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Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

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  
Simon & Louise Henderson Foundation

Number and street (or P O box number if mail is not delivered to street address)  
P O Box 1365

Room/suite

City or town, state, and ZIP code  
Lufkin, TX 75902

A Employer identification number  
75-6022769

B Telephone number (see page 10 of the instructions)  
(936) 634-3448

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, col. (c), line 16)

J Accounting method

\$ 6,671,764

☒ 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 page 11 of 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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	100,822	100,822		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	83,128			
	b Gross sales price for all assets on line 6a _____ 242,740				
	7 Capital gain net income (from Part IV, line 2) . . . .		83,128		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	183,950	183,950		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	2,879	1,440		1,439
	c Other professional fees (attach schedule) . . . . .	5,905	2,953		2,952
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,796			
	19 Depreciation (attach schedule) and depletion . . . .	0			
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	12	6		6
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	10,592	4,399		4,397
	25 Contributions, gifts, grants paid . . . . .	309,755			309,755
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	320,347	4,399		314,152
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-136,397			
	b <b>Net investment income</b> (if negative, enter -0-)		179,551		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

















Cat No 11289X

Form 990-PF (2009)

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
Assets	1Cash—non-interest-bearing . . . . .	61,691	63,639	69,639
	2Savings and temporary cash investments . . . . .	7,302	6,907	6,907
	3Accounts receivable  _____ Less allowance for doubtful accounts  _____			
	4Pledges receivable  _____ Less allowance for doubtful accounts  _____			
	5Grants receivable . . . . .			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7Other notes and loans receivable (attach schedule)  _____ Less allowance for doubtful accounts  _____			
	8Inventories for sale or use . . . . .			
	9Prepaid expenses and deferred charges . . . . .	206		
	10aInvestments—U S and state government obligations (attach schedule)			
	bInvestments—corporate stock (attach schedule) . . . . .	484,776 	347,348	6,595,218
	cInvestments—corporate bonds (attach schedule). . . . .			
	11Investments—land, buildings, and equipment basis  _____ Less accumulated depreciation (attach schedule)  _____			
	12Investments—mortgage loans . . . . .			
	13Investments—other (attach schedule) . . . . .			
	14Land, buildings, and equipment basis  _____ Less accumulated depreciation (attach schedule)  _____			
	15Other assets (describe  _____)			
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	553,975	417,894	6,671,764
Liabilities	17Accounts payable and accrued expenses . . . . .			
	18Grants payable . . . . .	304,692	212,441	
	19Deferred revenue . . . . .			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule) . . . . .			
	22Other liabilities (describe  _____)		 316	
	23Total liabilities (add lines 17 through 22) . . . . .	304,692	212,757	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here  <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted . . . . .			
	25Temporarily restricted . . . . .			
	26Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here  <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds . . . . .	1,020,475	1,020,475	
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds	-771,192	-815,338	
	30Total net assets or fund balances (see page 17 of the instructions) . . . . .	249,283	205,137	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	553,975	417,894	

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	249,283
2	Enter amount from Part I, line 27a . . . . .	2	-136,397
3	Other increases not included in line 2 (itemize)  _____ 	3	92,251
4	Add lines 1, 2, and 3 . . . . .	4	205,137
5	Decreases not included in line 2 (itemize)  _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . .	6	205,137

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	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	83,128
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 pages 13 and 17 of 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 )

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 page 18 of 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 (col (b) divided by col (c))
2008	295,480	6,555,033	0 04508
2007	331,451	6,354,909	0 05216
2006	245,284	6,377,297	0 03846
2005	146,467	5,006,387	0 02926
2004	127,848	2,923,228	0 04374

2	Total of line 1, column (d). . . . .	2	0 20869
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	0 04174
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5. . . . .	4	4,473,937
5	Multiply line 4 by line 3. . . . .	5	186,729
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,796
7	Add lines 5 and 6. . . . .	7	188,525
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	314,152

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	1,796
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3Add lines 1 and 2. . . . .		3	1,796
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	1,796
6Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,480
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	
7Total credits and payments Add lines 6a through 6d. . . . .		7	1,480
8Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	316
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	
11Enter the amount of line 10 to be Credited to 2010 estimated tax 0 Refunded		11	

Part VII-AStatements Regarding Activities			
1aDuring 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? . . . . .			YesNo
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.		1a1b	NoNo
cDid the foundation file Form 1120-POL for this year?. . . . .		1c	No
dEnter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		2	No
3Has 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 . . . . .		3	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?. . . . .		4b	No
5Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		5	No
6Are 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	Yes
7Did 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		7	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX			
bIf 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 .		8b	Yes
9Is 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 on page 27)? If "Yes," complete Part XIV . . . . .		9	No
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of SIMON W HENDERSON III Telephone no (936) 634-3448 Located at 4100 SOUTH MEDFORD DRIVE Iufkin TX ZIP+4 75901			
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	

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.	1b		No
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		No
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____			
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 page 20 of the instructions ).	2b		No
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?. 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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

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 page 22 of the 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
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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.				

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 page 23 of the 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. . . . .		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	4,462,629
b	Average of monthly cash balances. . . . .	1b	79,439
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	4,542,068
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	
3	Subtract line 2 from line 1d. . . . .	3	4,542,068
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	68,131
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,473,937
6	Minimum investment return. Enter 5% of line 5. . . . .	6	223,697

Part XI

Distributable Amount (see page 25 of the 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	223,697
2a	Tax on investment income for 2009 from Part VI, line 5. . . . .	2a	1,796
b	Income tax for 2009 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,796
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	221,901
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	221,901
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	221,901

Part XII

Qualifying Distributions (see page 25 of the 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	314,152
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	314,152
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 page 26 of the instructions). . . . .	5	1,796
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	312,356
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 XIV

**1a** 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. . . . .

## 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) )

**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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			▶ 3a	309,755
b Approved for future payment				
Total . . . . .			▶ 3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities. . . .			14	100,822	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	83,128	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). .				183,950	
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . . <b>13</b>				183,950	183,950

[illegible]





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

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

Sign Here	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					
	*****			2010-02-24	*****	
	Signature of officer or trustee			Date	Title	
	Paid Preparer's Use Only	Preparer's Signature  LORI A LAMB PC CPA		Date	Check if self-employed 	Preparer's identifying number (see <b>Signature</b> on page 30 of the instructions)
		Firm's name (or yours if self-employed), address, and ZIP code 		EIN 		
	Axley & Rode LLP 1307 S 1st St Lufkin, TX 759014717		Phone no (936) 634-6621			

Additional Data

Software ID: 09000047  
Software Version:  
EIN: 75-6022769  
Name: Simon & Louise Henderson Foundation

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
1355 93 goldman sachs short term ultra-short dur	P	2009-08-17	2009-12-16
225 DELL INC	P	2001-09-10	2009-12-16
225 CONOCOPHILLIPS	P	1996-04-24	2009-12-16
700 Exxon Mobil Corporation	P	1999-03-01	2009-12-16
1000 GENERAL ELECTRIC	P	1993-07-15	2009-12-16
600 MICROSOFT CORP COM	P	1996-04-25	2009-12-16
475 bank of america	P	2000-07-17	2009-12-16
600 wal-mart stores inc	P	1999-03-30	2009-12-16
275 cisco systems inc	P	1994-09-30	2009-12-16
275 PEPSICO INC COM	P	1999-05-30	2009-12-16
750 pfizer inc	P	1997-05-28	2009-12-16
600 Procter & Gamble	P	1999-03-30	2009-12-16
150 coca cola company	P	1988-10-20	2009-12-16
100 oil service holders trust	P	2009-06-19	2009-08-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,014		12,000	14
3,034		5,144	-2,110
11,547		3,410	8,137
48,614		23,516	25,098
15,665		8,087	7,578
18,153		4,191	13,962
7,268		11,162	-3,894
32,369		27,469	4,900
6,462		668	5,794
16,899		10,777	6,122
13,748		12,453	1,295
37,475		29,746	7,729
8,863		805	8,058
10,629		10,184	445



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FM V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14
			-2,110
			8,137
			25,098
			7,578
			13,962
			-3,894
			4,900
			5,794
			6,122
			1,295
			7,729
			8,058
			445


Form 990PF Part VIII Line 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
Holly Henderson	Director 1 00	0		
4100 S Medford Drive Lufkin, TX 75901				
M F ZEAGLER	Treasurer 1 00	0		
307 INNISBROOK LUFKIN, TX 75901				
HONEA H ROTHERMEL	Vice President 1 00	0		
4580 Belfort Place Dallas, TX 75205				
JOIE E HENDERSON	Secretary 1 00	0		
1110 HARMONY HILL LUFKIN, TX 75901				
SIMON W HENDERSON III	PRESIDENT 1 00	0		
1110 HARMONY HILL LUFKIN, TX 75901				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Rise SChool of Dallas200 Crescent Ct 500 Dallas, TX 75201	None		education	3,000
LHS Women's Soccer Booster ClubPO Box 1387 Lufkin, TX 75902	None		athletics	5,000
Joe Elliott HO use220 Gene Samford Dr Lufkin, TX 75901	None		general operations	200
Boy Scouts of America1331 E 5th Street Tyler, TX 75701	None		2009 friends of scouting	200
Angelina Country Re-entry Drug Cour PO Box 908 Lufkin, TX 75902	None		general operations	2,000
The Family PlacePO Box 7999 Dallas, TX 75209	None	Public	general operations	2,000
St Cyprian's Episcopal School1115 S John Redditt Lufkin, TX 75904	None	Public	general operations	200
Doctors without BordersPO Box 5030 Hagerstown, MD 21741	None	Public	general operations	1,000
Burke Center4101 S Medford Drive Lufkin, TX 75901	None	Public	General operations	5,000
Texas Forest AssociationPO Box 1488 Lufkin, TX 75902	None	Public	Educational Fund	10,000
Stephen F Austin State UniversityPO Box 6109 SFA Station Nacogdoches, TX 75962	None	Public	Forestry Department Operations	45,000
Planned Parenthood of angelina coun 1404 Frank Lufkin, TX 75901	None	Public	General operations	3,000
Operation Smile6435 Tidewater Drive Norfolk, VA 23509	None	Public	General operations	1,000
First Street Arts Center104 S First Street Lufkin, TX 75901	None	Public	Programs	2,000
Women's Shelter of East Texas910 South St Nacogdoches, TX 75964	None	Public	Building Fund	8,000
<b>Total . . . . .</b>			<b>3a</b>	309,755


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
University of TexasPO Box 7399 Austin, TX 78713	None	Public	General Operations	15,000
United Way of Angelina CountyPO Box 1764 Lufkin, TX 75902	None	Public	Fundraiser	400
Texas Scottish Rite Hospital2222 Welborn Street Dallas, TX 75219	None	Public	General Operations	20,000
Texas Forestry MuseumPO Box 1488 Lufkin, TX 75902	None	Public	Crosscut Publication	6,425
Salvation Army412 South Third Street Lufkin, TX 75901	None	Public	General Operations	10,000
Museum of East Texas503 E Second Lufkin, TX 75901	None	Public	Endowment	12,500
Mosaic CenterPO Box 154225 Lufkin, TX 75915	None	Public	General Operations	5,000
Moffett Volunteer Fire DeptRt 13 Box 5866 Lufkin, TX 75901	None	Public	General Operations	1,000
Memorial Health System of East1201 W Frank Lufkin, TX 75901	None	Public	Dialysis Center	35,000
LHS Alumni Association900 East Denman Lufkin, TX 75901	None	Public	Scholarship Fund	10,000
Lufkin ISD900 East Denman Lufkin, TX 75901	None	Public	Senior 2009 Top 40 Banquet, project celebration	1,630
Love Inc of LufkinPO Box 153311 Lufkin, TX 75902	None	Public	General Operations	2,000
Junior League of LufkinPO Box 151812 Lufkin, TX 75915	None	Public	Community fund	1,000
Humane Society of Angelina CouPO Box 472 Lufkin, TX 75902	None	Public	General Operations	2,000
Hospice in the Pines116 South Raguet Lufkin, TX 75904	None	Public	general operations	5,200
<b>Total . . . . .</b>  <b>3a</b>				309,755

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Horace C Polk Jr Regional1201 Frank St Lufkin, TX 75901	None	Public	General Operations	1,000
Habitat For Humanityof Angelina County Lufkin, TX 75901	None	Public	General operations	3,000
Goodwill Industries301 Hill St Lufkin, TX 75904	None	Public	Youth WorksI Project	5,000
Godtel Ministries323 Moody St Lufkin, TX 75901	None	Public	General Operations	5,000
Fuller Springs Volunteer FirePO Box 773 Lufkin, TX 75902	None	Public	General Operations	1,000
First United Methodist Church805 E Denman Avenue Lufkin, TX 75901	None	Public	General Operations	20,000
Ellen Trout Zoo402 Zoo Circle Dr Lufkin, TX 75904	None	Public	General Operations	5,000
East Texas PAWSPO Box 2151 Lufkin, TX 75902	None	Public	General Operations	1,000
Denman Avenue Baptist Church1807 E Denman Lufkin, TX 75901	None	Public	General Operations	5,000
Christian Information and ServPO Box 2621 Lufkin, TX 75902	None	Public	General Operations	5,000
Buckner Children Family Serv3402 Daniel McCall Dr 21 Lufkin, TX 75904	None	Public	General Operations	5,000
Boys Girls Club of East TXPO Box 631345 Nacogdoches, TX 75963	None	Public	General Operations/Lufkin	10,000
Beth and Horace Stubblefield L206 N John Redditt Drive Lufkin, TX 75904	None	Public	General Operations	17,000
Angelina County Child Welfare117 E Lufkin Avenue Lufkin, TX 75901	None	Public	Christmas party for foster children	5,000
Angelina Cty Chamb of Com FdnPO Box 1606 Lufkin, TX 75902	None	Public	Bill Shelton Center, Pharmacy Program	500
<b>Total . . . . .</b>  <b>3a</b>				309,755

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Angelina Beautiful Clean1615 S Chestnut Lufkin, TX 75901	None	Public	Lufkin Landscape Projects	1,500
Angelina Alliance for ChildrenPO Box 1922 Lufkin, TX 75902	None	Public	General Operations	5,000
<b>Total</b> . . . . .  <b>3a</b>				309,755

TY 2009 Accounting Fees Schedule

**Name:** Simon & Louise Henderson Foundation

**EIN:** 75-6022769

**Software ID:** 09000047

**Software Version:** 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AXLEY & RODE LLP	2,879	1,440	0	1,439

**TY 2009 Investments Corporate  
Stock Schedule****Name:** Simon & Louise Henderson Foundation**EIN:** 75-6022769**Software ID:** 09000047**Software Version:** 2009v1.3

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
85360 Lufkin Industries	88,000	6,248,352
825 Walmart Stores Inc	46,979	49,441
900 Procter & Gamble Co	46,480	54,567
1150 Pfizer Inc	31,622	20,918
425 Pepsico Inc	18,322	25,840
900 Microsoft Corp	19,278	27,432
1500 General Electric	12,130	22,695
1300 Exxonmobil Corp	48,947	88,647
375 Dell Computer Corp	8,573	5,385
325 Conocophillips	7,604	16,598
250 Coca Cola Co	1,342	14,250
425 Cisco Systems Inc.	1,033	10,174
725 Bank of America Corp	17,038	10,919



TY 2009 Other Expenses Schedule

**Name:** Simon & Louise Henderson Foundation

**EIN:** 75-6022769

**Software ID:** 09000047

**Software Version:** 2009v1.3

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charitable Purposes
BANK FEES	12	6		6

TY 2009 Other Increases Schedule

**Name:** Simon & Louise Henderson Foundation

**EIN:** 75-6022769

**Software ID:** 09000047

**Software Version:** 2009v1.3

Description	Amount
decrease in grants payable	92,251

TY 2009 Other Liabilities Schedule

**Name:** Simon & Louise Henderson Foundation

**EIN:** 75-6022769

**Software ID:** 09000047

**Software Version:** 2009v1.3

Description	Beginning of Year - Book Value	End of Year - Book Value
Federal Excise Tax Payable		316

## TY 2009 Other Professional Fees Schedule

**Name:** Simon & Louise Henderson Foundation

**EIN:** 75-6022769

**Software ID:** 09000047

**Software Version:** 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GOLDMAN SACHS- MANAGEMENT FEES	5,905	2,953	0	2,952

TY 2009 Taxes Schedule

**Name:** Simon & Louise Henderson Foundation

**EIN:** 75-6022769

**Software ID:** 09000047

**Software Version:** 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	1,796			

**SIMON & LOUISE HENDERSON FOUNDATION**  
**FORM 990-PF, I D #75-6022769**  
**PART X, LINE 1a**  
**AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES**  
**FOR THE YEAR ENDED DECEMBER 31, 2009**

SHARES	SECURITY	BOOK VALUE 12/31/2009	MARKET VALUES December	MARKET VALUES November	MARKET VALUES October	MARKET VALUES September	MARKET VALUES August	MARKET VALUES July	MARKET VALUES June	MARKET VALUES May	MARKET VALUES April	MARKET VALUES March	MARKET VALUES February	MARKET VALUES January
100	OIL FIELD SERVICE HOLDERS TR	-				-	-	10,352	9,768	-	-	-	-	-
725	BANK OF AMERICA CORP	17,038	10,918	11,491	10,571	8,037	12,753	10,723	9,570	8,193	6,474	4,944	2,864	4,771
475	BANK OF AMERICA CORP	-		7,529	6,925	12,267	8,355	7,025	6,270	5,368	4,242	3,240	1,876	3,125
425	CISCO SYSTEMS INC	1,033	10,175	9,945	9,694	10,004	10,260	9,354	7,926	7,863	8,211	7,127	6,192	6,362
275	CISCO SYSTEMS INC	-		6,435	6,273	6,474	4,860	6,053	5,129	5,088	5,313	4,612	4,007	4,117
250	COCA COLA CO	1,342	14,250	14,300	13,328	13,425	12,192	12,460	11,998	12,290	10,763	10,988	10,213	10,680
150	COCA COLA CO	-		8,580	7,996	8,055	7,316	7,476	7,199	7,374	6,457	6,592	6,127	6,408
325	CONOCOPHILLIPS	7,604	16,598	16,825	16,309	14,677	14,634	14,206	13,670	14,898	13,325	12,727	12,138	15,448
225	CONOCOPHILLIPS	-		11,648	11,290	10,161	10,132	9,835	9,464	10,314	9,225	8,811	8,404	10,694
375	DELL COMPUTER CORP	8,573	5,385	5,295	5,419	5,723	5,936	5,018	5,149	4,339	4,358	3,555	3,199	3,563
225	DELL COMPUTER CORP	-		3,177	3,251	3,433	3,562	3,011	3,089	2,603	2,614	2,133	1,919	2,137
1,300	EXXON MOBIL CORP	48,947	88,647	97,591	93,171	89,193	89,895	91,507	90,883	90,154	86,671	88,530	88,270	99,424
700	EXXON MOBIL CORP	-		52,549	50,169	48,027	48,405	49,273	48,937	48,544	46,669	47,670	47,530	53,536
1,500	GENERAL ELECTRIC CO	12,130	22,695	24,030	21,390	24,630	20,850	20,100	17,580	20,220	18,975	15,165	12,765	18,195
1,000	GENERAL ELECTRIC CO	-		16,020	14,260	16,420	13,900	13,400	11,720	13,480	12,650	10,110	8,510	12,130
900	MICROSOFT CORP	19,278	27,432	26,469	24,957	23,148	22,185	21,168	21,393	18,801	18,234	16,533	14,535	15,390
600	MICROSOFT CORP	-		17,646	16,638	15,432	14,790	14,112	14,262	12,534	12,156	11,022	9,690	10,260
425	PEPSICO INC	18,322	25,840	26,444	25,734	24,930	24,085	24,119	23,358	22,121	21,148	21,879	20,460	21,348
275	PEPSICO INC	-		17,111	16,651	16,132	15,584	15,606	15,114	14,314	13,684	14,157	13,238	13,813
1,150	PFIZER INC	31,622	20,918	20,896	19,585	19,032	19,205	18,320	17,250	17,469	15,364	15,663	14,157	16,767
750	PFIZER INC	-		13,627	12,772	12,413	12,525	11,948	11,249	11,393	10,020	10,215	9,232	10,935
900	PROCTER & GAMBLE CO	46,480	54,567	56,115	52,200	52,128	48,699	49,959	45,990	46,746	44,496	42,381	43,353	49,050
600	PROCTER & GAMBLE CO	-		37,410	34,800	34,752	32,466	33,305	30,660	31,164	29,664	28,254	28,902	32,700
925	WAL-MART STORES INC	46,979	49,441	50,458	45,954	45,408	47,055	46,138	44,806	45,008	46,620	48,193	45,547	43,586
600	WAL-MART STORES INC	-		32,730	29,808	29,454	30,522	29,928	29,064	29,844	30,240	31,260	29,544	28,272
1,356	GOLDMAN SACHS ULTRA ST DUF	-			12,000	11,986	12,000	-	-	-	-	-	-	-
85,360	LUFKIN INDUSTRIES	88,000	6,248,352	5,136,111	4,849,302	4,520,666	3,761,815	3,837,786	3,554,390	3,836,078	2,932,970	3,183,928	2,760,542	2,915,044
TOTALS		347,348	6,595,218	5,720,432	5,410,447	5,076,007	4,303,981	4,372,182	4,065,888	4,336,200	3,410,543	3,649,689	3,203,214	3,407,755
AVERAGE SECURITIES BALANCE		4,462,629												

SIMON & LOUISE HENDERSON FOUNDATION  
 FORM 990-PF, I.D. #75-6022769  
 PART X, LINE 1b  
 AVERAGE OF MONTHLY CASH BALANCES  
 FOR THE YEAR ENDED DECEMBER 31, 2009

CASH BALANCES	BOOK VALUE 12/31/2009	MARKET VALUES December	MARKET VALUES November	MARKET VALUES October	MARKET VALUES September	MARKET VALUES August	MARKET VALUES July	MARKET VALUES June	MARKET VALUES May	MARKET VALUES April	MARKET VALUES March	MARKET VALUES February	MARKET VALUES January
Bancorp South	63,639	56,728	88,070	93,651	88,740	80,670	83,090	72,561	62,887	71,402	69,872	60,891	61,416
Goldman Sachs	6,907	4,955	2,668	2,698	1,870	1,027	1,703	5,952	9,542	9,534	8,770	7,381	7,191
TOTALS	70,546	61,683	90,738	96,348	90,610	81,697	84,793	78,513	72,429	80,936	78,642	68,272	68,607
AVERAGE BALANCE	<u>79,439</u>												