



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

, 2009, 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

GRAHAM 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 foundation
I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method Cash Accrual
 Other (specify) **► \$ 3,334,472.** (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)
	1 Contributions gifts, grants etc received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> 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 b Gross sales price for all assets on line 6a	47,612.			
	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 note) See Stmt 2	66.	66.	66.	66.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 3	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.	

24

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
A S S E T S	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	7,325.		
Less accumulated depreciation (attach schedule) <u>See Stmt 5</u>	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 <u>See Statement 6</u>)			1.	
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	337,838.	263,507.	3,334,472.	
L I A B B I L I T I E S	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 <u>See Statement 6</u>)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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.	<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 Total net assets or fund balances (see the instructions)	337,838.	263,507.		
31 Total liabilities and net assets/fund balances (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) <u>See Statement 7</u>	3	
4 Add lines 1, 2, and 3	4	267,761.
5 Decreases not included in line 2 (itemize) <u>See Statement 7</u>	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) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
(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			
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)**

- | | | |
|--|--|---------------------------|
| 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.) | | 1
2,498. |
| 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
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 1% 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 Tax based on investment income. 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 penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached 8
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 9 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 11 | | Refunded |

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? | 1a | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? | 1b | X |
| <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> | | |
| c Did the foundation file Form 1120-POL 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 ► \$ _____ 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? | 2 | X |
| <i>If 'Yes,' attach a detailed description of the activities</i> | | |
| 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 |
| 4a 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 Form 990-T for this year? | 4b | N/A |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? | 5 | X |
| <i>If 'Yes,' attach the statement required by General Instruction T</i> | | |
| 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? | | |
| 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> | 6 | X |
| 8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► _____ | 7 | X |
| <i>N/A</i> | | |
| 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 <i>General Instruction G?</i> <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?	13	X	
	Website address ► N/A			
14	The books are in care of ► STEVE DENNY Located at ► 735 ELM STREET GRAHAM TX	Telephone no ► 940-549-0077 ZIP + 4 ► 76450		N/A ► <input type="checkbox"/>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15		N/A

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

5b N/A

6b X

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		

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	PRIVATE FUNDING
2	
3	
4	

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

1	N/A	
2		

All other program-related investments See instructions

3 _____

Total. Add lines 1 through 3

0.

BAA

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

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

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

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	195,247.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	195,247.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	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
1 Distributable amount for 2009 from Part XI, line 7				161,415.
2 Undistributed income, if any, as of the end of 2009			194,737.	
a Enter amount for 2008 only		0.		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 195,247.			194,737.	
a Applied to 2008, but not more than line 2a				
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				510.
e Remaining amount distributed out of corpus	0.			
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	0.			
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 instructions				0.
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				160,905.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see 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				<input type="checkbox"/> 4942(j)(3) or	4942(j)(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	Tax year	Prior 3 years			
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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(j)(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(j)(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 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>				
Total				► 3a
<i>b Approved for future payment</i>				
Total				► 3b

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

2009

Federal Statements

Page 1

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

Rounding

	Book Value	Fair Market Value
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.
 \$ 4,254.

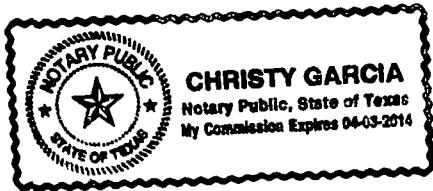
Graham Benevolent Foundation
RE: PUBLIC/LEGAL NOTICE
2009 Annual Report

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 2nd & 5th, 2010.

Don Beard
Don Beard

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



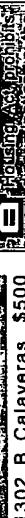
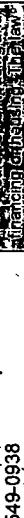
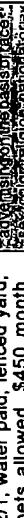
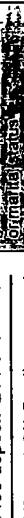
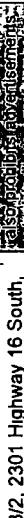
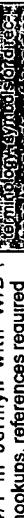
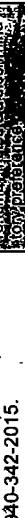
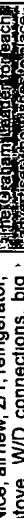
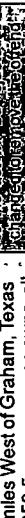
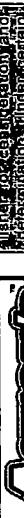
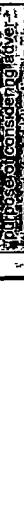
Christy Garcia
CHRISTY GARCIA

Notary Public in and for the
State of Texas

APARTMENTS AVAILABLE!!**FREE CABLE T.V.**

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

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

**EQUAL HOUSING OPPORTUNITY****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.****Equal opportunity for rental assistance, rental assistance not available at all locations.**

1960 Allison, 3/1 5/1 brick, completely remodeled, fenced, new windows, new AC, new appliances, carpet & tile, new roof & much more \$92,500 Call 940-456-1613 940-549-8822

Used Singlewides \$21,900!

Government Surplus Homes 2005 Models - 3 Bedrms Vinyl Siding, Shingle Roof Air, Del. & Setup Financing Available. BBS3823

Palm Harbor

2001 Model - 3+2 Large Island Kitchen, 30' Down to your own land. BBS3823 GranburyCrownHomes.com

Crown Homes

817-279-8595
525 Eastside Lake Road, 4/1, carport, RV or boat cover, storage, fenced, waterfront 940-521-9566, 817-312-0447

The Golden Touch

Downs Real Estate Inc. the #1 Real Estate Agent in the Golden Touch. Call Golden Ellies for all your Real Estate needs. 940-549-0065/910-521-2559

1/1, 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 25.3 acres, owner owns all royalty Call 940-549-6521

Indiana Crossing Apartments

1100 Indiana
1,2,3 BR & Studio, from \$420 to \$550
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

1108 Fourth St, Suite B
Graham, TX 76450 **MLS**

940-549-7500
1710 Hwy 16 S
Graham, TX 76450

Darrell Gilmore, Division Mgr:

DEPARTMENT OF
HOMELAND SECURITY
FEDERAL EMERGENCY
MANAGEMENT AGENCY

Preliminary Digital Flood
Insurance Rate Map (DFIRM)
and Flood Insurance Study
(FIS) Report for Young County
Texas, and Incorporated
Areas.

The Department of Homeland
Security's Federal Emergency
Management Agency (FEMA)
solicits technical information or
comments on the Preliminary
Flood Insurance Study (FIS) and
on the Preliminary Digital Flood
Insurance Rate Map (DFIRM)
for your community. It should
be noted that no substantial
increase in Base (1-percent-
annual-chance) Flood
Elevations (FFEs) occurred
The DFIRM and FIS report
are the basis for the floodplain
management measures that
your community is required to
either adopt or show evidence
of having in effect in order to
qualify or remain qualified for
participation in the National
Flood Insurance Program
(NFIP). The Preliminary DFIRM
and FIS report have been
mailed to the local Floodplain
Administrators

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 Cobb 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 254-781-3113.

The owner reserves the right to
accept any of the Bids submitted
or to reject any or all Bids and
to waive informality and
irregularities in the Bids.

The Graham Benevolent
Foundation Inc.'s 2009 annual
report is available for inspection
at 735 Elm Street, Graham, TX
during regular business hours.

John Chiles Graham, Director
Lake, Graham, 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
Guardians fire their weapons at a group
of antiwar demonstrators on the Kent



**Furniture • Appliance
• Computer • Electronics**

www.acton.com