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	PATE FOUNDATION
Number and street (or P O box number if mail is not delivered to street address)	777 MAIN STREET SUITE 3250
Room/suite	
City or town, state, and ZIP code	FORT WORTH, TX 76102

A Employer identification number 75-6036779

B Telephone number (see page 10 of the instructions) (817) 922-9566

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)* ▶$ 1,936,259

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

	Line	Description	(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)	954,130			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	26	26	26	
	4	Dividends and interest from securities	10,776	10,776	10,776	
	5a	Gross rents	220	220	220	
	b	Net rental income or (loss) 220				
	6a	Net gain or (loss) from sale of assets not on line 10	39,002			
	b	Gross sales price for all assets on line 6a 63,216				
	7	Capital gain net income (from Part IV, line 2)		39,002		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	50,516	0	50,516	
	12	**Total.** Add lines 1 through 11	1,054,670	50,024	61,538	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages	43,835	0	0	43,835
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,762	0	0	1,762
	c	Other professional fees (attach schedule)				
	17	Interest	338	338	0	0
	18	Taxes (attach schedule) (see page 14 of the instructions)	5,690	305	305	4,397
	19	Depreciation (attach schedule) and depletion	5,294	0	5,294	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	21,793	0	0	21,793
	24	**Total operating and administrative expenses.** Add lines 13 through 23	78,712	643	5,599	71,787
	25	Contributions, gifts, grants paid	0			0
	26	**Total expenses and disbursements.** Add lines 24 and 25	78,712	643	5,599	71,787
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	975,958			
	b	**Net investment income** (if negative, enter -0-)		49,381		
	c	**Adjusted net income** (if negative, enter -0-)			55,939	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	7,548	75,387	75,387
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges		132	132
10a	Investments—U S and state government obligations (attach schedule)	0	322,448	319,500
b	Investments—corporate stock (attach schedule)	124,358	395,556	617,413
c	Investments—corporate bonds (attach schedule)	0	109,590	108,947
11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	0	215,487	231,614
14	Land, buildings, and equipment basis ▶ 219,202 Less accumulated depreciation (attach schedule) ▶ 128,935	95,561	90,267	90,267
15	Other assets (describe ▶ ______)	492,999	492,999	492,999
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	720,466	1,701,866	1,936,259
Liabilities				
17	Accounts payable and accrued expenses	1,473	1,473	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ ______)	1,371	6,384	
23	**Total liabilities** (add lines 17 through 22)	2,844	7,857	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	250,786	250,786	
29	Retained earnings, accumulated income, endowment, or other funds	466,836	1,443,223	
30	**Total net assets or fund balances** (see page 17 of the instructions)	717,622	1,694,009	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	720,466	1,701,866	

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	717,622
2	Enter amount from Part I, line 27a	2	975,958
3	Other increases not included in line 2 (itemize) ▶ ______	3	435
4	Add lines 1, 2, and 3	4	1,694,015
5	Decreases not included in line 2 (itemize) ▶ ______	5	6
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,694,009

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			(l) 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	39,002
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	-1,831

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	65,433	454,608	0 143933
2007	55,274	478,710	0 115464
2006	57,397	442,797	0 129624
2005	65,652	390,326	0 168198
2004	79,418	408,621	0 194356

2	**Total** of line 1, column (d).	2	0 751575
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 150315
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	502,762
5	Multiply line 4 by line 3.	5	75,573
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	494
7	Add lines 5 and 6.	7	76,067
8	Enter qualifying distributions from Part XII, line 4.	8	71,787

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 VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	988
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	988
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	988
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,120		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,120
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	132
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 132	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

Part VII-A Statements Regarding Activities (continued)

		Line	Yes	No
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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶PATE FOUNDATION Telephone no ▶(817) 922-9566

Located at ▶777 MAIN STREET SUITE 3250 FORT WORTH TX ZIP+4 ▶76102

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.

			Line	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)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	☐ Yes ☑ No			
	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		
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		
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))? ☐ 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 page 22 of the 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 page 22 of the instructions)?	**5b**		**No**
	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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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
SEBERT L PATE DECEASED 62609 621 ALTA DRIVE FORT WORTH,TX 761071513	PAST-PRESIDENT 0 00	0	0	0
C PATRICK PATE 777 MAIN STREET SUITE 3250 FORT WORTH,TX 76102	PRESIDENT 0 00	0	0	0

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 ▶				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 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. . . . . ▶		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 THE PATE FOUNDATION'S PRIMARY ACTIVITY IS THE OPERATION AND MAINTENANCE OF A TRANSPORTATION MUSEUM, WHICH IS OPEN TO THE GENERAL PUBLIC	0
2 IN ADDITION TO THAT ACTIVITY, THE PATE FOUNDATION GRANTS EDUCATIONAL SCHOLARSHIPS TO A NUMBER OF STUDENTS	0
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 NONE	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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	492,708
b	Average of monthly cash balances	1b	17,710
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	510,418
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	510,418
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	7,656
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	502,762
6	**Minimum investment return.** Enter 5% of line 5	6	25,138

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

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	71,787
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	71,787
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	71,787

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.			0	
b Total for prior years 20___, 20___, 20___		0		
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 ▶ $ ____________				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2009 distributable amount.				0
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 page 27 of the instructions . . .		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the 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 page 27 of the instructions and Part VII-A, question 9)

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. . . . . . . ▶ 1974-03-24

b Check box to indicate whether the organization is a private operating foundation described in section ☑ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	**(b)** 2008	**(c)** 2007	**(d)** 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	25,138	3,890	5,200	4,287	38,515
b 85% of line 2a	21,367	3,307	4,420	3,644	32,738
c Qualifying distributions from Part XII, line 4 for each year listed	71,787	65,433	55,274	57,397	249,891
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	71,787	65,433	55,274	57,397	249,891
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	16,759	15,153	15,957	14,760	62,629
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

SEBERT L PATE DECEASED 62609

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

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

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

C PATRICK PATE
777 MAIN STREET SUITE 3250
FORT WORTH, TX 76102
(817) 922-9566

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

APPLICATIONS SHOULD BE MADE IN WRITING WITH THE AMOUNT OF ASSISTANCE REQUESTED AND AN EXPLANATION OF THE NEED FOR FINANCIAL ASSISTANCE APPLICATIONS FOR EDUCATIONAL ASSISTANCE SHOULD INCLUDE RECENT TRANSCRIPTS, PHOTO AND PERSONAL REFERENCES EDUCATIONAL AWARDS ARE BASED ON GRADES, EXTRA-CURRICULAR SCHOOL ACTIVITIES, CIVIC ACTIVITIES, MORAL CHARACTER AND FINANCIAL NEED

c Any submission deadlines

NONE

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

NO SON OR DAUGHTER OF ANY EMPLOYEE OF TEXAS REFINERY CORPORATION OR ITS RELATED COMPANIES CAN BE ELIGIBLE FOR AN AWARD

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
a *Paid during the year*				
Total . . . . ▶ **3a**				0
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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 page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	26	
4 Dividends and interest from securities. . . .			14	10,776	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					220
6 Net rental income or (loss) from personal property					
7 Other investment income.			01	50,459	
8 Gain or (loss) from sales of assets other than inventory					39,002
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a CEDAR FAIR, L P	525990	-58	01	115	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-58		61,376	39,222

13 **Total.** Add line 12, columns (b), (d), and (e). 13 100,540

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
5a	THE GIFT SHOP IS LOCATED AT THE PATE MUSEUM OF TRANSPORTATION AND SELLS SOUVENIRS IN ORDER TO PROMOTE THE ACTIVITIES OF THE MUSEUM TO THE GENERAL PUBLIC

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

****** | 2010-05-13 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Robert W Duke	Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	Sproles Woodard LLP 777 Main Street Suite 3250 Fort Worth, TX 761025304		EIN Phone no (817) 332-1328	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491145008010

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of organization	**Employer identification number**
PATE FOUNDATION	75-6036779

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
PATE FOUNDATION

Employer identification number
75-6036779

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SEBERT L PATE Deceased 6-26-2009 621 ALTA DRIVE FORT WORTH, TX 751071513	$ 954,130	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
PATE FOUNDATION	75-6036779

Part II **Noncash Property** (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CASH, STOCKS/EQUITIES & BONDS FROM IRA ROLLOVER ACCOUNT #W006393400 PURSUANT TO DECEDANT'S BEQUEST	$ 954,130	2009-11-27
		$	
		$	
		$	
		$	
		$	

Name of organization
PATE FOUNDATION

Employer identification number
75-6036779

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2009 Accounting Fees Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	1,762	0	0	1,762

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Depreciation Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	1972-07-01	60,123	60,123	SL	30 000000000000	0	0	0	
FENCE	1991-05-21	6,800	5,950	SL	20 000000000000	340	0	340	
SPRAYER	1991-03-07	1,590	1,590	SL	12 000000000000	0	0	0	
MUSEUM ADDITION	1994-02-18	40,235	15,350	SL	39 000000000000	1,032	0	1,032	
LAMP	1994-06-13	165	165	200DB	7 000000000000	0	0	0	
CONFERENCE TABLE & 2 CHAIRS	1994-04-06	645	644	200DB	7 000000000000	0	0	0	
FANS	1994-07-11	1,591	1,591	200DB	7 000000000000	0	0	0	
MUSEUM IMPROVEMENT	1994-04-18	1,236	468	SL	39 000000000000	32	0	32	
MUSEUM IMPROVEMENT	1994-07-28	1,390	518	SL	39 000000000000	36	0	36	
FENCING - BARBED WIRE	1995-03-01	2,677	1,854	SL	20 000000000000	134	0	134	
FENCING	1997-10-08	4,445	2,498	SL	20 000000000000	222	0	222	
WATER WELL	1998-02-26	5,403	2,925	SL	20 000000000000	270	0	270	
RUDD 4 TON CONDENSING UNIT	1998-07-09	3,200	3,200	SL	7 000000000000	0	0	0	
DRILLING FOR WATER LINES	1999-08-24	2,700	1,260	SL	20 000000000000	135	0	135	
POULAN 42" LAWN TRACTOR	1999-04-15	1,069	1,064	200DB	5 000000000000	0	0	0	
MUSEUM IMPROVEMENT	2000-11-01	60,200	16,223	SL	30 000000000000	2,007	0	2,007	
CONCRETE WORK AND ENTRYWAY	2001-07-31	9,602	2,373	SL	30 000000000000	320	0	320	
SURVEILANCE SYSTEM	2001-04-30	802	802	200DB	5 000000000000	0	0	0	
FARNSWORTH HALL - IMPROVEMENTS	2002-06-06	15,329	5,043	SL	20 000000000000	766	0	766	
1958 EDSEL CONVERTIBLE	1994-12-31	13,650			0 %	0	0	0	
1954 HUDSON	1994-12-31	9,785			0 %	0	0	0	
1956 DE SOTO HARDTOP	1994-12-31	13,390			0 %	0	0	0	
TRANSPORTATION EQUIPMENT ON DISPLAY IN MUSEUM	1994-12-31	358,263			0 %	0	0	0	
1979 VOLKSWAGON	1995-01-27	6,750			0 %	0	0	0	
1941 CADILLAC REPAIRS	1995-04-12	2,705			0 %	0	0	0	
1951 KAISER	1995-05-26	6,500			0 %	0	0	0	
1941 CADILLAC-PAINTING	1996-09-06	6,000			0 %	0	0	0	
REPAIR 1941 CADILLAC	1996-10-16	2,833			0 %	0	0	0	
REPAIR 1941 CADILLAC CONV	1997-01-31	3,446			0 %	0	0	0	
PAINT AMPHIBIOUS PLANE	1999-03-04	3,000			0 %	0	0	0	
BOOKS	1994-12-31	10,000			0 %	0	0	0	
SIX MILITARY AIRCRAFT	1994-12-31	6			0 %	0	0	0	
HOUND DOG MISSLE	1994-12-31	1			0 %	0	0	0	
ARMY TANK	1994-12-31	1			0 %	0	0	0	
PRIVATE RAILROAD CAR	1994-12-31	1			0 %	0	0	0	
ANTIQUE FURNITURE	1994-12-31	6,395			0 %	0	0	0	
MINE SWEEPER	1994-12-31	3,751			0 %	0	0	0	
UNIFORMS	1994-12-31	718			0 %	0	0	0	
DELOREAN	1994-12-31	13,500			0 %	0	0	0	
TRABANT AUTO	1994-12-31	304			0 %	0	0	0	
1963 CORVETTE	1994-12-31	18,000			0 %	0	0	0	
DELCAR 1953 MG	1994-12-31	14,000			0 %	0	0	0	

TY 2009 Investments Corporate Bonds Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WYETH 5.50% 2/1/2014	109,590	108,947

TY 2009 Investments Corporate Stock Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN INTERNATIONAL	5,312	17,538
JP MORGAN CHASE CO	11,620	23,294
BB&T CORP	6,900	17,381
BERKSHIRE HATHAWAY INC CL B	11,145	32,860
BURLINGTON NORTHern	6,115	22,329
CEDAR FAIR LIMITED PARTNERSHIP	7,310	4,564
DELTA AIRLINE	11,270	0
EXXON MOBIL CORP	5,119	74,054
GENERAL ELECTRIC	23,335	17,899
RAYTHEON CO	6,138	10,304
TELECOM CORp NEW ZEALAND	1,721	2,553
TELEFONICA SA SP ADR	1,423	19,377
TYSON FOODS	3,535	3,681
NBT BANCORP	5,372	4,074
ATMOS ENERGY CORP	5,517	5,880
WALMART STORES INC	7,662	42,760
CULLEN FROST BANCSHARES	3,200	19,700
ABERCOMBIE & FITCH CO	3,282	3,485
AFLAC INC	8,298	9,250
ALLERGAN INC	5,625	6,301
ANADARKO PETROLEUM CORP	2,915	2,996
APPLE INC	10,179	11,378
BAIDU INC	11,338	12,337
BARD C.R. INC	2,702	2,804
BAXTER INTERNATIONAL INC	5,676	6,161
BORGWARNER INC	2,942	2,990
CARNIVAL CORP	5,824	6,338
CHESAPEAKE ENERGY CORP	4,557	4,814
CHEVRON CORPORATIONS	4,822	4,850
CISCO SYSTEM INC	8,006	8,403

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA COLA CO	3,625	3,876
COGNIZANT TECH SOLUTIONS	8,426	9,882
COSTCO WHOLESALE CORP	3,525	3,669
CUMMINS INC	2,885	3,073
DEERE & CO	3,462	4,111
DEVRY INC	5,308	5,446
E M C CORPORATION	5,731	6,080
EMERSON ELECTRIC CO	5,436	6,134
EXXON MOBIL CORP	2,365	2,250
GILEAD SCIENCES INC	11,191	11,380
GOOGLE INC	8,578	9,920
HEWLETT PACKERD CO	4,793	5,203
ILLINOIS TOOL WORKS INC	4,133	4,319
INTEL CORP	3,765	4,019
INVESCO LTD	8,460	9,396
JPMORGAN CHASE & CO	2,966	2,959
LOWES COS	3,425	4,093
MICROSOFT CORP	6,932	7,620
NUVASIVE INC	6,822	6,012
O'REILLY AUTOMOTIVE INC	4,026	4,117
ORACLE CORPORATION	8,440	9,812
PEPSICO INC	4,360	4,378
PETROLEO BRAEILEIRO SA	4,622	4,768
PHILIP MORRIS INT'L INC	5,162	5,253
PRICELINE.COM INC	6,312	8,736
QUALCOMM INC	8,266	9,252
SCHLUMBERGER LIMITED COM	4,105	4,296
SCHWAB CHARLES CORP	10,404	11,292
SOUTHWEST AIRLINES CO	7,560	10,287
ST. JUDE MEDICAL INC	10,224	11,034

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STARBUCKS CORP	13,286	16,142
UNION PACIFIC CORP	2,842	2,876
WEATHERFORD INTERNATIONAL LTD.	5,259	5,373

TY 2009 Investments Government Obligations Schedule

Name:	PATE FOUNDATION
EIN:	75-6036779
US Government Securities - End of Year Book Value:	322,448
US Government Securities - End of Year Fair Market Value:	319,500
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2009 Investments - Other Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FROST DIVIDEND VALUE EQUITY	AT COST	92,883	100,324
FROST INTERNATIONAL EQUITY	AT COST	60,320	62,880
IVY GLOBAL NATURAL RES FUND	AT COST	20,448	22,524
LKCM SMALL CAP EQUITY FUND	AT COST	28,796	31,916
MAINSTAY CONVERTIBLE FUND	AT COST	13,040	13,970

TY 2009 Land, Etc. Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING	60,123	60,123		0
FENCE	6,800	6,290	510	0
SPRAYER	1,590	1,590		0
MUSEUM ADDITION	40,235	16,382	23,853	0
LAMP	165	165		0
CONFERENCE TABLE & 2 CHAIRS	645	644	1	0
FANS	1,591	1,591		0
MUSEUM IMPROVEMENT	1,236	500	736	0
MUSEUM IMPROVEMENT	1,390	554	836	0
FENCING - BARBED WIRE	2,677	1,988	689	0
FENCING	4,445	2,720	1,725	0
WATER WELL	5,403	3,195	2,208	0
RUDD 4 TON CONDENSING UNIT	3,200	3,200		0
DRILLING FOR WATER LINES	2,700	1,395	1,305	0
POULAN 42" LAWN TRACTOR	1,069	1,064	5	0
MUSEUM IMPROVEMENT	60,200	18,230	41,970	0
CONCRETE WORK AND ENTRYWAY	9,602	2,693	6,909	0
SURVEILANCE SYSTEM	802	802		0
FARNSWORTH HALL - IMPROVEMENTS	15,329	5,809	9,520	0
1958 EDSEL CONVERTIBLE	13,650	0	13,650	0
1954 HUDSON	9,785	0	9,785	0
1956 DE SOTO HARDTOP	13,390	0	13,390	0
TRANSPORTATION EQUIPMENT ON DISPLAY IN MUSEUM	358,263	0	358,263	0
1979 VOLKSWAGON	6,750	0	6,750	0
1941 CADILLAC REPAIRS	2,705	0	2,705	0
1951 KAISER	6,500	0	6,500	0
1941 CADILLAC-PAINTING	6,000	0	6,000	0
REPAIR 1941 CADILLAC	2,833	0	2,833	0
REPAIR 1941 CADILLAC CONV	3,446	0	3,446	0
PAINT AMPHIBIOUS PLANE	3,000	0	3,000	0
BOOKS	10,000	0	10,000	0
SIX MILITARY AIRCRAFT	6	0	6	0
HOUND DOG MISSLE	1	0	1	0
ARMY TANK	1	0	1	0
PRIVATE RAILROAD CAR	1	0	1	0
ANTIQUE FURNITURE	6,395	0	6,395	0
MINE SWEEPER	3,751	0	3,751	0
UNIFORMS	718	0	718	0
DELOREAN	13,500	0	13,500	0
TRABANT AUTO	304	0	304	0
1963 CORVETTE	18,000	0	18,000	0
DELCAR 1953 MG	14,000	0	14,000	0

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TY 2009 Other Assets Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BOOKS	10,000	10,000	10,000
SIX MILITARY AIRCRAFT	6	6	6
HOUND DOG MISSILE	1	1	1
ARMY TANK	1	1	1
PRIVATE RAILROAD CAR	1	1	1
ANTIQUE FURNITURE	6,395	6,395	6,395
MINE SWEEPER	3,751	3,751	3,751
UNIFORMS	718	718	718
DELOREAN	13,500	13,500	13,500
TRABANT AUTO	304	304	304
1963 CORVETTE	18,000	18,000	18,000
DELCAR 1953 MG	14,000	14,000	14,000
1958 EDSEL CONVERTIBLE	13,650	13,650	13,650
TRANSPORTATION EQUIPMENT ON DISPLAY IN MUSEUM	358,263	358,263	358,263
1954 HUDSON	9,785	9,785	9,785
1956 DE SOTO HARDTOP	13,390	13,390	13,390
1979 VOLKSWAGON	6,750	6,750	6,750
1951 KAISER	6,500	6,500	6,500
1941 CADILLAC REPAIRS	2,705	2,705	2,705
1941 CADILLAC PAINTING	8,833	8,833	8,833
1941 CADILLAC REPAIRS	3,446	3,446	3,446
PAINT AMPHIBIOUS PLANE	3,000	3,000	3,000

TY 2009 Other Decreases Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Amount
TIMING DIFFERENCE FOR 1099-DIV	6

TY 2009 Other Expenses Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	9,615	0	0	9,615
MUSEUM UPKEEP	4,958	0	0	4,958
DUES & SUBSCRIPTIONS	60	0	0	60
TELEPHONE	715	0	0	715
TRUSTEE FEES	399	0	0	399
OFFICE SUPPLIES	85	0	0	85
WASTE REMOVAL	864	0	0	864
UTILITIES	2,800	0	0	2,800
OFFICE EXPENSE - ACCTG	2,280	0	0	2,280
MISCELLANEOUS	17	0	0	17

TY 2009 Other Income Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PROCEEDS LIFE INSURANCE POLICY	50,459	0	50,459
CEDAR FAIR, L P	57		57

TY 2009 Other Increases Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Amount
BOOK-TAX DIFFERENCE IN PARTNERSHIP INCOME	435

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TY 2009 Other Liabilities Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Beginning of Year - Book Value	End of Year - Book Value
FICA TAX PAYABLE	1,210	6,384
EXCISE TAx PAYABLE	161	0

TY 2009 Substantial Contributors Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name	Address
SEBERT L PATE	621 ALTA DRIVE FORT WORTH, TX 761071513

TY 2009 Taxes Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAX	4,397	0	0	4,397
FOREIGN TAX WITHHELD	305	305	305	0
FEDERAL EXCISE TAX	988	0	0	0

Additional Data

Software ID: 09000028
Software Version: 2009.03050
EIN: 75-6036779
Name: PATE 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)
200 EXXON MOBIL CORP	P	2001-07-24	2009-02-05
200 EXXON MOBIL CORP	P	2001-07-24	2009-05-29
0 25 AM INTL GROUP	P	1999-08-24	2009-07-01
200 EXXON MOBIL CORP	P	2001-07-24	2009-09-23
222 CVS CAREMARK CORP	D	2009-10-31	2009-12-08
193 DELL INC	D	2009-10-31	2009-12-08
400 QUANTA SERVICES INC	D	2009-10-31	2009-12-08
10 CHURCH & DWIGHT CO	D	2009-10-31	2009-12-21
37 CHURCH & DWIGHT CO	D	2009-10-31	2009-12-24

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)
15,696		796	14,900
13,694		796	12,898
5		46	-41
13,872		796	13,076
6,898		7,837	-939
2,646		2,789	-143
7,620		8,480	-860
595		569	26
2,190		2,105	85

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) 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	
			14,900
			12,898
			-41
			13,076
			-939
			-143
			-860
			26
			85