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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation STRAKE FOUNDATION		A Employer identification number 76-0041524
	Number and street (or P O box number if mail is not delivered to street address) 712 MAIN STREET	Room/suite 3300	B Telephone number 713-216-2400
	City or town, state, and ZIP code HOUSTON, TX 77002-3215		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 54,491,800. (Part I, column (d) must be on cash basis.)		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	372.	372.		Statement 1
	4 Dividends and interest from securities	1,216,870.	1,216,870.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,025,779.			
	b Gross sales price for all assets on line 6a	4,696,689.			
	7 Capital gain net income (from Part IV, line 2)		3,025,779.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	517,893.	517,893.		Statement 3	
12 Total. Add lines 1 through 11	4,760,914.	4,760,914.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	52,500.	7,125.		45,375.
	14 Other employee salaries and wages	191,950.	90,890.		101,060.
	15 Pension plans, employee benefits	53,817.	25,483.		28,334.
	16a Legal fees Stmt 4	19,049.	9,524.		9,524.
	b Accounting fees Stmt 5	22,400.	16,150.		6,250.
	c Other professional fees Stmt 6	98,859.	98,859.		0.
	17 Interest				
	18 Taxes Stmt 7	9,112.	7,519.		0.
	19 Depreciation and depletion	2,874.	1,437.		
	20 Occupancy	26,981.	13,491.		13,491.
	21 Travel, conferences, and meetings	12,453.	2,279.		10,173.
	22 Printing and publications				
	23 Other expenses Stmt 8	55,178.	18,154.		36,096.
	24 Total operating and administrative expenses. Add lines 13 through 23	545,173.	290,911.		250,303.
	25 Contributions, gifts, grants paid	2,325,550.			2,325,550.
26 Total expenses and disbursements. Add lines 24 and 25	2,870,723.	290,911.		2,575,853.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,890,191.				
b Net investment income (if negative, enter -0-)		4,470,003.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-76,018.	1,391,214.	1,391,214.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 9	6,828,406.	7,000,857.	42,674,010.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 10	3,157,708.	3,411,090.	10,414,076.
	14 Land, buildings, and equipment basis ▶ 25,418.			
	Less accumulated depreciation Stmt 11 ▶ 18,121.	10,171.	7,297.	12,500.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	9,920,267.	11,810,458.	54,491,800.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	9,920,267.	11,810,458.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	9,920,267.	11,810,458.		
31 Total liabilities and net assets/fund balances	9,920,267.	11,810,458.		

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	9,920,267.
2 Enter amount from Part I, line 27a	2	1,890,191.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,810,458.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,810,458.

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 SCHEDULE A	P	Various	Various
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 4,696,689.	0.	1,670,910.	3,025,779.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			3,025,779.
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	3,025,779.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	3,195,994.	59,377,952.	.053825
2007	3,142,454.	63,578,348.	.049426
2006	2,579,796.	54,963,375.	.046937
2005	2,411,399.	53,251,769.	.045283
2004	2,247,478.	49,987,328.	.044961

2 Total of line 1, column (d)	2	.240432
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	.048086
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	49,966,723.
5 Multiply line 4 by line 3	5	2,402,700.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	44,700.
7 Add lines 5 and 6	7	2,447,400.
8 Enter qualifying distributions from Part XII, line 4	8	2,575,853.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	44,700.
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	44,700.
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	44,700.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	26,800.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,626.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	47,426.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	67.
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	2,659.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ 0. Refunded ☒	11	2,659.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ PAUL L. ROBISON, JR Located at ▶ 712 MAIN STREET, SUITE 3300, HOUSTON, TX Telephone no ▶ (713) 216-2415 ZIP+4 ▶ 77002			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

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

X

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?

N/A

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.

(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 SCHEDULE E OFFICERS AND DIRECTORS	OFFICERS AND	DIRECTORS		
SCHEDULE E				
HOUSTON, TX 77002	42.00	52,500.	0.	0.
PAUL L. ROBISON	EXEC. DIR.			
712 MAIN ST STE 3300				
HOUSTON, TX 77002	30.00	140,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

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

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

0

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

Total number of others receiving over \$50,000 for professional services

0

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	N/A	
2		
3		
4		

Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	N/A	
2		
	All other program-related investments See instructions	
3		

Total. Add lines 1 through 3

0.

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	39,532,520.
b	Average of monthly cash balances	1b	768,542.
c	Fair market value of all other assets	1c	10,426,576.
d	Total (add lines 1a, b, and c)	1d	50,727,638.
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	50,727,638.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	760,915.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,966,723.
6	Minimum investment return. Enter 5% of line 5	6	2,498,336.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,498,336.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	44,700.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	44,700.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,453,636.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,453,636.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,453,636.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,575,853.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,575,853.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	44,700.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,531,153.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,453,636.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				155,553.
f Total of lines 3a through e	155,553.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 2,575,853.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				2,453,636.
e Remaining amount distributed out of corpus	122,217.			
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	277,770.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	277,770.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				155,553.
e Excess from 2009				122,217.

N/A

(4) Gross investment income

[illegible]

SEE SCHEDULE H

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 <i>Paid during the year</i> SEE SCHEDULE F VARIOUS CITIES AND STATES, TX 77002	NONE	501(c)(3)	PUBLIC CHARITIES	2,325,550.
Total			▶ 3a	2,325,550.
b <i>Approved for future payment</i> SCHEDULE G VARIOUS CITIES AND STATES, TX 77002	NONE	501(c)(3)	PUBLIC CHARITIES	1,345,000.
Total			▶ 3b	1,345,000.

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) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

HIDALGO, BANERILL, ZLOTNIK & KERMALI PC
1770 ST. JAMES PLACE STE 250
HOUSTON, TX 77056-3432

Dat

☐ Check if self-employed

Preparer's identifying number

EIN ▶

Phone no

Form **990-PF** (2009)

2009 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER 1999	063099	200DB	5.00	17	6,018.			6,018.	6,018.		0.
2	COMPUTER 2001	070101	1200DB	5.00	17	1,115.			1,115.	1,115.		0.
3	COMPUTER 2002	063002	200DB	5.00	17	1,316.			1,316.	1,316.		0.
4	DICTAPHONE	070104	200DB	5.00	17	624.			624.	624.		0.
5	SOFTWARE	071504	200DB	5.00	17	3,300.			3,300.	3,300.		0.
6	CANNON SCANNER	063008	200DB	5.00	17	5,856.			5,856.	1,171.		1,172.
7	COMPUTER FOR ACCOUNTING	010508	200DB	3.00	17	1,987.			1,987.	662.		662.
8	OFFICE FURNITURE	033108	200DB	5.00	17	5,202.			5,202.	1,040.		1,040.
	* Total 990-PF Pg 1					25,418.		0.	25,418.	15,246.	0.	2,874.
	Depr											

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
CASH AND EQUIVALENTS	372.
Total to Form 990-PF, Part I, line 3, Column A	372.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
SECURITIES, ETC	1,216,870.	0.	1,216,870.
Total to Form 990-PF, Part I, line 4	1,216,870.	0.	1,216,870.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
BLACKSTONE NATURAL RESOURCES I	327,539.	327,539.	
BSNR OVERLINE LP	126,958.	126,958.	
BLACKSTONE NATURAL RESOURCES II	15,281.	15,281.	
HATFIELD ROYALTY LP	51,405.	51,405.	
O'CONNELL PARTNERS LP	-1,729.	-1,729.	
SIP III	5,391.	5,391.	
THE ENDOWMENT FUND	-3,131.	-3,131.	
OIL & GAS ROYALTY	254.	254.	
BELRIDGE ENERGY PARTNERS	29,476.	29,476.	
INVESTMENTS IN MLPS	-33,551.	-33,551.	
Total to Form 990-PF, Part I, line 11	517,893.	517,893.	

Form 990-PF

Legal Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FIZER BECK	19,049.	9,524.		9,524.
To Form 990-PF, Pg 1, ln 16a	19,049.	9,524.		9,524.

Form 990-PF

Accounting Fees

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
HIDALGO BANFILL ZLOTNIK & KERMALI	22,400.	16,150.		6,250.
To Form 990-PF, Pg 1, ln 16b	22,400.	16,150.		6,250.

Form 990-PF

Other Professional Fees

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
U S BANK TRUST SERVICE FEE	65,020.	65,020.		0.
SALIENT TRUST COMPANY	914.	914.		0.
MCMURRAY INVESTMENTS	32,925.	32,925.		0.
To Form 990-PF, Pg 1, ln 16c	98,859.	98,859.		0.

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
AD VALOREM	5,059.	5,059.		0.	
FEDERAL EXCISE	1,593.	0.		0.	
FOREIGN INCOME	2,460.	2,460.		0.	
To Form 990-PF, Pg 1, ln 18	9,112.	7,519.		0.	

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
STATIONARY & SUPPLIES	6,658.	2,663.		3,995.	
MEALS & ENTERTAINMENT	1,855.	464.		464.	
INSURANCE	12,415.	6,207.		6,207.	
TELEPHONE	3,305.	991.		2,313.	
COMPUTER OPERATIONS	11,145.	1,115.		10,031.	
DUES & SUBSCRIPTIONS	2,580.	1,548.		1,032.	
OFFICE ADMINISTRATION	17,220.	5,166.		12,054.	
To Form 990-PF, Pg 1, ln 23	55,178.	18,154.		36,096.	

Form 990-PF	Corporate Stock		Statement	9
Description			Book Value	Fair Market Value
HELD AT U S BANK			2,248,072.	21,369,028.
HELD AT FIDELITY INVESTMENTS			4,752,785.	21,304,982.
Total to Form 990-PF, Part II, line 10b			7,000,857.	42,674,010.

Form 990-PF	Other Investments	Statement 10	
Description	Valuation Method	Book Value	Fair Market Value
PRODUCING MINERAL LEASES	COST	1,603.	1,603.
BLACKSTONE ACQUISITION PARTNERS I LP	COST	904,091.	4,725,886.
BLACKSTONE OVERLINE ACQUISITION LP	COST	270,161.	2,865,677.
BLACKSTONE ACQUISITION PARTNERS II LP	COST	190,445.	316,763.
HATFIELD ROYALTY LP	COST	416,767.	318,972.
O'CONNELL PARTNERS LP	COST	50,999.	47,680.
SIP III	COST	672,731.	861,500.
THE ENDOWMENT FUND	COST	634,005.	643,104.
BELRIDGE ENERGY ADVISORS LP	COST	270,288.	632,891.
Total to Form 990-PF, Part II, line 13		3,411,090.	10,414,076.

Form 990-PF	Depreciation of Assets Not Held for Investment		Statement 11
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
COMPUTER 1999	6,018.	6,018.	0.
COMPUTER 2001	1,115.	1,115.	0.
COMPUTER 2002	1,316.	1,316.	0.
DICTAPHONE	624.	624.	0.
SOFTWARE	3,300.	3,300.	0.
CANNON SCANNER	5,856.	2,343.	3,513.
COMPUTER FOR ACCOUNTING	1,987.	1,324.	663.
OFFICE FURNITURE	5,202.	2,080.	3,122.
Total To Fm 990-PF, Part II, ln 14	25,418.	18,120.	7,298.

STRAKE FOUNDATION
(A Texas Nonprofit Corporation)

**FINANCIAL STATEMENTS
AND
INDEPENDENT AUDITORS' REPORT**

DECEMBER 31, 2009 AND 2008

STRAKE FOUNDATION
FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

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Statements of Assets and Fund Balance	2
Statements of Revenues, Expenditures and Changes in Fund Balance	3
Notes to Financial Statements	4 - 8

INDEPENDENT AUDITORS' REPORT

Board of Directors
Strake Foundation
Houston, Texas

We have audited the accompanying statement of assets and fund balance arising from cash transactions for the Strake Foundation, a Texas Nonprofit Corporation ("the Foundation"), as of December 31, 2009 and 2008, and the related statements of revenues, expenditures, and changes in fund balance arising from cash transactions for each of the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Foundation's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 1, these financial statements have been prepared on a modified basis of cash receipts and disbursements which generally follows accounting principles used for federal excise tax purposes, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets and fund balance arising from cash transactions of the Strake Foundation as of December 31, 2009 and 2008, and its revenues, expenditures and changes in fund balance for each of the years then ended on the basis of accounting described in Note 1.

Hidalgo, Bamfill, Zlotnick & Kermally P.C.

August 17, 2010

STRAKE FOUNDATION

STATEMENTS OF ASSETS AND FUND BALANCE

	December 31,	
	2009	2008
ASSETS		
Cash, cash equivalents	\$ 1,391,214	\$ (76,018)
Marketable securities - Equity Investments	7,000,857	6,828,405
Partnership investments	3,409,487	3,156,105
Other assets (net of depreciation)	<u>8,900</u>	<u>11,773</u>
TOTAL ASSETS	\$ <u>11,810,458</u>	\$ <u>9,920,265</u>
FUND BALANCE		
Appropriated for grants payable in future years (Note 2)	\$ 1,345,000	\$ 1,875,000
Unappropriated fund balance	<u>10,465,458</u>	<u>8,045,265</u>
TOTAL FUND BALANCE	\$ <u>11,810,458</u>	\$ <u>9,920,265</u>

The accompanying notes are an integral part of these financial statements.

STRAKE FOUNDATION

STATEMENTS OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

	Year ended December 31,	
	2009	2008
REVENUES		
Dividends	\$ 1,213,739	\$ 1,351,825
Interest	41,657	54,354
Realized capital gains	3,025,779	65,049
Income from investment in partnerships	<u>479,740</u>	<u>1,528,506</u>
Total Revenues	4,760,915	2,999,734
EXPENDITURES		
Administrative expenses	444,720	421,803
Investment fees and expenses	98,859	117,915
Federal excise taxes	<u>1,593</u>	<u>(2,589)</u>
Total Expenditures	545,172	537,129
Revenues over expenditures before grant payments	4,215,743	2,462,605
Grant payments	<u>2,325,550</u>	<u>2,989,850</u>
Revenues over (under) expenditures	1,890,193	(527,245)
Fund Balance at Beginning of Year	<u>9,920,265</u>	<u>10,447,510</u>
Fund Balance at End of Year	\$ <u>11,810,458</u>	\$ <u>9,920,265</u>

The accompanying notes are an integral part of these financial statements.

STRAKE FOUNDATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2009 AND 2008

1. Summary of Significant Accounting Policies

Reporting Entity

Strake Foundation (the "Foundation") was organized in 1952 as the Strake Charities Trust, which dissolved in 1982 and all the assets of the trust were distributed to the newly created Strake Foundation, a Texas Non-Profit Corporation. The Foundation invests its endowment funds and uses the return from the investments to make grants to support charitable, education and religious organizations.

Basis of Accounting

The Foundation reports on the modified cash basis of accounting generally following accounting principles used for federal excise tax purposes. Revenues are recognized when cash is received, and expenditures are recognized when cash is disbursed. Accordingly, grants to charitable organizations are recognized as expenditures when paid. This basis differs from generally accepted accounting principles primarily as follows:

1. Accounts do not include interest and dividends receivable, federal excise tax payable or other liabilities.
2. Investment securities are presented at cost. Gains and losses on investment securities are not recognized until the securities are sold.

Cash, Cash Equivalents and Short-Term Investments

The Foundation considers all highly liquid investments having original maturities of three months or less to be cash equivalents and all investments having original maturities of one year or less to be short-term investments.

Marketable Securities

Marketable securities are recorded at cost on the date of acquisition.

Partnership Investments

Partnership investments include non-marketable securities, such as limited partnerships of private equity and oil and gas investments, and are recorded at cost on the date of acquisition.

Other Assets

Other assets (including furniture and equipment used in the operations of the Foundation) are recorded at cost. Where appropriate, these assets are depreciated or amortized using the straight-line method based on their estimated useful lives.

Fund Balance

Grants approved to be paid in a future year are reflected as appropriated fund balance until paid. Unappropriated fund balance includes the amount of the original endowment, gains recognized on sales and other dispositions of assets, and net revenues in excess of expenditures.

STRAKE FOUNDATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2009 AND 2008

1. Summary of Significant Accounting Policies (Continued)

Recent Pronouncements

In June 2009, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards ("SFAS") No. 168, *The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles (the "Codification")*. This standard replaces SFAS No. 162, *The Hierarchy of Generally Accepted Accounting Principles*, and establishes only two levels of GAAP, authoritative and nonauthoritative. The FASB Accounting Standards Codification ("ASC") has become the source of authoritative, nongovernmental GAAP, except for rules and interpretive releases of the SEC, which are sources of authoritative GAAP for SEC registrants. All other nongrandfathered, non-SEC accounting literature not included in the Codification will become nonauthoritative. This standard was effective for financial statements for interim or annual reporting periods ending after September 15, 2009. The adoption of the Codification changed the Foundation's references to GAAP accounting standards but did not impact the Foundation's results of activities, financial position or liquidity.

In May 2009, the FASB issued new guidance for subsequent events. The new guidance, which is part of ASC 855, *Subsequent Events* (formerly SFAS No. 165, *Subsequent Events*) is intended to establish general standards of accounting for and disclosure of events that occur after the statement of assets and fund balance date but before financial statements are issued or are available to be issued. Specifically, this guidance sets forth the period after the statement of assets and fund balance date during which management of a reporting entity should evaluate events or transactions that may occur for potential recognition or disclosure in the financial statements, the circumstances under which an entity should recognize events or transactions occurring after the statement of assets and fund balance date in its financial statements, and the disclosures that an entity should make about events or transactions that occurred after the statement of assets and fund balance date. The new guidance was effective for fiscal years and interim periods ended after June 15, 2009, and is being applied prospectively. The Foundation's adoption of the new guidance did not have a material effect on the Foundation's financial statements.

Federal Excise Tax

The Foundation qualifies as a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 and, accordingly, is not subject to federal income tax on investment income. However, the Foundation is classified as a private foundation and is subject to an excise tax on net investment income.

Effective January 1, 2009, the Foundation adopted the provisions of FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes, an Interpretation of FASB Statement No. 109*, which provides guidance in ASC 740, *Income Taxes*, for how uncertain tax positions should be recognized, measured, presented and disclosed in the financial statements for all enterprises, including nonprofit organizations. The FASB guidance requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Foundation's financial statements to determine whether the tax positions are "more-likely-than-not" to be sustained by the applicable tax authority. Tax positions with respect to tax at the level deemed to meet the "more-likely-than-not" threshold would be recorded as a tax benefit. The Foundation has concluded the adoption of this guidance had no impact on activities for the year ended December 31, 2009.

STRAKE FOUNDATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2009 AND 2008

1. Summary of Significant Accounting Policies (Continued)

Federal Excise Tax (Continued)

The Foundation files excise tax returns in the U.S. federal jurisdiction. The Foundation's 2006, 2007 and 2008 tax returns are open for review by taxing authorities at December 31, 2009. The Foundation made estimated tax payments of \$29,208 and \$0 during 2009 and 2008, respectively, under the assumption that the excise tax owed would be at 1% for 2009 and 2008, respectively. Actual excise tax was at the rate of 1% for 2009 and 2008 and equaled \$44,700 and \$30,000 respectively.

Consistent with the modified cash basis of accounting, federal excise taxes are recorded when estimated payments are made, final payments are made or refunds are received. Accordingly, federal excise tax expense on the statements of revenues, expenditures and changes in fund balance may be substantially more or less than the actual tax attributable to any individual year.

2. Grant Commitments

As previously noted, grant payments are recorded on a cash basis. Certain of these pledges require the recipient institution to raise additional funds as a condition of the Foundation's pledge or other restrictions. Accordingly, actual future payments may differ from those committed below. Grants payable in future years are as follows:

Year ending December 31	Amount
2010	\$ 555,000
2011	315,000
2012	200,000
2013	150,000
2014	<u>125,000</u>
	\$ <u>1,345,000</u>

3. Lease Obligations

The Foundation's office lease expires on August 31, 2012. The future minimum base rental payments under the operating lease for the remaining term are as follows:

Year ending December 31	Amount
2010	\$ 13,800
2011	13,800
2012	<u>9,200</u>
Total	\$ <u>36,800</u>

4. Market Value of Assets (Unaudited)

The statements of assets and fund balance and the related statements of revenues, expenditures and changes in fund balance do not include any unrealized gains or losses due to changes in the market value of assets.

STRAKE FOUNDATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2009 AND 2008

4. Market Value of Assets (Unaudited) (Continued)

Market values of marketable securities and short-term investments are based upon published quotations. Partnerships with underlying investments in marketable securities are carried at fair value as quoted on major stock exchanges.

At December 31, 2009 and 2008, the market value of the Foundation's assets is as follows:

	2009	2008
ASSETS		
Cash, cash equivalents and short-term investments	\$ 1,391,214	\$ (76,018)
Marketable securities - Equity Investments	42,674,010	43,411,164
Partnership investments	10,412,473	8,960,584
Other assets (net of depreciation)	14,103	14,103
Total Assets	\$ <u>54,491,800</u>	\$ <u>52,309,833</u>

5. Fair Value Measurements (Unaudited)

To establish fair values, the Foundation uses FASB Accounting Standards Codification ("ASC") 820 (formerly referenced as Statement of Financial Accounting Standards ("SFAS") No.157), "*Fair Value Measurements*", which defines fair value and established a framework for measuring fair value in generally accepted accounting principles. The definition of fair value focuses on the price that would be received to sell the asset or paid to transfer the liability (the exit price), not the price that would be paid to acquire the asset or received to assume the liability (an entry price). ASC 820 establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from sources independent of the reporting entity (observable inputs) and (2) the reporting entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs); and are categorized as follow:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

STRAKE FOUNDATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2009 AND 2008

5. Fair Value Measurements (Unaudited) (Continued)

The following table sets forth by level, within the fair value hierarchy, the Foundation's assets at fair value as of December 31,:

	2009			
	Level 1	Level 2	Level 3	Total
Marketable securities	\$ 42,030,906	\$ 643,104	\$ -	\$ 42,674,010
Partnerships	-	10,412,473	-	10,412,473
Total assets at fair value	\$ 42,030,906	\$ 11,055,577	\$ -	\$ 53,086,483

	2008			
	Level 1	Level 2	Level 3	Total
Marketable securities	\$ 42,845,492	\$ 565,672	\$ -	\$ 43,411,164
Partnerships	-	8,960,584	-	8,960,584
Total assets at fair value	\$ 42,845,492	\$ 9,526,256	\$ -	\$ 52,371,748

6. Benefits Agreement

The Foundation implemented a benefits agreement for key employees in which periodic lump sum payments will be made upon obtaining certain ages. Some restrictions apply.

7. Subsequent Events

The Foundation evaluated its December 31, 2009 financial statements for subsequent events through August 17, 2010, the date the financial statements were available to be issued. The Foundation is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

STRAKE FOUNDATION
CAPITAL STOCK SALE TRANSACTIONS
YEAR 2009

SCHEDULE A

STOCK SOLD	#SHARES	SALE DATE	PURCHASE DATE	SALES PRICE	ORIGINAL COST	GAIN/LOSS
SUPERIOR WELL SERVICES	2,000	5-Jan-09	10-Jun-08	19,202 88	56,719 00	(37,516 12)
SUPERIOR WELL SERVICES	1,000	5-Jan-09	12-Jun-08	9,601 45	28,970 00	(19,368 55)
INTEL CORP	6,000	15-Jan-09	26-Feb-99	81,899 53	179,343 75	(97,444 22)
GENERAL ELECTRIC CO	4,000	15-Jan-09	5-Mar-73	62,843 24	5,549 05	57,294 19
PROCTER & GAMBLE CO	1,000	15-Jan-09	9-Apr-46	59,709 66	176 95	59,532 71
PLUM CREEK TIMBER CO, INC	100	5-May-09	5-Oct-07	3,464 91	4,386 32	(921 41)
PLUM CREEK TIMBER CO, INC	200	5-May-09	5-Oct-07	6,943 82	8,772 64	(1,828 82)
PLUM CREEK TIMBER CO, INC	700	5-May-09	5-Oct-07	24,296 37	30,704 24	(6,407 87)
PLUM CREEK TIMBER CO, INC	4,000	5-May-09	5-Oct-07	138,777 23	175,452 80	(36,675 57)
EXXON MOBIL CORP	1,000	10-Jun-09	11-Nov-31	72,998 12	3,607 48	69,390 64
EXXON MOBIL CORP	1,000	12-Jun-09	11-Nov-31	73,348 11	3,607 48	69,740 63
EXXON MOBIL CORP	2,000	15-Jun-09	11-Nov-31	147,937 39	7,214 96	140,722 43
EXXON MOBIL CORP	1,000	16-Jun-09	11-Nov-31	74,198 09	3,607 48	70,590 61
NORTEL NETWORKS CORP	282	15-Jun-09	5-May-08	35 52	1 00	34 52
EXXON MOBIL CORP	2,500	8-Jun-09	11-Nov-31	181,012 59	9,018 70	171,993 89
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,116 83	360 75	6,756 08
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,116 85	360 75	6,756 10
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,116 87	360 75	6,756 12
EXXON MOBIL CORP	1,000	17-Jun-09	11-Nov-31	71,165 17	3,607 48	67,557 69
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,116 92	360 75	6,756 17
EXXON MOBIL CORP	700	17-Jun-09	11-Nov-31	49,819 46	2,525 23	47,294 23
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,116 93	360 75	6,756 18
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,116 99	360 75	6,756 24
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,117 05	360 75	6,756 30
EXXON MOBIL CORP	100	17-Jun-09	11-Nov-31	7,118 07	360 75	6,757 32
AMERICAN EXPRESS CO	1,130	11-Jun-09	5-May-06	29,032 25	60,822 25	(31,790 00)
AMERICAN EXPRESS CO	1,870	11-Jun-09	5-May-06	48,064 68	100,652 75	(52,588 07)
WILLIAMS COS INC	100	15-Jun-09	21-Aug-06	1,668 03	2,496 00	(827 97)
WILLIAMS COS INC	100	15-Jun-09	21-Aug-06	1,668 05	2,496 00	(827 95)
WILLIAMS COS INC	100	15-Jun-09	21-Aug-06	1,668 09	2,496 00	(827 91)
WILLIAMS COS INC	100	15-Jun-09	21-Aug-06	1,668 11	2,496 00	(827 89)
WILLIAMS COS INC	100	15-Jun-09	21-Aug-06	1,668 00	2,496 00	(828 00)
WILLIAMS COS INC	100	15-Jun-09	15-Nov-06	1,668 13	2,686 50	(1,018 37)
WILLIAMS COS INC	200	15-Jun-09	15-Nov-06	3,328 35	5,373 00	(2,044 65)
WILLIAMS COS INC	100	15-Jun-09	15-Nov-06	1,668 21	2,686 50	(1,018 29)
WILLIAMS COS INC	200	15-Jun-09	15-Nov-06	3,335 91	5,373 00	(2,037 09)
WILLIAMS COS INC	200	15-Jun-09	15-Nov-06	3,336 17	5,373 00	(2,036 83)
WILLIAMS COS INC	200	15-Jun-09	15-Nov-06	3,336 31	5,373 00	(2,036 69)
WYETH	400	15-Jun-09	28-Apr-71	17,671 54	1,324 30	16,347 24
WYETH	2,600	15-Jun-09	28-Apr-71	114,917 04	8,607 92	106,309 12
HONEYWELL INTL INC	1,100	11-Aug-09	11-Nov-19	38,865 00	6,786 35	32,078 65
HONEYWELL INTL INC	1,025	11-Aug-09	11-Nov-19	36,226 36	6,323 65	29,902 71
HONEYWELL INTL INC	375	11-Aug-09	18-Dec-50	13,253 54	248 38	13,005 16
ST JUDE MEDICAL INC	1,300	28-Aug-09	2-Jul-09	49,443 02	52,005 20	(2,562 18)
ST JUDE MEDICAL INC	700	28-Aug-09	2-Jul-09	26,629 06	28,002 80	(1,373 74)
WYETH - CASH PROCEEDS	7,000	16-Oct-09	28-Apr-71	231,000 00	-	231,000 00
WYETH	6,452	16-Oct-09	28-Apr-71	113,937 91	21,686 11	92,251 80
WYETH	443	16-Oct-09	28-Apr-71	7,827 80	1,491 62	6,336 18
WYETH - CASH PROCEEDS	14,000	16-Oct-09	28-Apr-71	462,000 00	-	462,000 00
WYETH	12,904	16-Oct-09	28-Apr-71	226,004 80	43,372 22	182,632 58
WYETH	887	16-Oct-09	28-Apr-71	15,527 05	2,983 24	12,543 81
BSNR OVERLINE, LP	1 7800%	19-Oct-09	28-Jun-04	1,500,000 22	215,267 99	1,284,732 23
CELANESE CORP DEL COM SER A	900	9-Nov-09	24-Jan-07	25 129 33	23,620 20	1,509 13
CELANESE CORP DEL COM SER A	300	9-Nov-09	24-Jan-07	8,378 78	7,873 40	505 38
CELANESE CORP DEL COM SER A	300	9-Nov-09	24-Jan-07	8,373 78	7,873 40	500 38
VERIZON COMMUNICATIONS	2,300	9-Nov-09	29-Jun-95	67,062 41	61,190 99	5,871 42
VERIZON COMMUNICATIONS	700	9-Nov-09	29-Jun-95	20,411 47	18,623 34	1,788 13
ROCHE HOLDINGS AG SPN ADR	5,000	14-Dec-09	17-Oct-05	203,466 77	183,250 00	20,216 77
XTO ENERGY INC	200	18-Dec-09	29-Nov-06	9,333 92	8,046 96	1,286 96
XTO ENERGY INC	200	18-Dec-09	29-Nov-06	9,333 96	8,046 96	1,287 00
XTO ENERGY INC	146	18-Dec-09	29-Nov-06	6,813 64	5,874 28	939 36
XTO ENERGY INC	200	18-Dec-09	29-Nov-06	9,333 98	8,046 96	1,287 02
XTO ENERGY INC	854	18-Dec-09	29-Nov-06	39,855 66	34,360 52	5,495 14
XTO ENERGY INC	400	18-Dec-09	29-Nov-06	18,667 80	16,093 92	2,573 88
XTO ENERGY INC	500	18-Dec-09	29-Nov-06	23,327 25	20,117 40	3,209 85

STRAKE FOUNDATION
CAPITAL STOCK SALE TRANSACTIONS
YEAR 2009

SCHEDULE A

STOCK SOLD	#SHARES	SALE DATE	PURCHASE DATE	SALES PRICE	ORIGINAL COST	GAIN/LOSS
PFIZER INC	5,500	21-Dec-09	16-Oct-09	102,534 51	97,130 00	5,404 51
PFIZER INC	1,395	21-Dec-09	16-Oct-09	26 010 59	24,635 70	1,374 89
HERSHEY CO	100	30-Dec-09	11-Aug-09	3,632 00	3,880 91	(248 91)
HERSHEY CO	300	30-Dec-09	11-Aug-09	10,891 31	11,642 97	(751 66)
HERSHEY CO	400	30-Dec-09	11-Aug-09	14,528 42	15,531 60	(1,003 18)
TOTALS				4,696,689.25	1,670,909.85	3,025,779 40

Strake Foundation

(76-0041524)

Allocation of Expenses to Investment Income and to Charitable Purposes - Year 2009

Form 990-PF - Part I - Columns (a), (b) & (d) - Supporting Data

Administrative Expenses	Total	%	Investment Income	%	Charitable Purposes	Excise Tax
Part I - Rows 13 through 24	Col (a)		Col (b)		Col (d)	
Compensation						
Executive	30,000	20%	6,000	80%	24,000	
Directors	22,500	5%	1,125	95%	21,375	
Total	52,500		7,125		45,375	
Accounting	105,000	70%	73,500	30%	31,500	
Secretarial	86,950	20%	17,390	80%	69,560	
Total	191,950		90,890		101,060	
Employee Benefits -						
Staff Leasing Taxes & Benefits	47,691	47%	22,582	53%	25,109	
Garage	6,126	47%	2,901	53%	3,225	
Total	53,817		25,483		28,334	
Legal Fees	19,049	50%	9,524	50%	9,524	
Auditing and Accounting	19,800	75%	14,850	25%	4,950	
Form 990-PF	2,600	50%	1,300	50%	1,300	
Total	22,400		16,150		6,250	
Investment Fees						
Agency Investment Fees	98,859	100%	98,859	0%	-	
Taxes						
State & Property Taxes	5,059	100%	5,059	0%	-	
Foreign Income Taxes	2,460	100%	2,460	0%	-	
Federal Excise	1,593					1,593
Total	9,112		7,519		-	
Depreciation	2,874	50%	1,437	0%	-	
Occupancy - Office Rent	26,981	50%	13,491	50%	13,491	
Travel, Conferences & Meetings						
Meetings - Directors	4,051	5%	203	95%	3,849	
Travel - Directors	4,720	5%	236	95%	4,484	
Conferences & Training - Staff	3,681	50%	1,841	50%	1,841	
Total	12,453		2,279		10,173	
Other Expenses						
Stationery & Supplies	6,658	40%	2,663	60%	3,995	
Insurance	12,415	50%	6,207	50%	6,207	
Meals & Entertainment	1,855	25%	464	25%	464	
Telephone	3,305	30%	991	70%	2,313	
Office Administration & Services	17,220	30%	5,166	70%	12,054	
Computer Operations	11,145	10%	1,115	90%	10,031	
Dues & Subscriptions	2,580	60%	1,548	40%	1,032	
Total	55,178		18,154		36,096	
Grand Total	545,173		290,911		250,304	1,593

STRAKE FOUNDATION (76-0041524)

SCHEDULE D

FORM 990-PF RETURN OF PRIVATE FOUNDATION EXEMPT FROM INCOME TAX

PART II-LINE 13: INVESTMENTS

DETAIL OF CERTAIN ASSETS

AS OF DECEMBER 31, 2009

FORM 990-PF, PART II, LINE 13: Investments - Other		DEPRECIATION AND DEPLETION	
	ASSET VALUE	YEAR 2009	ACCUMULATED AT 12/31/09 12/31/08
MINERAL INTERESTS - Producing			
Stone County, Miss	1	0	0 0
Forrest County, Miss	1	0	0 0
TOTAL DEPRECIABLE/DEPLETABLE ASSETS	2	0	0 0
Producing Mineral Interests (as above)			2
		Fair Market	
		Value	Book Value
Non-Producing Mineral Interests -			
In State of Michigan		1	1
In State of Alabama		1,243	1,243
In State of Mississippi		357	357
Total Non-Producing Mineral Interests		1,601	1,601
Oil & Gas Investment Funds			
Black Stone Natural Resources I, L.P.		4,725,886	904,091
BSNR Overline, L.P.		2,865,677	270,161
Black Stone Natural Resources II, L.P.		316,763	190,445
Black Stone - Hatfield Royalty, L.P.		318,972	416,767
Black Stone - O'Connell Partners, L.P.		47,680	50,999
Black Stone Natural Resources III, L.P. (SIP III)		861,500	672,731
Belndge Energy Advisors, L.P.		632,891	270,288
Total Oil & Gas Investment Funds		9,769,369	2,775,482
Investment Funds			
The Endowment Fund		643,104	634,005
TOTAL VALUE - FUNDS		643,104	634,005
TOTAL INVESTMENTS - OTHER (PART II - LINE 13(b) & 13(c))		10,414,074	3,411,090

STRAKE FOUNDATION (76-0041524)

SCHEDULE D - 1

FORM 990-PF RETURN OF PRIVATE FOUNDATION EXEMPT FROM INCOME TAX

PART II-LINE 14: LAND, BUILDINGS & EQUIPMENT

DETAIL OF CERTAIN ASSETS

AS OF DECEMBER 31, 2009

FORM 990-PF, PART II:

DEPRECIABLE ASSETS

ASSET VALUE	DEPRECIATION FOR 2009	DEPRECIATION ACCUMULATED AT	
		12/31/2009	12/31/2008

HELD FOR ADMINISTRATIVE PURPOSES -

OFFICE EQUIPMENT

COMPUTER NETWORK SYSTEM - 1999	6,018	0	6,018	6,018
COMPUTER & PRINTER - 2001	1,115	0	1,115	1,115
COMPUTER - 2002	1,316	0	1,316	1,316
DICTAPHONE EQUIPMENT - 2004	624	0	624	624
CANON SCANNING EQUIPMENT	5,856	1,171	2,342	1,171
COMPUTER FOR ACCTG	1,987	662	1,325	662
OFFICE FURNITURE	5,202	1,040	2,081	1,040
SOFTWARE - "GIFTS FOR WINDOWS"	3,300	0	3,300	3,300

TOTALS

25,418	2,874	18,121	15,247
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STRAKE FOUNDATION (76-0041524)

SCHEDULE E

FORM 990-PF RETURN OF PRIVATE FOUNDATION

PART VIII - STATEMENT REGARDING OFFICERS, COMPENSATION, ETC. - YEAR 2009

1. Officers, Directors, Foundation Managers & Their Compensation

Name and Address	Title & Time Devoted to Position	Contribution to Employee Benefit	Expense Account	Compensation
George W. Strake, Jr 712 Main Street, Suite 3300 Houston, Texas 77002	Director President/Treasurer Part-time	None	None	\$ 30,000.00
Robert S. Parsley 712 Main Street, Suite 3300 Houston, Texas 77002	Director/Secretary Minimum	None	None	3,000.00
Diana D. Hoover 712 Main Street, Suite 3300 Houston, Texas 77002	Director/Vice-President Minimum	None	None	3,000.00
Michele M. Strake 712 Main Street, Suite 3300 Houston, Texas 77002	Director Minimum	None	None	3,000.00
Sharon McNearney 712 Main Street, Suite 3300 Houston, Texas 77002	Director Minimum	None	None	3,000.00
Kathleen D. Covey 712 Main Street, Suite 3300 Houston, Texas 77002	Director Minimum	None	None	3,000.00
James S. Duncan 712 Main Street, Suite 3300 Houston, Texas 77002	Director Minimum	None	None	3,000.00
Fred T. Magee, Jr. 712 Main Street, Suite 3300 Houston, Texas 77002	Director Minimum	None	None	3,000.00
Marvin "Bob" Nicholas 712 Main Street, Suite 3300 Houston, Texas 77002	Director Minimum	None	None	1,500.00
TOTAL (PART 1 - LINE 13)				<u>\$ 52,500.00</u>

STRAKE FOUNDATION

**FORM 990-PF - 2009 REPORT OF PRIVATE FOUNDATION
GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS
AS OF DECEMBER 31, 2009**

NAME AND ADDRESS	PURPOSE	AMOUNT
BOY SCOUTS OF AMERICA (1) EAGLE SCOUTS SCHOLARSHIP FUND HOUSTON, TEXAS		
STRAKE JESUIT COLLEGE PREPARATORY SCHOOL HOUSTON, TEXAS	CAPITAL CAMPAIGN PROGRAM LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	800,000 450,000 <u>350,000</u>
CRIME STOPPERS OF HOUSTON, INC. HOUSTON, TEXAS	CAPITAL CAMPAIGN LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	50,000 25,000 <u>25,000</u>
METHODIST HOSPITAL HOUSTON, TEXAS	ADVANCED HEART FAILURE PROGRAM LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	40,000 20,000 <u>20,000</u>
ST. MICHAEL CATHOLIC CHURCH HOUSTON, TEXAS	CAPITAL CAMPAIGN LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	200,000 50,000 <u>150,000</u>
UNIVERSITY OF ST. THOMAS HOUSTON, TEXAS	POPE JOHN PAUL II FORUM LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	75,000 25,000 <u>50,000</u>
THE NAVIGATORS COLORADO SPRINGS, CO	PINK HOUSE RENOVATIONS LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	160,000 80,000 <u>80,000</u>
US NAVAL ACADEMY FOUNDATION ANNAPOLIS, MARYLAND	CENTER FOR ISLAMIC STUDIES LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	125,000 100,000 <u>25,000</u>
DIOCESE OF AUSTIN AUSTIN, TEXAS	ST. DOMINIC SAVIO H.S. LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	100,000 50,000 <u>50,000</u>
HOUSTON MUSEUM OF NATURAL SCIENCE HOUSTON, TEXAS	ST. PETER EXHIBIT LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	150,000 100,000 <u>50,000</u>
INCARNATE WORD ACADEMY HOUSTON, TEXAS	CAPITAL CAMPAIGN LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	60,000 40,000 <u>20,000</u>

STRAKE FOUNDATION**FORM 990-PF - 2009 REPORT OF PRIVATE FOUNDATION
GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS
AS OF DECEMBER 31, 2009**

NAME AND ADDRESS	PURPOSE	AMOUNT
MAGNIFICAT HOUSES, INC. HOUSTON, TEXAS	CAPITAL CAMPAIGN LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	100,000 50,000 <u>50,000</u>
ST. AGNES ACADEMY HOUSTON, TEXAS	CAPITAL CAMPAIGN LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	750,000 375,000 <u>375,000</u>
HOLY CROSS CHAPEL HOUSTON, TEXAS	RENOVATION CAMPAIGN LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	500,000 450,000 <u>50,000</u>
UNIVERSITY OF ST. THOMAS HOUSTON, TEXAS	THOMISTIC STUDIES INSTITUTE LESS: PREVIOUS PAYMENTS REMAINDER PAYABLE	500,000 450,000 <u>50,000</u>
TOTAL FUTURE COMMITMENTS (2)		<u><u>1,345,000</u></u>

NOTES: (1) - \$1,000.00 each/per year for 4 Eagle Scouts = \$4,000.00 per year
Program to continue at our option.

(2) - Future Commitments are payable in years -

2010	555,000
2011	315,000
2012	200,000
2013	150,000
2014	125,000
TOTAL	<u><u>1,345,000</u></u>

STRAKE FOUNDATION YEAR 2009 GRANTS MADE SCHEDULE F

Organization	Address	Project Title	Recommended
Acton Institute for the Study of Religion and Liberty	161 Ottawa Avenue NW, Suite 301 Grand Rapids, MI 49503	to support Catholic Leadership activities including two conferences for Catholic Bishops	\$5,000
Admiral Nimitz Foundation	328 East Main St. Fredericksburg, TX 78624	the fourth and final payment of our four-year, \$150,000 total pledge, in memory of Capt. Robert D. Dilworth, USN, for the Battle of Midway Exhibit in the National Museum of the Pacific War.	\$40,000
Alzheimer's Disease & Related Disorders Assn.	2242 W. Holcombe Blvd. Houston, TX 77030	to underwrite 'A Well Done Roast and Toast'	\$2,000
Amazing Place (FORMERLY Seniors Place)	3735 Drexel Houston, TX 77027	to support the Seasons of Change Luncheon and Educational Forum on October 14, 2009	\$5,000
Ambassadors International Ballet Folklorico	5501 Brady Houston, TX 77011	scholarship support for families of limited income (budget)	\$1,000
American Cancer Society (Gulf Coast Region)	6301 Richmond Ave. Houston, TX 77057	to support the Transportation Program for Cancer Patients	\$2,000
American Council of Trustees and Alumni	1726 M Street, NW, Suite 802 Washington, DC 20036	to support the publication of Professor KC Johnson's paper detailing the replacement of traditional history with social history	\$2,500
American Diabetes Association	2400 Augusta Dr., Suite 175 Houston, TX 77057	to support Camp Rainbow, Lotta Bright Hope Retreat, and the Family Resource Network	\$1,000
American Enterprise Institute for Public Policy Research	1150 17th St., N.W. Washington, DC 20036	operating support	\$2,000
American Heritage Education Foundation	3501 W. Alabama, Suite 200 Houston, TX 77027	operating support (board, budget, 990)	\$2,500
American Studies Center	1100 North Glebe Road, Suite 900 Arlington, VA 22201	to support the American Veterans Center's 12th Annual Veterans Conference & Awards Banquet	\$1,000
American University of Afghanistan Foundation	P.O. Box 5349 Arlington, VA 22205	to support The American University of Afghanistan	\$5,000

American Values	2800 Shirlington Road, Suite 950 Arlington, VA 22206	operating support (board,budg,990)	\$5,000
Americans for Limited Government Foundation	9900 Main Street Suite 303 Fairfax, VA 22031	in support of private property rights (need budg,board,990)	\$1,000
Americans for Prosperity Foundation	2111 Wilson Blvd., Suite 350 Arlington, VA 22201	operating support	\$1,000
America's Future Foundation	1899 L St NW, 12th Floor Washington, DC 20036	to support the AFF on the Road initiative	\$1,000
Archdiocese of Galveston-Houston/Correctional Ministries	c/o St. Dominic Chancery 2403 Holcombe Blvd. Houston, TX 77021-2023	to provide misalettes for our TDCJ Catholic Chaplains and to distribute English and Spanish Catholic Bibles	\$2,500
Archdiocese of Galveston-Houston/Inner City Catholic Schools	ATTN Dept. 116 PO Box 4343 Houston, TX 77210-4343	to support the Inner City Catholic Schools	\$15,000
Archdiocese of San Antonio	2718 W. Woodlawn San Antonio, TX 78228	to support the 'Hope for the Future' tuition assistance program	\$5,000
Archway Academy	6221 Main St. Houston, TX 77030	scholarship support for students	\$5,000
Art Guild of Rural Texas	PO Box 33/114 N. Live Oak Fayetteville, TX 78940	to support the renovation of a second building (990)	\$2,500
ArtBridge	3311 Richmond, Suite #212 Houston, TX 77098-3018	operating support	\$2,000
Arthritis Foundation South Texas Chapter	3120 Southwest Fwy., Suite 215 Houston, TX 77098-4510	to support Houston area programs	\$1,000
Asia America Initiative	1521 16th St., NW Washington, DC 20036	to support college students enrolled in Notre Dame College of Jolo, Philippines and other state colleges in the area	\$1,000
Association for Hispanic Fine Arts	6678 Sylvan Rd. Houston, TX 77023	to support a new direction working with youth and veterans (formerly 2009/252... had no 501 c 3 letter for May 2009 meeting, now they do for Nov 2009)	\$2,000
Atlas Economic Research Foundation	1201 L Street NW Washington, DC 20005	operating support	\$1,000

AVANCE	4281 Dacoma Houston, TX 77092	for the Parent and Child Education Program	\$5,000
Barbara Bush Foundation for Family Literacy	P. O. Box 131614 Houston, TX 77219- 1614	for the 15th annual Celebration of Reading	\$20,000
Battleship Texas Foundation	908 Town & Country Blvd., Suite 120 Houston, TX 77024- 2208	operating support	\$7,500
Bayou Preservation Association	P. O. Box 131563 Houston, TX 77219- 1563	operating support	\$3,000
Bellwether Forum	12750 Champion Forest Dr. Houston, TX 77066	to support the Mongolia Political Academy	\$5,000
Bill Archer Student Intern Foundation of Houston	P. O. Box 41964 Houston, TX 77241	to sponsor one intern's trip to Washington, D.C.	\$2,000
Bishop Dunne Catholic School	3900 Rugged Dr. Dallas, TX 75224	tuition assistance	\$5,000
Blood Center of Central Texas	4300 N. Lamar Blvd. Austin, TX 78756- 3421	to support the purchase of a mobile blood bus	\$2,000
Blue Bird Circle	615 West Alabama Houston, TX 77006	to support direct patient care and research initiatives in pediatric neurology	\$1,000
Bo's Place	10050 Buffalo Speedway Houston, TX 77054	to support the 2010 Hearts of Hope luncheon (no date yet)	\$2,500
Boy Scouts of America - Sam Houston Council	2225 No. Loop West P. O. Box 924528 Houston, TX 77292	Annual Eagle Scout Scholarship Fund	\$4,000
Boy Scouts of America/Camp Strake Restoration	P. O. Box 924528 Houston, TX 77292	fifth and final payment of our five-year, \$500,000 total pledge, to be allocated as follows: \$45,000 for the restoration of Camp Strake, \$45,000 for operations, and \$10,000 to support the Distinguished Family Dinner.	\$100,000
Boys & Girls Clubs of Greater Houston	1520-A Airline Dr. Houston, TX 77009	to support the Annual Steak & Burger Dinner	\$21,500
Boys & Girls Clubs of the Austin Area	5407 N. IH35, Suite 400 Austin, TX 78723	to help expand academic enrichment programs (buds 990)	\$3,000
Boys & Girls Country of Houston, Inc.	18806 Roberts Road Hockley, TX 77447	for the program 'Staying on Track to Growth and Success'	\$8,000
Boys & Girls Harbor, Inc.	P. O. Box 848 Houston, TX 77001- 0848	to support residential care and community outreach	\$3,000

Breakthrough Austin	1050 East Eleventh Street, Suite 350 Austin, TX 78702	to support summer teaching interns in 2010	\$3,000
Brenda & John Duncan RISE School of Houston	8080 North Stadium Dr Houston, TX 77054	to support Educational Programs and an Instructional Assistant (990,budg)	\$3,000
Briarwood School	12207 Whittington Drive Houston, TX 77077	operating support	\$5,000
Bridges to Life	P. O. Box 19039 Houston, TX 77224-9039	operating support	\$17,500
Buffalo Bayou Partnership	1113 Vine, Suite 200 Houston, TX 77002	operating support	\$2,500
Bush-Clinton Coastal Recovery Fund	Post Office Box 79798 Houston, TX 77279-9798	to help rebuild communities that were devastated by Hurricanes Gustav and Ike	\$3,000
Camp Allen Conference & Retreat Center	18800 FM 362 Navasota, TX 77868	to help disadvantaged children from Houston schools attend the Discovery Program	\$2,000
Camp Aranzazu, Inc.	5420 FM 1781 Rockport, TX 78382-7622	to support Houston campers for the summer of 2010	\$5,000
Camp for All Foundation	10500 Northwest Fwy., Suite 220 Houston, TX 77092	to support programs and activities at camp	\$7,500
Candlelighters Childhood Cancer Family Alliance, Inc.	8323 Southwest Freeway, Suite 435 Houston, TX 77074	to support the Parent Consultant Program for children with cancer and their families	\$2,000
Capital Research Center	1513 16th St., NW Washington, DC 20036-1480	operating support, along with support for printing and mailing expenses of their packet regarding ACORN	\$2,500
Cardinal Newman Society	9415 West Street Manassas, VA 20110	operating support	\$5,000
Career and Recovery Resources	2302 Fannin, Suite 110 Houston, TX 77002	to support the Campaign for Career and Recovery Resources	\$2,000
Casa de Esperanza de Los Ninos, Inc.	P. O. Box 66581 Houston, TX 77266-6581	to support the Residential Program	\$7,500
Cathedral Health & Outreach Ministries	1117 Texas Avenue Houston, TX 77002	to support The Beacon, a day center	\$5,000
Catholic Charities of Central Texas	1817 East Sixth St. Austin, TX 78702	to support the 3rd Annual Fundraising Luncheon, 'Faith Runs Deep'	\$5,000
Catholic Charities of the Archdiocese of Galveston-Houston	2900 Louisiana Street Houston, TX 77006	to support the 'Reaching Out In Faith' Campaign for Catholic Charities	\$15,000
Catholic New Creation	P. O. Box 7907 Houston, TX 77270	operating support for the Isaiah House Project	\$3,000

Catholic University of America	Office of the President 620 Michigan Avenue, NE Washington, DC 20064	for The 20th American Cardinals Dinner	\$12,500
Cato Institute	1000 Massachusetts Ave., NW Washington, DC 20001	to support the publishing of the book 'Green Jobs Myth'	\$2,500
Cenacle Retreat House	420 N. Kirkwood Road Houston, TX 77079	to support the marketing budget for the 'Logo Transition' project	\$2,500
Center for Bio-Ethical Reform	PO Box 219 Lake Forest, CA 92609	to support a week of pro-life education in Houston	\$2,000
Center for Hearing & Speech	3636 West Dallas Houston, TX 77019	to help purchase the Center's West Dallas property	\$10,000
Center for Houston's Future	1200 Smith St., Suite 1150 Houston, TX 77002	to support regional Strategic Initiatives	\$2,000
Center for Strategic & International Studies	1800 'K' Street, NW, Ste. 400 Washington, DC 20006	operating support	\$1,000
Center Foundation (formerly Foundation for the Retarded)	3550 West Dallas Houston, TX 77019	to support programs and services in 2009	\$10,000
Central Texas - Fort Hood Chapter of the Association of the US Army	ATTN: Community Response to 11/5 PO Box 10700 Killeen, TX 76547-0700	to support the fund for the Fort Hood tragedy of November 5, 2009 that will memorialize the tragedy and care for the affected soldiers and families ***sent in by Jim Duncan, GWS recommends possible \$25,000 payable in January 2010	\$25,000
Change Happens (formerly FUUSA)	3353 Elgin St. Houston, TX 77004-3531	to support the youth Summer/After-School programs for 2010 and the Annual Fall Luncheon on October 30, 2009	\$10,000
Charity Guild of Catholic Women	1203 Lovett Blvd. Houston, TX 77006-0995	2nd payment of a two-year, \$100,000 total pledge, supporting the 'For the Future of a Child' capital campaign to construct a larger showroom for resale shop	\$50,000
Child Advocates, Inc.	2401 Portsmouth St., Suite 210 Houston, TX 77098	to support the Court Services Program	\$3,000

Child Builders	3800 Buffalo Speedway, Suite 310 Houston, TX 77098	to support prevention programs for Houston area children	\$2,500
Children's Museum of Houston	1500 Binz Houston, TX 77004	to support the EcoStation environmental exhibit	\$12,500
Chinese Community Center	9800 Town Park Drive Houston, TX 77036	to support the At-Risk Youth Program	\$1,500
Chinese Professional Club Scholarship Fund, Inc.	8303 Southwest Freeway, Suite 342 Houston, TX 77074	to support the Scholarship Ball which supports the CPC Scholarship Fund	\$1,000
Chinquapin School	2615 E. Wallisville Road Highlands, TX 77562- 3199	to underwrite the salary of Brian Lamore, who teaches Physics, Pre-Cal, Algebra and Technical Applications	\$2,500
Christian Community Service Center	P. O. Box 27924 Houston, TX 77227- 7924	to support the Emergency Services program	\$4,000
City Wide Club of Clubs, Inc.	P. O. Box 8446 Houston, TX 77288- 8446	to assist with the Annual Thanksgiving and Christmas Eve Big Feasts, as well as daily services	\$2,500
College of St. Thomas More	3020 Lubbock St. Fort Worth, TX 76109	to support the building program	\$7,500
Communities in Schools	1235 North Loop West, Suite 300 Houston, TX 77008	to support the 30th anniversary gala (990)	\$5,000
Conroe Live	304 N. Main St. Conroe, TX 77301	to support the Art Bench that pays tribute to George Strake, Sr.'s 1931 oil strike	\$3,000
Council for National Policy	1411 K St., NW, Suite 601 Washington, DC 20005	annual support	\$2,500
Covenant House Texas	1111 Lovett Boulevard Houston, TX 77006	operating support	\$7,500
Crime Stoppers of Houston, Inc.	P. O. Box 541654 Houston, TX 77254- 1654	*suggested pledge: 2-year, \$50,000 total grant to support the capital campaign for the new facility, \$25,000 payable in December 2009 and \$25,000 in December 2010	\$25,000
Crisis Pregnancy Center of Southwest Houston	8300 Bissonnet, Suite 160 Houston, TX 77074	to support the Limited Ultrasound Program	\$2,000
Cristo Rey Jesuit College Preparatory School of Houston	6700 Mount Carmel Street Houston, TX 77087	for the 'Campaign to Transform Houston's Future'	\$25,000
Crohn's and Colitis Foundation of America, Inc.	5120 Woodway Dr., Suite 8008 Houston, TX 77056	to support the 'Winter Ball' on January 23, 2010 (board budn. 990)	\$2,500

Dallas Children's Theater, Inc.	5938 Skillman St. Dallas, TX 75231	to support the Nancy and Karl Schaeffer Education Fund (990, budg)	\$2,000
Dance of Asian America	10782-A Bellaire Blvd. Houston, TX 77072	to support work with children	\$1,000
David Horowitz Freedom Center	14148 Magnolia Blvd., Suite 103 Sherman Oaks, CA 91423	operating support	\$1,000
Department of Texas Veterans of Foreign Wars Foundation	PO Box 14468 Austin, TX 78761	to support 'Operation Uplink' which connects troops and hospitalized veterans with their families by phone.	\$5,000
Diocese of Austin/St. Dominic Savio Catholic HS	1600 No. Congress P. O. Box 13327 Austin, TX 78711	the second payment of a four-year pledge, \$100,000 total, to fund a new Catholic High School in Austin. The following \$25,000 payments will be made in December 2010 and 2011.	\$25,000
Diocese of Beaumont	P. O. Box 3948 Beaumont, TX 77704-3948	to continue and enhance the Communications Ministry	\$2,500
Discovery Green Conservancy	1500 McKinney Houston, TX 77010	to support the biennial 'Gala on the Green' on February 27, 2010 (board, 990, budg)	\$2,000
Dominican Sisters of Houston	6501 Alameda Road Houston, TX 77021-2095	to help purchase medical and kitchen equipment, among other things, for St. Dominic Villa	\$2,500
Duchesne Academy of the Sacred Heart	10202 Memorial Dr. Houston, TX 77024	to improve research and science instruction for Lower and Upper School girls (budg, board)	\$4,300
Educational Opportunities	8350 North Central Expressway, Suite 775 Dallas, TX 75206	to support Dallas public school graduates with college expenses	\$2,500
Educational Research Analysts	P. O. Box 7518 Longview, TX 75607-7518	operating support	\$7,500
Faith in Practice	7500 Beechnut, Suite 208 Houston, TX 77074	operating support	\$7,500
Family Research Council	801 G St., NW Washington, DC 20001	to support the student intern program	\$2,500
Featherrock Conference Center	5505 Chaucer Drive Houston, TX 77005	to support the capital campaign to expand capacity (budg, board, 990) *either \$100,000 one-time grant or \$250,000 total pledge, over 5 years	\$10,000

Fidelis Center for Law & Policy	PO Box 2709 Chicago, IL 60690	to support CatholicVote.org 's campaign, 'Life: Imagine the Potential' (budg, 990, board)	\$12,500
Focus on the Family	8605 Explorer Dr. Colorado Springs, CO 80920	for the Focus Leadership Institute Scholarship Fund	\$2,500
Forge for Families, Inc.	3150 Yellowstone blvd. Houston, TX 77054	suggested pledge: \$50,000 total pledge, payable over 3 years to construct a three-building family center in Houston's Third Ward	\$2,500
Foundation for Christian Values, Inc.	520 North Vega Street Alhambra, CA 91801	operating support	\$2,500
Foundation for Economic Education	30 South Broadway Irvington, NY 10533	to support seminars in the summer of 2010	\$2,500
Foundation for the Council on Alcohol & Drugs	303 Jackson Hill Street Houston, TX 77007	for the current building expansion initiative	\$3,000
Foundation of International Freedom	2409 Bering Drive, Suite 3 Houston, TX 77057-4928	operating support (board, budg, 990)	\$1,000
Foundations & Donors Interested in Catholic Activities, Inc.	1350 Connecticut Ave., NW, Suite 825 Washington, DC 20036	annual support	\$2,000
Free Congress Foundation	1423 Powhatan St., #2 Alexandria, VA 22314	operating support (990,budg)	\$5,000
Free Enterprise Institute	9525 Katy Freeway, Suite 303 Houston, TX 77024-1415	for use as operating support	\$15,000
Free to Choose Network (FORMERLY Palmer R. Chitester Fund)	2002 Filmore Ave, Suite 1 Frie, PA 16506	operating support	\$3,000
Freedom Documents Fund, Inc.	611 State St. Jasper, TX 75951	to help distribute the Charters of Freedom to more states	\$1,000
Freedom Works Foundation	601 Pennsylvania Ave., NW. North Building - Suite 700 Washington, DC 20004-2601	operating support	\$2,000
Freedoms Foundation at Valley Forge	1601 Valley Forge Road P. O. Box 706 Valley Forge, PA 19482-0706	operating support	\$1,000

Friends of the Governor's Mansion	P. O. Box 2447 Austin, TX 78768	annual support	\$1,250
Fund for American Studies	1706 New Hampshire Ave., NW Washington, DC 20009	scholarship support for students from University of Notre Dame	\$3,000
Gathering of Men / Gathering USA, Inc.	8300 Katy Freeway Houston, TX 77024	to help develop a downtown ministry and to enhance the small group leadership program	\$2,000
Gathering Place	5310 South Willow Drive Houston, TX 77035	for program support and transportation expenses	\$2,000
General Tommy Franks Leadership Institute & Museum	P. O. Box 222 Hobart, OK 73651	operating support (990,board,budg)	\$5,000
George Bush Presidential Library Foundation (George H.W. Bush)	Texas A&M University, 1145 TAMU College Station, TX 77843-1145	to support the dinner and wine auction benefitting the George Bush Presidential Library Center, taking place November 14, 2009 (budg, 990)	\$3,000
Gilder Lehrman Institute of American History	19 West 44th St., Suite 500 New York, NY 10036	to help sponsor Houston area teachers for the 2009 summer seminars	\$2,500
Goodfellows Club of Houston, Inc.	801 Texas Houston, TX 77002	annual holiday support	\$1,000
Goodwill Industries of Houston	10795 Hammerly Houston, TX 77043	to support the 2009 Goodwill Gala (board, budg, 990)	\$2,500
Greater Houston Prayer Breakfast	5773 Woodway, Suite 730 Houston, TX 77057	to support the annual Greater Houston Prayer Breakfast (990,budg)	\$500
Greater Houston Preservation Alliance	712 Main St., Suite 110 Houston, TX 77002-3207	to support the 2009 National Preservation Month Luncheon (budg, 990)	\$5,000
Gregorian University Foundation	106 W. 56th St. New York, NY 10019	tuition assistance for students (budg,990)	\$3,000
Gulf Coast Regional Blood Center	1400 La Concha Lane Houston, TX 77054	to support the purchase of a new donor coach	\$2,500
Habitat for Humanity/Pasadena	218 Pasadena Freeway W. Pasadena, TX 77506	operating support	\$1,000
Harris County Public Library	8080 El Rio Houston, TX 77054	to support the 2009 Summer Reading Program for paperback materials and enrichment activities (990 board)	\$3,000
Heart Gift Foundation	1010 West 40th St. Austin, TX 78756	to support the HeartGift Foundation Houston Chapter	\$12,500

Helping a Hero . org	11410 Carson Field Lane Cypress, TX 77433	support to help provide specially adapted homes for qualifying service members (budo.990)	\$10,000
Heritage Foundation	214 Massachusetts Ave., NE Washington, DC 20002-4999	operating support	\$5,000
Heroic Media (formerly Majella Society)	11615 Angus Road, Suite 102 Austin, TX 78759	to support a Houston-area media campaign	\$10,000
Hillsdale College	33 East College St. Hillsdale, MI 49242	general operating support	\$2,500
Holocaust Museum Houston	5401 Caroline Houston, TX 77004	continued support for the upcoming exhibit, A Blessing to One Another: Pope John Paul II and the Jewish People *special exception since we gave \$5,000 in November; waiting to see updates on funding	\$3,500
Holy Cross Chapel	905 Main St. Houston, TX 77002-6408	ninth payment of our ten-year \$500,000 pledge for operating support	\$50,000
Holy Name Passionist Retreat Center	430 Bunker Hill Road Houston, TX 77024	to help resurface and repair the Retreat Center driveway and parking lot	\$7,500
Holy Trinity Catholic High School - Temple	418 North 11th Street Temple, TX 76501	scholarship support	\$5,000
Honor Flight, Inc.	300 E. Auburn Avenue Springfield, OH 45505-4703	operating support	\$1,000
Hoover Institution / Stanford University	Hoover Institution, 434 Galvez Mall, Stanford University Stanford, CA 94305-6010	operating support	\$2,000
HOPE Campaign	414 Waller St. Austin, TX 78702	to support the HOPE Farmers Market in Austin, TX	\$5,000
Houston Arboretum & Nature Center	4501 Woodway Dr. Houston, TX 77024	to help bring Title 1 students for a continuation of the science enrichment program	\$1,000
Houston Area Parkinson Society	2700 Southwest Fwy., Suite 296 Houston, TX 77098	to support programs and activities in 2009	\$1,000
Houston Area Pastor Council	P. O. Box 2606 Houston, TX 77252	operating support (board.budo.990)	\$2,000
Houston Asian American Festival Assn.	1714 Tannehill Dr. Houston, TX 77008	to support Lunar New Year Houston, a cultural event on February 20-21, 2010.	\$2,000

Houston Community College Foundation	3100 Main Street, MC 1148 Houston, TX 77002	2nd payment of a two-year, \$50,000 total pledge, to fund Opportunity 14 Scholarships for Houston Area students	\$25,000
Houston Community Health Centers / Denver Harbor Clinic	424 Hahlo St. Houston, TX 77020	operating support	\$2,000
Houston Eye Associates Foundation	2855 Gramercy Houston, TX 77025	to help meet the eye care needs of the indigent	\$2,000
Houston Food Bank	3811 Eastex Freeway Houston, TX 77026	for the capital campaign and Recipe for Hope Luncheon	\$7,500
Houston Habitat for Humanity	3750 N. McCarty Houston, TX 77029	for land purchase and development costs	\$7,500
Houston Hospice	1905 Holcombe Blvd. Houston, TX 77030	to support patient care	\$3,000
Houston Livestock Show & Rodeo/Steer Auction Scholarship	c/o P. O. Box 130060 Houston, TX 77219	for the Steer Auction Committee scholarship fund (budget board 990)	\$10,000
Houston Museum of Natural Science	One Hermann Circle Dr. Houston, TX 77030-1799	the second payment of our three-year pledge, \$150,000 total, to the capital campaign for Museum expansion. The final \$50,000 payment will be made in December 2010.	\$50,000
Houston Police Foundation	P.O. Box 346 Houston, TX 77001-0346	to underwrite the annual fundraising gala on October 17, 2009	\$2,000
Houston Symphony Society	615 Louisiana, Suite 102 Houston, TX 77002	for the 2009 Annual Fund	\$10,000
Houston Technology Center	410 Pierce St. Houston, TX 77002	for the event, 'A Celebration of Entrepreneurs'	\$10,000
Houston Texans YMCA	1600 Louisiana Houston, TX 77002	to support the new Houston Texans' YMCA capital campaign	\$5,000
Houston Zoo, Inc.	1513 Cambridge St. Houston, TX 77030	to support educational programs	\$5,000
Hugh O'Brian Youth Leadership - Texas Gulf Coast	P. O. Box 590928 Houston, TX 77259	to support the 25th Annual Texas Gulf Coast Leadership Seminar	\$1,000
Huntington's Disease Society of America/Houston	c/o James E. Bashaw & Co. 5433 Westheimer, Suite 200 Houston, TX 77056	to support the Center of Excellence at Baylor College of Medicine (budget, board, 990)	\$4,000
Incarnate Word Academy - Corpus Christi	2920 South Alameda Corpus Christi, TX 78404	operating support	\$5,000

Incarnate Word Academy - Houston	609 Crawford Street Houston, TX 77002	the second payment of our three-year pledge, \$60,000 total, for the 'Roots and Wiring' Capital Campaign. The third and final \$20,000 payment will be made in December 2010.	\$20,000
Incarnate Word Academy - Houston	609 Crawford Street Houston, TX 77002	to support the 2009 Gala and Auction honoring Sister Mary Brendan O'Donnell *already attended, no lowering *separate from \$60,000 pledge payable \$20,000 each December thru Dec. 2010	\$10,000
Injured Marine Semper Fi Fund	Box 555193 Camp Pendleton, CA 92055	operating support	\$3,000
Institute for Humane Studies	3301 North Fairfax Dr., Suite 440 Arlington, VA 22201-4432	operating support	\$1,000
Institute of Hispanic Culture of Houston, Inc.	3315 Sul Ross Houston, TX 77098	to support the annual 'Noche de las Americas' annual fundraising gala on October 9, 2009 (budg, 990)	\$2,500
Institute of World Politics	1521 16th St., NW Washington, DC 20036	operating support	\$1,000
Intercollegiate Studies Institute, Inc.	3901 Centerville Rd. Wilmington, Delaware 19807	to support ISI's efforts at Notre Dame University	\$6,000
Irish Rover	P.O. Box 46 Notre Dame, IN 46556	operating support *added after meeting, formerly Intercollegiate Studies Institute was getting a grant to support Notre Dame, now that grant is being declined and some of the money is going towards Irish Rover	\$7,500
Italian Cultural & Community Center	1101 Milford St. Houston, TX 77006	to support the Annual Gala and Auction on September 18, 2009 ***cannot be lowered, reply card returned early at the request of Mr. Parsley	\$5,000
James Baker Statue Foundation	c/o Greater Houston Community Foundation 4550 Post Oak Place, Suite 100 Houston, TX 77027	to support the development, construction, and placement of a statue of former Secretary of State James A. Baker, III in Houston.	\$7,500

Jazz Education, Inc.	P. O. Box 8031 Houston, TX 77288	to support the 38th annual H-E-B Summer Jazz Workshop Season	\$2,000
Jefferson Scholars Foundation	Post Office Box 400891 Charlottesville, VA 22904-4891	to support the Robert H. Parsley Jefferson Scholarship *provided they have raised a total of \$460,000 **deferred from May 2009	\$40,000
Jesuit College Preparatory School	12345 Inwood Road Dallas, TX 75244	to support the annual fundraising auction on March 27, 2010	\$10,000
Jesuit Volunteer Corps	PO Box 3126 Houston, TX 77253	to support Texas area volunteers	\$10,000
Jewish Institute for National Security Affairs	1779 Massachusetts Ave. NW Suite 515 Washington, DC 20036	to support the annual Leadership Award Dinner on October 20, 2009	\$5,000
John Jay Institute for Faith, Society & Law	2 North Cascade Avenue, Ste. 1100 Colorado Springs, CO 80903	to support a fellowship	\$2,500
Julia C. Hester House, Inc.	2020 Solo St. Houston, TX 77020	to support the Youth Services program	\$4,000
Junior League of Houston, Inc.	1811 Briar Oaks Lane Houston, TX 77027	to support the annual Charity Ball on February 5-6, 2010 (huda 990)	\$2,500
Justice Foundation	8122 Datapoint, Suite 812 San Antonio, TX 78229	to support the ministry of justice entitled 'Operation Outcry'	\$5,000
Juvenile Diabetes Research Foundation International/Houston Gulf Coast Chapter	2425 Fountain View, Suite 280 Houston, TX 77057	to support the Family Outreach Program	\$2,000
Katy Prairie Conservancy	3015 Richmond Ave., Suite 230 Houston, TX 77098	to support the on-going efforts to conserve the Katy Prairie	\$1,000
Kids Meals	205 West Crosstimbers Houston, TX 77018	to support the meal preparation and delivery program	\$2,500
KIPP Academy	10711 Kipp Way Houston, TX 77099	to support the annual fundraising dinner *already passed, but falls in November funding cycle (school)	\$10,000
Leadership Institute	1101 No. Highland St. Arlington, VA 22201	operating support	\$6,000
Learning Planet	7807 Prestwood Dr. Houston, TX 77036	for use as operating support	\$2,500
Liberty Institute FORMERLY Free Market Foundation	2001 West Plano Parkway, Suite 1600 Plano, TX 75075	to support the protection of memorials for veterans and to support efforts to inform the Texas voting public (990 huda)	\$5,000

Linda Lorelle Scholarship Fund	7660 Woodway, Suite 210 Houston, TX 77063	to support the College Preparatory Conference and the SMART seminar series	\$1,000
Literacy Advance of Houston	2424 Wilcrest Dr., Suite 120 Houston, TX 77042	to support the Champions of Literacy dinner on October 28, 2009 (budg, 990)	\$5,000
Living Bank	4545 Post Oak Place, Suite 215 Houston, TX 77027	to underwrite the 'Celebrate Life' gala on October 16, 2009	\$2,500
Loretto Academy	1300 Hardaway El Paso, TX 79903-3198	scholarship support (budg, board)	\$2,500
Magnificat Houses, Inc.	P. O. Box 25415 Houston, TX 77265	the second payment of a four-year pledge, \$100,000 total, to build a multi-purpose training center. The additional \$25,000 payments will be made in December 2010 and 2011.	\$25,000
Make A Wish Foundation of the Texas Gulf Coast, Inc.	1604 Bissonnet Houston, TX 77005	for granting the wishes of Texas children	\$5,000
Manned Space Flight Education Foundation	1601 NASA Parkway Houston, TX 77058	to support the Challenge Program	\$2,500
Marine Corps Scholarship Foundation	121 S. Saint Asaph St. Alexandria, VA 22314	fifth payment of a \$25,000 total grant to provide academic scholarships for children of U.S. Marines, or Navy Corpsmen, whose parents were killed in action	\$5,000
Marine Military Academy	320 Iwo Jima Blvd. Harlingen, TX 78550	operating support	\$4,000
Marine Toys for Tots Foundation	18251 Quantico Gateway Drive Triangle, VA 22172	operating support (budg, board, 990)	\$1,000
Meals on Wheels and More, Inc.	3227 East 5th Street Austin, TX 78702	to support the Second Meal program	\$2,000
Media Research Center	325 So. Patrick St. Alexandria, VA 22314-3580	operating support	\$3,000
Memorial Ashford Little League	P.O. Box 820669 Houston, TX 77282	to support Hurricane Ike damage assistance (990, board)	\$5,000
Memorial Hermann Foundation	929 Gessner, Suite 2650 Houston, TX 77024	for the 2009 Circle of Life gala	\$10,000
Memorial Park Conservancy	PO Box 131024 Houston, TX 77219	second and final payment of a two-year, \$100,000 total pledge for the Capital Campaign	\$50,000

Mental Health America of Greater Houston	2211 Norfolk, Suite 810 Houston, TX 77098	to support the Houston Police Department Mental Health Unit's Crisis Intervention Team (990, budg, board)	\$2,000
Mental Health America of Greater Houston	2211 Norfolk, Suite 810 Houston, TX 77098	to support education, outreach, and advocacy programs	\$2,000
Mercatus Center	3301 No. Fairfax Dr., Suite 450 Arlington, VA 22201	for the 2009 Annual Fund (budg, board, 990)	\$2,000
Methodist Hospital	1707 Sunset Blvd. Houston, TX 77005	*** suggested pledge: to support the Advanced Heart Failure Research Program at the Methodist DeBakey Heart & Vascular Center; \$40,000 total pledge, \$20,000 payable in December 2009 and \$20,000 payable in December 2010	\$20,000
Mexican Institute of Greater Houston	4601 Caroline Street Houston, TX 77004	to support the annual 'Celebration of the Independence of Mexico and Central America' on September 12, 2009	\$2,500
Miller Theatre Advisory Board, Inc.	PO Box 66267 Houston, TX 77266-6267	to support capital improvements	\$2,000
Miracle Foundation	1506 West 6th Street Austin, TX 78703	to support the facilitation of adoption of children in the organization's care	\$4,000
Mobile Loaves & Fishes	903 S. Capital of Texas Highway Austin, TX 78746	to support the Habitat on Wheels program	\$5,000
Monarch School	1231 Wirt Road Houston, TX 77055	for the New Campus Capital Campaign	\$2,000
Morality In Media, Inc.	475 Riverside Drive, Suite 1264 New York, NY 10115	to support efforts to curb obscenity and indecency through law	\$2,500
Morley Publishing Group, Inc.	2100 M Street NW, Suite 170-339 Washington, DC 20037	operating support	\$2,000
Museum of Fine Arts, Houston - Bayou Bend	P. O. Box 6826 Houston, TX 77265-6826	to support the Bayou Bend 50th Anniversary Campaign to establish a Visitor and Education Center	\$5,000
Museum of Health & Medical Science	1515 Hermann Dr. Houston, TX 77004-7126	for the School Field Trip Program	\$10,000
National Center for Policy Analysis	12770 Coit Road, Suite 800 Dallas, TX 75251	to support work on health care, retirement, and tax reform	\$4,000

National Review Institute	215 Lexington Ave. New York, NY 10016	operating support (need all)	\$1,000
National Right to Work Legal Defense Foundation, Inc.	8001 Braddock Road Springfield, VA 22160	operating support	\$1,000
Naval Order Foundaton	c/o 3339 Lighthouse Point Lane Jacksonville, FL 32250	to help complete Phase II of the Navy D-Day Monument	\$2,000
Naval War College Foundation, Inc.	686 Cushing Road Newport, RI 02841- 1213	operating support	\$1,000
Navigators	Post Office Box 63587 Colorado Springs, CO 80962-3587	2nd payment of a 4-year, \$160,000 total pledge, to renovate the Pink House	\$40,000
Navy League of the United States	2300 Wilson Blvd. Arlington, VA 22201	operating support (budg,board,990)	\$2,000
Neighborhood Centers, Inc.	4500 Bissonnet, Suite 200 P. O. Box 271389 Houston, TX 77277- 1389	operating support	\$10,000
New Hope Housing, Inc.	1117 Texas Ave. Houston, TX 77002	for the Resident Services Program (990, budg)	\$2,500
Northwest Assistance Ministries	15555 Kuykendahl Houston, TX 77090	to support operations	\$5,000
Open Door Mission Foundation	5803 Harrisburg Houston, TX 77011	general operating funds	\$2,500
Our Lady of Corpus Christi	P. O. Box 9785 Corpus Christi, TX 78469	scholarship support	\$5,000
Our Lady of Grace High School	13517 Alta Vista Dr. Roanoke, TX 76262	to support a Chemistry Lab (990, budg)	\$5,000
Our Lady of the Hills Regional Catholic High School	601 Peterson Farm Road Kerrville, TX 78028	to help build new school facilities	\$5,000
Our Lady of the Lake University of San Antonio	411 Southwest 24th St. San Antonio, TX 78207	to support the Providence Leadership Program (990,budg,board)	\$2,000
Pacific Legal Foundation	3900 Lennane Dr., Suite 200 Sacramento, CA 95834	operating support	\$2,000
Palmer Drug Abuse Program - Houston	840 Gessner, Suite 1300 Houston, TX 77024	to support free drug recovery and prevention programs offered at five satellite locations in Houston	\$2,500
Paradise Scholarship Fund, Inc.	15915 Katy Freeway, Suite 500 Houston, TX 77094	scholarship support (budg, 990, board)	\$2,500

Parents Television Council	707 Wilshire Blvd., Suite 2075 Los Angeles, CA 90017	to support the Cable Choice Project	\$2,500
Pathways for Little Feet	8 Greenway Plaza, Ste. 1000 Houston, TX 77046	to support families in need of financial assistance during the adoption process	\$6,000
Paulist Fathers	3015 4th Street NE Washington, DC 20017	to help with travel expenses for men attending the Paulist Fathers' Vocation Discernment Retreat	\$2,500
Periwinkle Foundation	3000 Richmond, Suite 340 Houston, TX 77098	to support Camp Periwinkle	\$2,000
Permian Basin Petroleum Museum	1500 Interstate 20 West Midland, TX 79701	operating support (990, budg)	\$1,000
Phi Beta Kappa Alumni of Greater Houston	P. O. Box 25283 Houston, TX 77265- 5283	to support the 2009 Annual Scholarship Dinner	\$2,500
Philanthropy Roundtable	1150 17th Street, NW Suite 503 Washington, DC 20036	membership grant (budg, board, 990)	\$1,000
Piney Woods School	P. O. Box 57 Piney Woods, MS 39148	scholarship support	\$2,500
Pontifical North American College	3211 Fourth St., NE Washington, DC 20017	to support The Ultima Awards (board, budg)	\$10,000
Pope John XXIII High School	1800 West Grand Parkway Katy, TX 77449	to support the capital campaign for new facilities	\$10,000
Port Lavaca Main Street, Inc.	2025 Hwy 35 North Port Lavaca, TX 77979	to support roof repairs in the Port Lavaca community	\$1,000
Positive Coaching Alliance	1050 N. Post Oak Rd., Suite 210 Houston, TX 77055	to help bring PCA to Madison High School	\$3,000
Priests for Life	P. O. Box 141172 Staten Island, NY 10314	operating support (need budg)	\$2,000
Project GRAD Houston	3000 Richmond Ave., Ste. 400 Houston, TX 77098	to help students attend the summer program entitled University of St. Thomas College Preparatory Institute	\$2,000
Providence Catholic School	1215 N. St. Mary's Street San Antonio, TX 78215	operating support	\$5,000
Pro-Vision, Inc.	4590 Wilmington Houston, TX 77051	operating support	\$10,000

Rawson-Saunders School	2600 Exposition Blvd. Austin, TX 78703	scholarship support	\$4,000
Recording for the Blind & Dyslexic, Inc.	20 Roszel Road Princeton, NJ 08540-6206	to support the outreach program 'Learning Through Listening'	\$3,000
Reicher Catholic High School	2102 North 23rd St. Waco, TX 76708	to support classroom technology	\$5,000
Results Educational Fund	750 First Street NE, Suite 1040 Washington, DC 20002	operating support	\$2,500
Retina Research Foundation	7200 B Cambridge Houston, TX 77030	operating support	\$1,000
Rising Stars (formerly Texas Select)	3720 Gattis School Rd., Ste 800-194 Round Rock, TX 78664	operating support (990)	\$3,000
Ronald McDonald House	1907 Holcombe Blvd. Houston, TX 77030	to support the Boo Ball on October 29, 2010	\$5,000
Rotary Club of Houston Foundation, Inc.	PO Box 690673 Houston, TX 77269-0673	to support the Distinguished Citizen Award Luncheon on February 23, 2010 - \$2,500; the Rotary Lombardi Award dinner on December 9, 2009 - \$2,500; Camp Enterprise - \$4,000 and Rotary Youth - \$5,000 (GWS distributed \$14,000 total)	\$14,000
Salvation Army Greater Houston Area	1500 Austin Street Houston, TX 77002	to support the Annual Luncheon (need lod, budg, 990)	\$1,000
San Jacinto Museum of History Association	One Monument Circle La Porte, TX 77571	to support Museum programs	\$10,000
San Jose Clinic	PO Box 2808 Houston, TX 77252-2808	final payment of a 2-year, \$100,000 total grant, to create a clinic-wide electronic medical record system and for direct health care services	\$50,000
San Juan Diego Catholic High School	800 Herndon Lane Austin, TX 78704	scholarship support	\$5,000
Scenic Houston (chapter of Scenic Texas, Inc.)	3015 Richmond Avenue, Suite 220 Houston, TX 77098	operating support	\$2,000
Service of the Emergency Aid & Resource Center for the Homeless	2505 Fannin Houston, TX 77002	operating support	\$3,000
Seton Fund	1201 West 38th St. Austin, TX 78705	to support the Seton Community Health Centers	\$3,000

Sheltering Arms	3838 Aberdeen Way Houston, TX 77025	to support the 'Powerful Tools for Caregivers' support groups	\$2,000
Shiner Catholic School	424 St. Ludmila P. O. Box 725 Shiner, TX 77984	support for the Bishop Morkovsky Scholarship Fund	\$3,000
Sky Cross, Inc.	7302 Putter Lane San Antonio, TX 78244	operating support	\$2,000
St. Agnes Academy	9000 Bellaire Blvd. Houston, TX 77036- 4683	the fifth payment of our ten- year pledge, \$750,000 total, supporting the 'Our Legacy, Tomorrow's Promise' capital campaign	\$75,000
St. Anne Catholic School/Tomball	1111 South Cherry St. Tomball, TX 77375	to help fence the campus to alleviate the security risk of the on site food pantry	\$7,500
St. Anne School Foundation	2120 Westheimer Road Houston, TX 77098- 1493	to support the 'Ideal Classroom of the Future' campaign	\$5,000
St. Anthony Catholic High School	3200 McCullough Ave. San Antonio, TX 78212	to support the Family Financial Crisis - Tuition Assistance Fund	\$5,000
St. Elizabeth University Parish Catholic Student Center/Diocese of Lubbock	2304 Broadway Lubbock, TX	to support the Catholic Student Association at Texas Tech University, including salaries and operational expenses	\$2,500
St. Frances Cabrini Catholic Church	10727 Hartsook St. Houston, TX 77034- 3523	to support the fund to purchase a new organ	\$2,500
St. Joseph Academy	101 St. Joseph Dr. Brownsville, TX 78520- 7308	to support the Campus Ministry Program	\$5,000
St. Jude Children's Research Hospital	4543 Post Oak Place, Suite 125 Houston, TX 77027	to underwrite the annual fundraising gala on October 3, 2009 (budg, board, 990)	\$3,000
St. Mary's Catholic Center - Diocese of Austin	603 Church Ave. College Station, TX 77840	to support Catholic campus ministry at Texas A&M University and Blinn College	\$12,500
St. Michael Catholic Church	1801 Sage Road Houston, TX 77056- 3598	to support the 'Building on Faith and Formation' Campaign for St. Michael Parish and School ***suggested pledge, \$200,000 total pledge over 4 years, \$50,000/year	\$50,000
St. Pius X Catholic Church of San Antonio	3303 Urban Crest San Antonio, TX 78209	to support the capital campaign 'Restore, Revive, Rebuild'	\$10,000
St. Pius X High School	811 W. Donovan Houston, TX 77091- 5699	to support the annual gala on October 10, 2009 (budg, board, 990)	\$7,500

St. Thomas More Newman Center	64 West Lane Ave. Columbus, OH 43201	for the general operating fund	\$3,000
Standing Tall Charitable Foundation	1100 No. River Road, The Villa Des Plaines, IL 60016	operating support	\$2,000
Star of Hope Mission	6897 Ardmore Street Houston, TX 77054	to support general homeless needs and operational expenses	\$2,000
State Policy Network	2020 North 14th St., Suite 250 Arlington, VA 22201	operating support (board, budge,990)	\$2,000
Stehlin Foundation for Cancer Research	1315 St. Joseph Parkway, Suite 1818 Houston, TX 77002	to support the clinical trials for the anticancer drug, CZ48	\$10,000
Strake Jesuit College Preparatory	8900 Bellaire Boulevard Houston, TX 77036	sixth payment of our ten-year pledge, \$750,000 total, designated for 'The Greater Glory' campaign	\$75,000
Student Conservation Association	PO Box 550 Charlestown, NH 22209	to support SCA's Houston Community Conservation Programs	\$2,500
Sunshine Kids	2814 Virginia St. Houston, TX 77098	operating support	\$3,000
Sycamore Trust	47 West Division Street, PMB 512 Chicago, IL 60610	to help fund an aggressive mailing campaign to expand the base of support (990 budo)	\$8,000
Talento Bilingue de Houston	333 South Jensen Houston, TX 77003	to support the 2008-2009 multicultural performing arts series and educational activities	\$1,000
Tanglewood Foundation	5757 Woodway, Suite 160 Houston, TX 77057-1519	to help plant new live oak trees	\$2,000
Tax Foundation	529 14th Street, NW, Suite 420 Washington, DC 20045-1000	operating support	\$2,000
Teach for America	4669 Southwest Freeway, Suite 600 Houston, TX 77027	operating support	\$5,000
Texas 4-H Youth Development Foundation	P. O. Box 11020 College Station, TX 77842	to support the Texas 4-H Council Leadership Program (budo. 990)	\$2,500
Texas Book Festival	610 Brazos, Suite 200 Austin, TX 78701	to support the Texas Book Festival	\$2,500
Texas Children's Hospital	1919 S. Braeswood, MC 4-4483 Houston, TX 77030	further support for the Jan and Dan Duncan Neurological Research Institute (we finished \$75,000 pledge in May 2008)	\$10,000

Texas Conservative Coalition Research Institute	P. O. Box 2659 Austin, TX 78768	to help develop the Conservative Legislative Study Program	\$2,500
Texas Institute for Education Reform	1209 Nueces St. Austin, TX 78701	operating support	\$2,000
Texas Public Policy Foundation	900 Congress Ave., Suite 400 Austin, TX 78701	operating support	\$12,500
Texas Right to Life Educational Foundation	6776 Southwest Fwy., Suite 430 Houston, TX 77074	to support 'Generation Now' scholarships	\$4,000
Texas Round Up	PO Box 50521 Austin, TX 78763	to expand the FitCities obesity prevention programs in the Houston area ***Program dissolved and Check returned 7/12/10	\$5,000
Texas Serenity Academy, Inc.	262 No. Sam Houston Parkway East, Suite 140 Houston, TX 77060	for the purchase of science equipment	\$4,000
Texas State Aquarium Association	2710 North Shoreline Corpus Christi, TX 78402	to support the new 'Eagle Pass' exhibit	\$5,000
Texas State History Museum Foundation	1801 No. Congress Ave. - 78701 (use POB for mail) P. O. Box 12456 Austin, TX 78711	to support the Texas Independence Day Dinner (budg,990)	\$10,000
Texas State History Museum Foundation	1801 No. Congress Ave. - 78701 (use POB for mail) P. O. Box 12456 Austin, TX 78711	to support the Texas Independence Day Dinner	\$10,000
Theta Charity Antiques Show of Houston	PMB 345 4212 San Felipe Houston, TX 77027	to support the Theta Charity Antiques Show, Ages of Elegance, taking place November 19, 2009	\$2,000
Thomas Aquinas College	10000 N. Ojai Road Santa Paula, CA 93060	to support financial aid for students	\$3,000
Thomas More College of Liberal Arts	Six Manchester St. Merrimack, NH 03054	operating support	\$2,500
TIRR/Institute for Rehabilitation & Research Foundation/TIRR	4605 Post Oak Place, Suite 222 Houston, TX 77027	to support Mission Connect	\$8,000
Tolerance Bridge Project	Tolerance Bridge Project Fund at the Greater Houston Community Foundation 4550 Post Oak Place, Suite 100 Houston, TX 77027	to support the 'Tolerance Bridge' (990,board,)	\$5,000

Trees for Houston	4550 Post Oak Pl. Dr., Suite 310 Houston, TX 77027	to support the 'Root Ball' (990,budg)	\$3,000
Tri Delta Art Show for Charity, Inc.	P. O. Box 22517 Houston, TX 77227- 2517	to support the 2009 Tri Delta Art Show for Charity	\$2,000
U.S. Naval Academy Foundation	291 Wood Road, Beach Hall Annapolis, MD 21402	fourth payment of our five- year, \$125,000 total pledge, to establish the Center for Middle East & Islamic Studies	\$25,000
United Cerebral Palsy of Greater Houston, Inc.	4500 Bissonnet, Suite 340 Bellaire, TX 77401	to support Camp Smiles	\$2,500
United Way of Greater Houston	50 Waugh Drive Houston, TX 77007	to support the annual community campaign	\$7,000
University Catholic Center	2010 University Avenue Austin, TX 78705	to support the new program and ministry, the Campus RENEW program	\$3,000
University of Dallas	1845 E. Northgate Dr. Irving, TX 75062- 4736	to support the University of Dallas Ministry Conference 2009 - Walking Together in Faith	\$2,500
University of Houston - Honors College	212 MD Anderson Library Houston, TX 77204- 2001	scholarship support for graduates of local Catholic schools who enroll in The Honors College	\$2,500
University of Notre Dame US NROTC	U. S. Naval Reserve Officers Training Corps c/o Mr. Bruce Danielson 1100 Grace Hall Notre Dame, IN 46556-5640	annual purchase of the Strake Sword	\$500
University of Notre Dame/Dept. Political Science	217 O'Shaughnessy Hall Notre Dame, IN 46556-0368	final payment of a 3-year, \$30,000 total grant, for the Department of Political Science classes of Mary Keys	\$10,000
University of St. Thomas	3800 Montrose Houston, TX 77006- 4626	ninth payment of our ten-year pledge, \$500,000 total, designated for the Center of Thomistic Studies and the Department of Philosophy.	\$50,000
University of St. Thomas	3800 Montrose Houston, TX 77006- 4626	to help with production costs of notebooks used for Thomistic Summer School in Lithuania	\$3,000
University of St. Thomas/Pope John Paul II Forum	3800 Montrose Blvd. Houston, TX 77006- 4626	***suggested pledge : support for the Pope John Paul II Forum; \$75,000 total grant, payable \$25,000 December 2009, 2010, and 2011	\$25,000

University of Texas MD Anderson Cancer Center	Office of the President 1515 Holcombe Blvd. Unit 1491 Houston, TX 77030-4000	to support breast cancer metastasis research being performed by Anthony Lucci, M.D., F.A.C.S.	\$20,000
University of Texas/Edgar A. Smith Center for Hearing Research & Rehabilitation	c/o Gail Giebink Director of Foundation Relations University Development Office The University of Texas at Austin, P.O. Box 7458 Austin, TX 78713	to establish the Edgar A. Smith Center for Hearing Research and Rehabilitation (need all)	\$5,000
Urban Harvest	2311 Canal Street, Suite 200 Houston, TX 77003	to support gardening programs	\$2,000
Ursuline Academy of Dallas	4900 Walnut Hill Lane Dallas, TX 75229	to support the 20th annual Mardi Gras Ball on Saturday, February 13, 2010	\$5,000
UT MD Anderson Volunteer Endowment for Patient Support	VEPS Event Volunteer Services - Box 115 1515 Holcombe Houston, TX 77030-4000	for the 2009 V.E.P.S. luncheon	\$2,500
Vatican Observatory Foundation	2017 E. Lee Street Tucson, AZ 85719	operating support	\$2,000
Victims of Communism Memorial Foundation	1521 Sixteenth St., NW Washington, DC 20036	to help fund the online Global Museum on Communism (need board, budget)	\$2,000
Vietnamese Community Services	7100 Clarewood Dr. Suite 124 Houston, TX 77036	operating support (990)	\$4,000
Vietnamese Dominican Sisters	5250 Gasmer Dr. Houston, TX 77035	final payment of our 5-year, \$50,000 total grant, designated for expansion of the convent to accommodate the growing number of sisters and to renovate the chapel	\$10,000
Volunteer Houston	3015 Richmond, Suite 100 Houston, TX 77098	to support 'A Visit From St. Nicholas'	\$2,500
W. Oscar Neuhaus Memorial Foundation	4433 Bissonnet Bellaire, TX 77401-3233	to train teachers in the Archdiocese of Galveston-Houston	\$4,000
Washington Legal Foundation	2009 Massachusetts Ave., NW Washington, DC 20036	operating support	\$1,000
Wellsprings Village, Inc.	P. O. Box 311017 Houston, TX 77231	operating support	\$3,000

West Houston Assistance Ministries	10501 Meadowglen Lane Houston, TX 77042	operating support	\$2,000
Westside Homeless Partnership	PO Box 55607 Houston, TX 77255	for the nine month housing and two year case management programs that help homeless children and their families in Spring Branch Independent School District	\$5,000
What About Remembering Me Center	809 Lipscomb St. Ft. Worth, TX 76104	to fund the children's bereavement program	\$2,500
Women's Home	607 Westheimer Road Houston, TX 77006	to support the expansion of the Clinical Program	\$3,000
Wreaths Across America	4582 Kingwood Drive #247 Kingwood, TX 77345	to help place wreaths at every gravesite at the Houston National Cemetary on December 12, 2009	\$5,000
Young America's Foundation	F. M. Kirby Freedom Center 110 Elden St. Herndon, VA 20170	to support the Reagan Ranch High School Conference in 2010	\$2,500
YWCA of Houston	3220 Broadway Street Houston, TX 77017	to help purchase age-appropriate educational materials for infants and toddlers	\$2,500

Grand Total for 2009 (344 items)

\$2,325,550

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	STRAKE FOUNDATION	76-0041524
	Number, street, and room or suite number. If a P.O. box, see instructions	
	712 MAIN STREET, #3300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	HOUSTON TX 77002-3215	

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

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

- The books are in the care of ▶ Paul L. Robison, Jr.

Telephone No ▶ (713) 216-2415 FAX No ▶ (713) 216-2401

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Aug 16, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ ☒ calendar year 20 09 or
- ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	45,000.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	26,800.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	18,200.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 4-2009)