3b</b>

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	274.	
4 Dividends and interest from securities			14	77,284.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					47,612.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				77,558.	47,612.
13 Total. Add line 12, columns (b), (d), and (e)				13	125,170.

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

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

[illegible]



Client GRAH2754

GRAHAM BENEVOLENT FOUNDATION

75-6022754

5/13/10

09 42AM

## Statement 1

Form 990-PF, Part I, Line 6a

Net Gain (Loss) from Noninventory Sales Per Books

Assets Not Included in Part IV

Description:	1,100 EXXON		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	12/11/2009		
To Whom Sold:			
Gross Sales Price:	79,265.		
Cost or Other Basis:	3,267.		
Basis Method:	Cost		
		Gain (Loss)	75,998.
Description:	3,179 DELAWARE		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	12/11/2009		
To Whom Sold:			
Gross Sales Price:	20,939.		
Cost or Other Basis:	47,685.		
Basis Method:	Cost		
		Gain (Loss)	-26,746.
Description:	2,000 KNIGHT		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	12/11/2009		
To Whom Sold:			
Gross Sales Price:	25,938.		
Cost or Other Basis:	52,236.		
Basis Method:	Cost		
		Gain (Loss)	-26,298.
Description:	1,600 Ge		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	12/11/2009		
To Whom Sold:			
Gross Sales Price:	24,658.		
Cost or Other Basis:	0.		
Basis Method:	Cost		
		Gain (Loss)	24,658.
		Total	<u>\$ 47,612.</u>

## Statement 2

Form 990-PF, Part I, Line 18

Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PROPERTY TAX	\$ 66.	\$ 66.	\$ 66.	\$ 66.
Total	<u>\$ 66.</u>	<u>\$ 66.</u>	<u>\$ 66.</u>	<u>\$ 66.</u>

Client GRAH2754

GRAHAM BENEVOLENT FOUNDATION

75-6022754

5/13/10

09 42AM

Statement 3  
Form 990-PF, Part I, Line 23  
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
GENERAL EXPENSE	\$ 181.	\$ 181.	\$ 181.	\$ 181.
Total	<u>\$ 181.</u>	<u>\$ 181.</u>	<u>\$ 181.</u>	<u>\$ 181.</u>

Statement 4  
Form 990-PF, Part I, Line 25  
Contributions, Gifts, and Grants

Cash Grants and Allocations

Class of Activity:

Donee's Name: GRAHAM COMMUNITY FUND

Donee's Address:

Relationship of Donee:

Organizational Status of Donee:

Amount Given: \$ 195,000.

Total \$ 195,000.

Statement 5  
Form 990-PF, Part II, Line 11  
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Land	\$ 7,325.		\$ 7,325.	\$ 7,325.
Total	<u>\$ 7,325.</u>	<u>\$ 0.</u>	<u>\$ 7,325.</u>	<u>\$ 7,325.</u>

Statement 6  
Form 990-PF, Part II, Line 15  
Other Assets

	Book Value	Fair Market Value
Rounding	\$ 1.	
Total	<u>\$ 1.</u>	<u>\$ 0.</u>



2009

Federal Statements

Page 3

Client GRAH2754

GRAHAM BENEVOLENT FOUNDATION

75-6022754

5/13/10

09 42AM

Statement 7  
Form 990-PF, Part III, Line 5  
Other Decreases


FEDERAL INCOME TAX

Total	\$	4,254.
	\$	<u>4,254.</u>

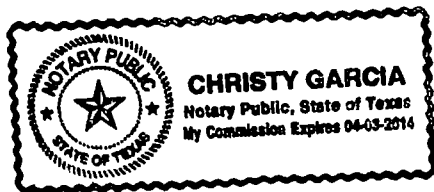
Graham Benevolent Foundation  
RE: PUBLIC/LEGAL NOTICE  
2009 Annual Report


STATE OF TEXAS  
COUNTY OF YOUNG

Before me, the undersigned authority, on this day personally appeared Don Beard the Controller of THE GRAHAM LEADER paper having general circulation in Young County, Texas, who being by me duly sworn, deposes and says that the foregoing attached Notice was published in said newspaper on the following date(s) to wit: May 2<sup>nd</sup> & 5th, 2010.

  
\_\_\_\_\_  
Don Beard

Subscribed and sworn to before me this 13th day of May 2010  
To certify which witness my hand and seal of office.



  
\_\_\_\_\_  
CHRISTY GARCIA  
Notary Public in and for the  
State of Texas

**630 PM SALE HOMES**

1960 Allison, 3/1 5/1 brick, completely remodeled, fenced, new windows, carpet & AC, new appliances, carpet & tile, new roof & much more \$92,500 Call 940-456-1613

**APARTMENTS AVAILABLE!!**

**FREE CABLE TV.**

REMODELED 1, 2 OR 3 BEDROOMS  
CONVENIENT LOCATIONS  
RENTAL ASSISTANCE AVAILABLE\*

**THE OLNEY HOUSING AUTHORITY**  
302 W. MAIN OLNEY, TX 940-564-5639

\*Must qualify for rental assistance, rental assistance not available at all locations

**DEPARTMENT OF HOMELAND SECURITY**

**FEDERAL EMERGENCY MANAGEMENT AGENCY**

Pump Station Road, Caddo, TX 2291 FM 2951, Graford, TX 2760 Frontier Unit Road, Graford, TX

The bid price is to include delivery, fuel surcharges, all labor, tools, equipment, materials, and related cost associated with the delivery of the materials to each location stated above.

Bids must be submitted and received no later than the Bid opening date and time specified above. Bids will be opened publicly and will be read aloud. Any bids received later than the specified time, whether delivered in person or mailed, shall not be considered.

Proposal documents are on file and may be examined at the BRA Central Office building located at 4600 Cobbs Drive, Waco, Texas 76710. The Proposal documents may be downloaded and printed from the Brazos River Authority website, www.brazos.org. About Us, Purchasing and Professional Services, Request for Bids, RFB No. 10-05-483 and clicking on "View this RFB" if you have any difficulty, contact Tom Downey at tdowney@brazos.org or at 254-761-3113. The owner reserves the right to accept any of the Bids submitted or to reject any or all Bids and to waive informalities and irregularities in the Bids.

**Request for Bids**  
**RFB No. 10-05-483**

Request for Bids will be received in the office of Administrative Services, Brazos River Authority, 4600 Cobbs Drive, Waco, Texas 76710 until 3:00 PM, Monday May 17, 2010 for Flex Base and Other Crushed or Processed Materials for Possum Kingdom Lake, Graford, Texas.

The Brazos River Authority is soliciting bids from qualified contractors to provide TXDOT Flex Base and other Crushed and/or Processed Materials to be used at Possum Kingdom Lake to repair and resurface roads in the Possum Kingdom Lake Area, Boat Ramp Construction and to repair, parking lots, and Public Use Areas.

The Flex Base and Other Crushed and Processed Materials that will be purchased



On May 4, 1970, in Kent, Ohio, National Guardsmen fire their weapons at a group of antiwar demonstrators on the Kent

**Equal Housing Opportunity**

**APARTMENTS AVAILABLE!!**

**FREE CABLE TV.**

REMODELED 1, 2 OR 3 BEDROOMS  
CONVENIENT LOCATIONS  
RENTAL ASSISTANCE AVAILABLE\*

**THE OLNEY HOUSING AUTHORITY**  
302 W. MAIN OLNEY, TX 940-564-5639

\*Must qualify for rental assistance, rental assistance not available at all locations

**1302 B Calaveras, \$500 month, \$350 deposit 940-549-0938**

2/1, water paid, fenced yard, pets allowed, \$450 month, \$450 deposit 214-649-8176

2/2, and 3/1 5, all new paint and carpet, no pets Call Gene 940-549-0806

3/1 5/1, brick, very clean, CHIA, no smoking, no pets, \$750 month, \$750 deposit 195 Berry 940-521-9894

3/2, 2301 Highway 16 South, \$650 month, \$400 deposit 940-549-0938

4/1 in Jermyn with W/D hookups, references required \$450 month plus deposit Call 940-342-2015.

Nice, all new, 2/1, refrigerator, stove, W/D connections, big yard, storage, \$545 month/ deposit 940-549-1202

**Oil and gas lease available six miles West of Graham, Texas 253.5 acres, owner owns all royalty Call 940-549-6521**

**Acton's**

- Furniture • Appliances
- Computer • Electronics

**Used Singlewides \$21,900!**

Government Surplus Homes  
2005 Models - 3 Bdrms  
Vinyl Siding, Shingle Roof  
Air, Del. & Setup  
Financing Available. RB35823

**Palm Harbor**  
2001 Model - 3+2  
large Island Kitchen, \$0 Down if you own land. RB35823  
GranburyCrownHomes.com

**Crown Homes**  
817-279-5505

**525 Eastside Lake Road, 4/1, carport, RV or boat cover, storage, fenced, waterfront 940-521-9566, 817-312-0447**

**3/2, town house with double garage, \$975 monthly, deposit required Call Bonnie at 940-521-5411**

**Apartment for rent, 811 South and 1200 Indiana Call 940-549-7650**

**Indiana Crossing Apartments**

1100 Indiana  
1, 2, 3 BR & Studios, from \$420 to \$650

**The Quarters Apartments**

1222 Brazos  
1 & 2 BR, from \$400 to \$440  
We welcome children and pets. Both locations have modern laundries for residents use only. All maintenance requests are

2 homes on 2 lots, \$80,000 730 Indiana, One has new metal roof and remodeling 940-521-2613, 940-549-4183

FSBO, 3/2/2, motivated seller Must see Office, privacy fence, oversized master bath 940-549-8822

Moving must sell, 2/1 house in Graham, needs work, \$22,500 Call Gary for more information 254-716-2551

Olney, 1105 West Edwards, \$68,500 To many updates to list, move in ready, 3/2/2 940-564-0977

We want to buy or lease your property 940-549-0081

**Eddleman Real Estate**

Doris Jean Eddleman - Broker  
940-549-6568 or 940-521-2026  
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MLS

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1710 Hwy 16 S  
Graham, TX 76450

**Darrell Gilmore, Division Mgr.**