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Form **990-PF****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

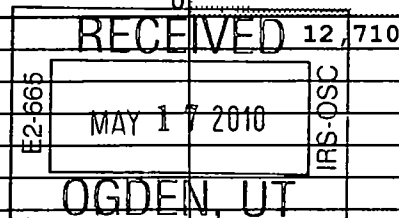
For calendar year 2009, or tax year beginning , and ending

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 Fred and Mabel R Parks Foundation		A Employer identification number 76-0122692
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 12926 Dairy Ashford 130		B Telephone number (see page 10 of the instructions) 281-313-6464
	City or town, state, and ZIP code Sugar Land TX 77478		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) \$ 38,850,710		J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) Cash Hybrid (Part I, column (d) must be on cash basis.)	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) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	965	965	0	
4 Dividends and interest from securities	362,347	362,347	0	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-1,396,313			
b Gross sales price for all assets on line 6a	9,366,054			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) Stmt 1	5,705,778	1,614	0	
12 Total. Add lines 1 through 11	4,672,777	364,926	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	12,710			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) Stmt 2	66,450	66,450		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	1,013,420	49,102		
19 Depreciation (attach schedule) and depletion Stmt 4	352			
20 Occupancy	14,907			14,907
21 Travel, conferences, and meetings	2,223			2,223
22 Printing and publications				
23 Other expenses (att sch) Stmt 5	3,654,161			3,589
24 Total operating and administrative expenses. Add lines 13 through 23	4,764,223	115,552		33,429
25 Contributions, gifts, grants paid	1,425,000			1,425,000
26 Total expenses and disbursements. Add lines 24 and 25	6,189,223	115,552	0	1,458,429
27 Subtract line 26 from line 12	-1,516,446			
a Excess of revenue over expenses and disbursements		249,374		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	



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

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	24,700	17,200	17,200
	2 Savings and temporary cash investments	8,739,511	7,470,884	7,470,884
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	2,811	5,869	5,869
	10a Investments—U.S. and state government obligations (attach schedule) Stmt 6	317,063	151,220	154,291
	b Investments—corporate stock (attach schedule) See Stmt 7	12,981,038	12,515,272	12,539,752
	c Investments—corporate bonds (attach schedule) See Stmt 8	1,363,593	1,752,177	1,687,285
	11 Investments—land, buildings, and equipment: basis ▶ 1,218,790 Less: accumulated depreciation (attach sch.) ▶ Stmt 9	1,218,790	1,218,790	2,470,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) See Statement 10	12,662,728	12,662,728	14,505,035
	14 Land, buildings, and equipment: basis ▶ 4,820 Less: accumulated depreciation (attach sch.) ▶ Stmt 11 4,426	746	394	394
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	37,310,980	35,794,534	38,850,710	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	37,310,980	35,794,534	
	30 Total net assets or fund balances (see page 17 of the instructions)	37,310,980	35,794,534	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	37,310,980	35,794,534		

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	37,310,980
2 Enter amount from Part I, line 27a	2	-1,516,446
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	35,794,534
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	35,794,534

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	Publicly Traded Securities - S/T	P	Various	Various
b	Publicly Traded Securities - L/T	P	Various	Various
c	PIMCO Fd-Capital Gain Distrib	P		
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 4,377,353		4,138,707	238,646
b 4,982,741		6,623,660	-1,640,919
c 5,960			5,960
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			238,646
b			-1,640,919
c			5,960
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	-1,396,313
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,023,290	42,777,783	0.023921
2007	948,968	37,400,310	0.025373
2006	1,118,974	37,169,355	0.030105
2005	809,028	28,174,155	0.028715
2004	4,199,812	313,032	13.416558

2 Total of line 1, column (d)	2	13.524672
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	2.704934
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	35,793,777
5 Multiply line 4 by line 3	5	96,819,804
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,494
7 Add lines 5 and 6	7	96,822,298
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	1,458,429

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	4,987
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	4,987
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	4,987
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,500
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	7,500
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,513
11	Enter the amount of line 10 to be Credited to 2010 estimated tax 2,513 Refunded	11	

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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
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	
4b 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 page 19 of the instructions) TX		
8b 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 on page 27)? 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 page 20 of the 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 ▶ James G McClellan 12926 Dairy Ashford Ste 130 Located at ▶ Sugar Land, TX	Telephone no ▶ 281-313-6464 ZIP+4 ▶ 77478		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	▶ 15 ▶ ☐		

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ **N/A** **5b**

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.

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 (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
James G McClellan 12926 Dairy Ashford, Ste 130 TX 77478	President 5.00	10,460	0	0
Ann Parks Stallings 12926 Dairy Ashford Ste 130 TX 77478	Vice Pres. 0.50	750	0	0
Debra Marfin 12926 Dairy Ashford, Ste 130 TX 77478	Treasurer 0.50	750	0	0
Virginia McClintock 12926 Dairy Ashford, Ste 130 TX 77478	Secretary 0.50	750	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).

If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3	



Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,415,844
b	Average of monthly cash balances	1b	7,941,718
c	Fair market value of all other assets (see page 24 of the instructions)	1c	16,981,298
d	Total (add lines 1a, b, and c)	1d	36,338,860
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	36,338,860
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	545,083
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	35,793,777
6	Minimum investment return. Enter 5% of line 5	6	1,789,689

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,789,689
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,987
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,987
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,784,702
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,784,702
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,784,702

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,458,429
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,458,429
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,458,429

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,784,702
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004	4,184,160			
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	4,184,160			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 1,458,429				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				1,458,429
e Remaining amount distributed out of corpus	326,273			326,273
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,857,887			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	3,857,887			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling					
b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:	
a	List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) NONE
b	List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest NONE
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a	The name, address, and telephone number of the person to whom applications should be addressed. James G McClellan 281-313-6464 12926 Dairy Ashford Rd #130 Sugar Land TX 77478
b	The form in which applications should be submitted and information and materials they should include SEE ATTACHED COPY OF GRANT APPLICATION
c	Any submission deadlines: NONE
d	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE				1,425,000
Total				▶ 3a 1,425,000
b Approved for future payment SEE ATTACHED SCHEDULE				1,208,700
Total				▶ 3b 1,208,700

FORM 990-PF

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

<u>Description</u>	<u>Revenue Per Books</u>	<u>Net Investment Income</u>	<u>Adjusted Net Income</u>
Gross Royalties (Cherokee Co ORRI)	1,614	1,614	0
Gross Production Sharing Contract Receipts from 1% Interest in Indonesian Joint Venture	5,704,164	0	0
Total	<u>5,705,778</u>	<u>1,614</u>	<u>0</u>

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net Income</u>	<u>Charitable Purpose</u>
Investment Advisor Fees	65,550	65,550	0	0
Property Tax Consultant	900	900	0	0
	<u>66,450</u>	<u>66,450</u>	<u>0</u>	<u>0</u>

FORM 990-PF

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net Income</u>	<u>Charitable Purpose</u>
State Severance Taxes-Royalty Income	83	83	0	0
Property Taxes	41,692	41,692	0	0
Excise Tax on Investment Income	4,987	0	0	0
Foreign Dividend Tax Withheld	7,327	7,327	0	0
Indonesia Income Taxes Paid	959,331	0	0	0
Total	<u>1,013,420</u>	<u>49,102</u>	<u>0</u>	<u>0</u>

Fred and Mabel R. Parks Foundation
12/31/2009

ID# 76-0122692

FORM 990-PF

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LIFE/METHOD</u>	<u>COST</u>	<u>PRIOR YEAR DEPRECIATION</u>	<u>2009 DEPRECIATION</u>
9/9/2002	Computer Desk	7 yr 200DB	460	439	21
9/9/2002	File Cabinet	7 yr 200DB	340	325	15
9/9/2002	Desk Base	7 yr 200DB	240	228	11
9/9/2002	Desk Top	7 yr 200DB	410	393	18
9/9/2002	Hutch	7 yr 200DB	569	544	25
10/3/2002	HP Printer & Cables	5 yr 200DB	525	525	0
1/16/2006	Dell Dimension 9150	5 yr 200DB	2,276	1,620	262
TOTAL			<u>4,820</u>	<u>4,074</u>	<u>352</u>

FORM 990-PF

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net Income</u>	<u>Charitable Purpose</u>
Foundation Assoc Membership	863	0	0	863
Insurance	2,561	0	0	2,561
Postage	165	0	0	165
Bank Agency Fee	750	0	0	0
Indonesian Production Sharing Contract Operating Expense Calls Paid	3,649,822	0	0	0
Total	<u>3,654,161</u>	<u>0</u>	<u>0</u>	<u>3,589</u>

Form 990-PF

Statement 6 - Form 990-PF, Part II, Line 10a - Investments - US & State Government Obligations

<u>PAR VALUE</u>	<u>DESCRIPTION</u>	<u>BEGINNING OF YEAR</u>	<u>END OF YEAR</u>	<u>BOOK VALUE BASIS OF VALUATION</u>	<u>MARKET VALUE</u>
50000	US Treasury Notes Due (8/15/09) 6 0%	52,311	0	COST	0
50000	US Treasury Notes Due (5/15/09) 5 5%	51,410	0	COST	0
50000	US Treasury Notes Due (8/15/10) 5.75%	52,414	52,414	COST	51,666
50000	Federal Home Loan Bank Due (3/17/10) 4 375%	49,232	49,232	COST	50,422
50000	Federal Home Loan Bank Due (2/18/11) 4.625%	49,574	49,574	COST	52,203
60000	Federal Home Loan Bank Due (6/22/09) 6 73%	62,122	0	COST	0
		<u>317,063</u>	<u>151,220</u>		<u>154,291</u>

Form 990-PF

Statement 7 - Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

SHARES	DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BOOK VALUE BASIS OF VALUATION	MARKET VALUE
2466	Ship Finance Intl	41,237	0	COST	0
3700	General Maritime Corp New (formerly Arlington Tankers Ltd)	78,211	0	COST	0
2200	Eagle Bulk Shipping INCF	35,112	0	COST	0
6400	Western Asset Managed High Income Fund	37,440	0	COST	0
1300	Career Education Corp	38,082	0	COST	0
5150	Eaton Vance Ltd Duration Income Fund	81,292	0	COST	0
3900	Western Asset High Income Fd II	37,518	0	COST	0
2950	Renaissance RE 6 08% Perpetual Ser C Fd	59,848	0	COST	0
2250	Intl Rectifier Corp	73,038	0	COST	0
5400	Intevac Inc	76,072	0	COST	0
1265	Viacom Inc Non Voting Class B	43,276	0	COST	0
5400	Newport Corp	74,922	0	COST	0
1100	CBS Corporation Cl B New	57,106	22,368	COST	15,455
850	Allstate Corporation	45,497	0	COST	0
250	Travelers Companies Inc	37,261	11,685	COST	12,465
4000	Syneron Medical Ltd F	82,450	0	COST	0
2100	Standard Microsystems CP	55,493	0	COST	0
2400	Avocent Corp	53,531	0	COST	0
10100	Tuesday Morning Corp	97,715	0	COST	0
875	Ultra Petroleum Corp	41,085	0	COST	0
3200	Omnivision Technologies	41,180	0	COST	0
1650	United Health Group Inc	68,788	0	COST	0
5050	Barrett Business Svcs	85,044	0	COST	0
3050	Felcor Lodging TR PFD A	67,617	0	COST	0
1275	Anadarko Petroleum Corp	53,883	0	COST	0
1150	Analog Devices Inc	30,809	0	COST	0
1700	GMX Res Inc 9.25%	38,594	0	COST	0
1925	Microchip Technology Inc	60,431	0	COST	0
2750	Petsmart Inc	66,008	0	COST	0
6500	Christopher & Banks Corp	94,117	0	COST	0
3950	Symmetry Medical Inc	53,300	0	COST	0
155451 58	Aim Disciplined Equity Fd Cl Y #8542	2,154,795	1,610,237	COST	1,402,173
21882.49	First Eagle Overseas Fund I	694,389	512,469	COST	431,523
8308 81	Harbor International Fd I Share	1,557,142	585,013	COST	455,910
500000	Arden Alternative Advisors SPC USD Class A	500,000	500,000	COST	529,102
1900	C H Robinson Worldwide Inc New	116,743	82,292	COST	111,587
2000	Caterpillar Inc	132,799	132,799	COST	113,980
5900	Cisco Systems Inc	122,203	122,203	COST	141,246
2050	Colgate Palmolive Co	152,605	128,212	COST	168,408
1200	International Business Machines Corp	101,139	101,139	COST	157,080
9500	Lasercard Corporation	139,902	0	COST	0
5000	Nokia Corp Sponsored ADR Repstg 1 A FM 5 Par	100,292	0	COST	0
2150	Pepsico Inc	167,054	129,643	COST	130,720
9616	Safeguard Scientifics Inc	122,251	122,251	COST	99,141
3700	Southern Co	127,871	127,871	COST	123,284
1600	State Street Corp	104,260	0	COST	0
2800	Wal Mart Stores Inc	132,365	132,365	COST	149,660
5250	General Electric Co	184,103	184,103	COST	79,433
2650	Texas Capital Bancshares	48,048	0	COST	0
5400	Charming Shoppes Inc	62,823	0	COST	0
3150	First Mercury Financial	62,525	0	COST	0
2250	ATMI Inc	67,117	0	COST	0
16600	Lattice Semiconductor CP	76,797	0	COST	0
6300	Central Garden & Pet A	26,694	0	COST	0
3850	Vital Images Inc	72,480	0	COST	0
6200	Sterling Bancshares Inc	63,661	0	COST	0

Form 990-PF

Statement 7 - Form 990-PF, Part II, Line 10b - Investments - Corporate Stock (continued)

SHARES	DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BOOK VALUE BASIS OF VALUATION	MARKET VALUE
5300	Alaska Communs Sys Group	63,495	0	COST	0
6800	Oplink Communication New	76,573	0	COST	0
6850	Synovus Financial Corp	72,384	0	COST	0
1450	Forest Laboratones Inc	53,399	0	COST	0
5200	Paragon Shipping Cl A	90,021	0	COST	0
2200	Monster Worldwide Inc	72,470	0	COST	0
4800	Patriot Capital Funding	58,414	0	COST	0
2050	Diodes Incorporated	56,549	0	COST	0
6400	Tellabs Inc	43,721	0	COST	0
400	Celgene Corp	42,866	19,596	COST	22,272
5400	Micron Technology Inc	42,371	0	COST	0
9500	Palomar Med Technologies Inc Com New	256,986	0	COST	0
1800	Zimmer Holdings Inc	150,742	0	COST	0
2400	Spdr Biotech Etf	120,410	120,410	COST	128,736
3500	Emerson Elec Co Com	178,024	178,024	COST	149,100
950	3M Co Com	155,024	81,577	COST	78,537
2350	Dell Co Inc	53,884	0	COST	0
1650	Volcom Inc	27,251	0	COST	0
3400	Intel Corp	50,728	61,197	COST	69,360
625	Ishares Tr Nasdaq Biotech Index Fund	47,453	0	COST	0
5300	Nighthawk Radiology Hldg	79,117	0	COST	0
1800	Heidrick & Struggles Intl	48,964	0	COST	0
3100	Capital Product Ptnr LPF	60,617	0	COST	0
3900	Capstead Mortgage CP New REIT	40,927	0	COST	0
5650	Alpine Global Premier Fund	70,120	0	COST	0
3700	Isis Pharmaceuticals Inc	46,315	0	COST	0
750	Devon Energy Corp New	5,925	46,003	COST	55,125
375	Deutsche Bank AG	3,113	23,284	COST	26,591
45	Dominion Resources Inc VA New	1,585	0	COST	0
175	Chevron Corporation	13,007	12,617	COST	13,473
1500	ConocoPhillips	13,341	76,427	COST	76,602
225	Cardinal Health Inc	7,078	0	COST	0
175	BP PLC Sponsored ADR	7,911	0	COST	0
150	Bristol Myers Squibb Co	3,152	0	COST	0
130	Apache Corp	9,063	0	COST	0
175	Wal Mart Stores Inc	7,922	9,550	COST	9,354
750	Teva Pharmaceutical Industnes Ltd-ADR	12,840	41,605	COST	42,135
1000	Schlumberger Ltd	11,232	62,444	COST	65,090
1300	Qualcomm Inc	9,914	56,274	COST	60,138
220	Philip Morris International Inc	8,826	0	COST	0
130	Procter & Gamble Co	7,964	0	COST	0
475	Pepsico Inc	7,683	25,553	COST	28,880
175	Monsanto Co New	12,915	0	COST	0
150	McDonalds Corp	8,580	0	COST	0
60	Lockheed Martin Corp	4,460	0	COST	0
650	Kohls Corp	4,720	33,799	COST	35,055
90	Coca Cola Co	4,038	0	COST	0
350	Baxter International Inc	5,752	19,854	COST	20,538
475	Alcon Inc	6,148	66,493	COST	78,066
550	Apple Inc	18,392	106,320	COST	115,973
275	Walt Disney Co Holding Co	5,103	6,148	COST	8,869
1175	Cisco Systems Inc	10,802	26,288	COST	28,130
525	Costco Wholesale Corp-New	6,206	26,348	COST	31,064
100	Colgate Palmolive Co	6,182	0	COST	0
175	Genentech Inc Com New	12,748	0	COST	0
900	Goldman Sachs Group Inc	9,620	145,890	COST	151,956
180	Google Inc	18,877	109,059	COST	111,596

Form 990-PF

Statement 7 - Form 990-PF, Part II, Line 10b - Investments - Corporate Stock (continued)

SHARES	DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BOOK VALUE BASIS OF VALUATION	MARKET VALUE
125	EOG Res Inc	9,938	0	COST	0
175	Emerson Electric Co	5,617	0	COST	0
3500	JPMorgan Chase & Co	16,203	139,129	COST	145,876
1100	Hewlett Packard Co	20,429	55,484	COST	56,661
76114.395	Bernstein International Portfolio	219,850	1,147,869	COST	1,151,611
9404 275	Bernstein Emerging Markets Portfolio	49,151	269,086	COST	273,382
3900	Pfizer Inc	11,366	64,482	COST	70,941
2300	Nokia Corporation	4,627	28,814	COST	29,555
1600	Merck & Co Inc	12,260	58,282	COST	58,464
325	Safeway Inc	6,903	0	COST	0
9100	Sprint Nextel Corporation	1,578	29,849	COST	33,306
150	Royal Dutch Shell PLC Spon ADR	7,363	0	COST	0
450	Occidental Pete Corp	2,308	30,608	COST	36,608
3200	News Corporation Class A	3,028	38,466	COST	43,808
900	Nvidia Corp	6,520	0	COST	0
130	Exxon Mobil Corp	10,068	0	COST	0
135	Wyeth Com	4,530	0	COST	0
50	Toyota Motor Corp-ADR New	3,014	0	COST	0
2300	AT&T Inc	14,224	61,096	COST	64,469
650	Altra Group Inc	6,041	10,803	COST	12,760
230	MetLife Inc	6,241	8,164	COST	8,131
350	General Electric Co	5,987	0	COST	0
200	Gannett Co Inc	1,672	0	COST	0
325	Fifth Third Bancorp	2,594	0	COST	0
900	Ericsson L M Tel Co	6,279	0	COST	0
425	Activision Blizzard Inc	4,433	0	COST	0
55	Molson Coors Brewing Co Cl B	2,262	0	COST	0
200	Charles Schwab Corp New	3,318	0	COST	0
50	General Mills Inc	2,195	2,951	COST	3,541
1300	Gilead Sciences Inc	18,484	62,328	COST	56,264
275	Franklin Resources Inc	3,600	28,570	COST	28,971
800	Morgan Stanley	3,391	24,402	COST	23,680
900	Corning Inc	2,317	13,357	COST	17,379
70	Amgen Inc	3,959	0	COST	0
80	Autoliv Inc	1,579	0	COST	0
375	Bunge Ltd	3,626	19,993	COST	23,936
900	Citigroup Inc	6,972	0	COST	0
1300	Time Warner Inc New	8,438	48,607	COST	37,882
325	Limited Brands Inc	1,725	6,339	COST	6,253
1200	RRI Energy Inc	1,644	5,714	COST	6,864
80	TJX Companies Inc New	1,603	0	COST	0
60	Aflac Inc	2,563	0	COST	0
75	CME Group Inc	9,575	22,014	COST	25,196
800	Bank of America Corp	11,175	0	COST	0
1800	Symantec Corporation	2,464	28,147	COST	32,202
55	Magna International Inc Cl A	1,597	0	COST	0
600	JC Penney Co Inc	5,925	15,332	COST	15,966
90	Glaxosmithkline PLC	3,322	0	COST	0
155	Medco Health Solutions Inc	7,514	9,990	COST	9,906
700	Archer Daniels Midland Co	3,257	17,899	COST	21,917
105	Sanofi Aventis Spon ADR	3,434	0	COST	0
2035	Motorola Inc	4,516	14,337	COST	15,792
130	Textron Inc	1,657	0	COST	0
2500	Kellogg Co Com	126,486	0	COST	0
3000	Estee Lauder Companies Com Cl A	129,061	129,061	COST	145,080
2900	Perfect World Com	110,868	73,072	COST	114,376

Form 990-PF

Statement 7 - Form 990-PF, Part II, Line 10b - Investments - Corporate Stock (continued)

SHARES	DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BOOK VALUE BASIS OF VALUATION	MARKET VALUE
2800	II-VI Inc Com	108,303	108,303	COST	89,040
2700	Baker Hughes Inc Com	97,313	97,313	COST	109,296
2500	Campbell Soup Co Com	97,357	0	COST	0
2700	Helmerich & Payne Inc Com	95,714	95,714	COST	107,676
1100	Monsanto Co Com	103,276	103,276	COST	89,925
2600	Jacobs Engineering Group Inc	102,448	102,448	COST	97,786
87398.72	Bernstein Intermediate Duration Portfolio	225,937	1,143,273	COST	1,157,159
118	AOL Inc	0	1,861	COST	2,747
100	Ace Limited	0	4,586	COST	5,040
600	Home Depot Inc	0	16,650	COST	17,358
690	Macys Inc	0	12,224	COST	11,564
950	Time Warner Cable Inc Cl A	0	32,034	COST	39,321
500	Cameron International Corporation	0	18,220	COST	20,900
875	Lowes Companies Inc	0	16,837	COST	20,466
450	Danaher Corp	0	30,537	COST	33,840
425	Air Products & Chemicals Inc	0	33,099	COST	34,451
450	Northrup Grumman Corp	0	21,097	COST	25,133
1000	El Du Pont De Nemours & Co	0	27,030	COST	33,670
150	Bank New York Mellon Corp	0	4,586	COST	4,196
750	Target Corp	0	33,025	COST	36,278
800	Unum Group	0	13,599	COST	15,616
525	Vodafone Group PLC Spon ADR New	0	9,490	COST	12,122
300	Western Digital Corp	0	13,192	COST	13,245
1700	Tyco Electronics Ltd	0	38,396	COST	41,735
125	Visa Inc Cl A Common Stock	0	8,368	COST	10,933
350	Freeport McMoran Copper & Gold Inc	0	20,671	COST	28,102
500	Credit Suisse Group Spon ADR	0	22,439	COST	24,580
1100	XL Capital Ltd Cl A	0	18,050	COST	20,163
825	US Bancorp Del Com New	0	15,904	COST	18,571
400	EnSCO Intl Ltd Spon ADR	0	15,869	COST	15,976
150	National Oilwell Varco Inc	0	5,651	COST	6,614
500	ArcelorMittal SA Luxembourg	0	18,311	COST	22,875
1000	Illinois Tool Works Inc	0	42,592	COST	47,990
1600	Wells Fargo & Co	0	41,514	COST	43,184
1100	Ingersoll Rand Co Ltd Cl A	0	39,031	COST	39,314
400	Masco Corp	0	4,315	COST	5,524
750	Nexen Inc	0	16,743	COST	17,948
350	Textron Inc	0	6,851	COST	6,584
425	Smithfield Foods Inc	0	5,915	COST	6,456
17	NVR Inc	0	8,402	COST	12,082
550	DR Horton Inc	0	4,620	COST	5,979
450	Nisource Inc	0	5,638	COST	6,921
350	Cimarex Energy Co	0	13,175	COST	18,540
2000	Valero Energy Corp New	0	35,314	COST	33,500
2500	Dell Inc	0	34,297	COST	35,900
2000	EMC Corp Mass	0	33,382	COST	34,940
600	Pulte Homes Inc	0	6,792	COST	6,000
300	SPX Corp	0	16,315	COST	16,410
150	Fedex Corp	0	11,178	COST	12,518
950	Johnson Controls Inc	0	25,742	COST	25,878
1000	Constellation Brands Inc Cl A	0	15,740	COST	15,930
900	Quanta Services Inc	0	17,776	COST	18,756
1850	Bank of America Corp	0	30,440	COST	27,861
800	AK Steel Holding Corp	0	15,749	COST	17,080
150	United Parcel Svc Inc	0	8,782	COST	8,606
450	BB&T Corp	0	13,070	COST	11,417

Form 990-PF

Statement 7 - Form 990-PF, Part II, Line 10b - Investments - Corporate Stock (continued)

SHARES	DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BOOK VALUE BASIS OF VALUATION	MARKET VALUE
500	KLA Tencor Corp	0	17,537	COST	18,080
730	Aetna Inc New	0	24,004	COST	23,141
2400	Office Depot Inc	0	15,563	COST	15,480
350	Dean Foods Co New	0	6,464	COST	6,314
550	Cooper Industries PLC New Ireland	0	23,056	COST	23,452
600	Suncor Energy Inc New	0	22,230	COST	21,186
3100	General Electric Co	0	50,335	COST	46,903
750	Microsoft Corp	0	21,212	COST	22,868
1200	Supervalu Inc	0	18,902	COST	15,252
225	Principal Financial Group Inc	0	6,546	COST	5,409
650	Ameriprise Finl Inc	0	23,953	COST	25,233
800	Garmin Ltd	0	23,765	COST	24,560
150	Vertex Pharmaceuticals Inc	0	5,960	COST	6,428
425	Broadcom Corp Cl A	0	12,643	COST	13,366
1900	Ford Motor Co	0	16,088	COST	19,000
125	Anheuser Busch Inbev SA Spon ADR	0	6,338	COST	6,504
225	Vale SA Spon ADR	0	6,485	COST	6,532
400	Steel Dynamics Inc	0	7,113	COST	7,088
200	Covidien PLC	0	9,498	COST	9,578
950	Pepco Holdings Inc	0	15,972	COST	16,008
800	Huntsman Corp	0	8,672	COST	9,032
475	Comcast Corp New Cl A	0	8,365	COST	8,009
560	First Solar Inc Com	0	77,848	COST	75,824
1700	JPMorgan Chase & Co Com	0	47,845	COST	70,839
2700	AT&T Inc Com	0	69,905	COST	75,681
1100	Amazon.com Inc Com	0	89,668	COST	147,972
2850	Plum Creek Timber Co Inc Com	0	83,768	COST	107,616
10200	Encore Bancshares Com	0	86,612	COST	81,804
2600	Claymore Exchange	0	93,924	COST	110,396
1900	Smucker JM Co Com	0	94,378	COST	117,325
2200	Health Care REIT Inc Com	0	99,576	COST	97,504
3800	Interactive Data Corporation Com	0	98,433	COST	96,140
24386 29	Matthews Pacific Tiger Fd Cl I	0	443,533	COST	468,948
		<u>12,981,038</u>	<u>12,515,272</u>		<u>12,539,752</u>

Form 990-PF

Statement 8 - Form 990-PF, Part II, Line 10c - Investments - Corporate Bond

PAR VALUE	DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BOOK VALUE BASIS OF VALUATION	MARKET VALUE
66000	Household Fin Fm Internotes Due 11/10/13	63,904	0	COST	0
38000	Morgan Stanley FRN 2014	37,240	0	COST	0
45000	CIT Group Inc Snr Notes Due 12/14/16	44,604	0	COST	0
38000	Lehman Bros Hldg Sr Unsecure Due 11/10/15	37,316	37,316	COST	5,890
39000	El Paso Energy C 6.75%	38,908	0	COST	0
32000	Agere Systems 6.5% Conv Bond	32,448	0	COST	0
8000	Prncpal Life FRN 2016 Collateral	7,529	0	COST	0
1900	SLM Corp Senior Note	42,104	0	COST	0
51000	Kellwood Co 7 875% Sr Notes	52,669	0	COST	0
49000	Saks Inc 9 875% Note	54,708	0	COST	0
53000	Swift Energy 7.625% Notes	54,734	0	COST	0
56000	Seagate Tech 6 375% Notes	55,175	0	COST	0
54000	Rent A Ctr Inc NE 7 5% Sr Notes	54,822	0	COST	0
27000	Alld Waste North 5 75% Notes	25,932	0	COST	0
57000	Massey Energy Notes 6.625% 11/15/10	56,442	0	COST	0
40000	Dillard Dept Str 9.5% Debenture	42,112	0	COST	0
55000	Collegiate PAC 5 75% Conv Notes	53,774	0	COST	0
18000	Dillard Dept Str 9.125% Debenture	18,282	18,282	COST	17,910
59000	K Hovnanian Ente 6 0% Notes	41,312	0	COST	0
25000	JPMorgan Chase & Co Sr Notes (6/1/11) 5 6%	25,676	25,676	COST	26,463
50000	Morgan Stanley Dean Witter Nt Due (1/15/09) 3.875%	49,124	0	COST	0
50000	CIT Group Inc Call 7 25%	50,000	0	COST	0
50000	Genworth Financial Inc Sr Notes 5 65%	51,463	51,463	COST	49,591
50000	Venzon New Jersey Inc Deb A 5 875%	52,027	52,027	COST	53,272
50000	Southwest Airlines Co Nt 5.75%	50,617	50,617	COST	49,416
50000	American General Finance Fr 6 9%	50,517	50,517	COST	34,718
50000	Simon Property Group LP 5 625%	50,998	50,998	COST	51,497
50000	McGraw Hill Companies Inc Nt 5 9%	50,697	50,697	COST	50,858
50000	Prudential Financial Inc 5 15%	49,711	49,711	COST	52,599
50000	Ace INA Holdings Sr Nt 5 6%	49,569	49,569	COST	53,656
20000	Autozone Inc Sr Nt 5 5%	19,179	19,179	COST	21,219
40000	Goldman Sachs Group Sr Nt 5 15%	0	41,592	COST	42,314
50000	Allstate Life Glob Fd Fr 5 375%	0	52,563	COST	53,374
40000	General Elec Cap Corp Fr 5 5%	0	41,726	COST	40,932
40000	Aegon NV Sr Nt 4 75%	0	40,819	COST	40,218
40000	Bank of America Corp Sr Gbl 5 125%	0	42,438	COST	41,472
25000	The Hershey Company Sr Unsecured 4.85%	0	26,987	COST	26,208
89266 02	Pimco Investment Grade Corp Bond Fd Class I #56	0	1,000,000	COST	975,678
		<u>1,363,593</u>	<u>1,752,177</u>		<u>1,687,285</u>

Fred & Mabel R. Parks Foundation
12/31/2009

ID# 76-0122692

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Statement 9 - Form 990-PF, Part II, Line 11 - Investments - Land

<u>DESCRIPTION</u>	<u>BEGINNING OF YEAR</u>	<u>END OF YEAR</u>	<u>MARKET VALUE</u>
.996 Ac Land - Kenswick Dr	84,288	84,288	325,000
55% Interest 51 Ac Land - 1960/ Lee Road Property	1,134,502	1,134,502	2,145,000
	<u>1,218,790</u>	<u>1,218,790</u>	<u>2,470,000</u>

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Statement 10 - Form 990-PF, Part II, Line 13 - Investments - Other

<u>Description</u>	<u>Book Value Beginning of Year</u>	<u>Book Value End of Year</u>	<u>Book Value Basis of Valuation</u>	<u>Fair Market Value</u>
Mineral Interest - Walton Co, FL	5,500	5,500	Cost	5,500
ORRI Interest - Cherokee Co, TX	1	1	Cost	5,940
Mineral Interest - Kit Carson Co, CO	0	0	Cost	110
1% Interest in Indonesian Joint Venture	12,657,227	12,657,227	Cost	14,493,485
Total	<u>12,662,728</u>	<u>12,662,728</u>		<u>14,505,035</u>

Fred & Mabel R. Parks Foundation
12/31/2009

ID# 76-0122692

Form 990-PF

Statement 11 - Form 990-PF, Part II, Line 14 - Land, buildings and equipment

<u>DESCRIPTION</u>	<u>BEGINNING NET BOOK</u>	<u>ENDING COST/BASIS</u>	<u>ENDING ACCUM DEPREC</u>	<u>NET FAIR MKT VALUE</u>
Furniture and Office Equipment	<u>746</u>	<u>4,820</u>	<u>4,426</u>	<u>394</u>

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Supplementary Information
Grants and Contributions Paid During the Year

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Texas Heart Institute PO Box 20345 Houston, TX 77225-0345	N/A	Public	The Cooley Legacy Fund	500,000
Homes of St Mark 3000 Richmond Ave #570 Houston, TX 77098	N/A	Public	Required audit of the financial records	7,500
Planned Giving Council of Houston 400 E Cullen Building Houston, TX 77204-2013	N/A	Public	Recruit National Speakers for Planned Giving Programs	10,000
University of Houston 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	Scholarship Endowment	25,000
Fort Bend Homeless Shelter Inc 14090 Southwest Freeway, Suite 525 Sugar Land, TX 77478	N/A	Public	Acquisition of Land and Current Facilities and Renovations	500,000
University of Houston 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	College of Hotel & Restaurant Management Wine Lecture Series	10,000
Univ of Houston College of Business Foundation 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	Student Program	1,000
The Center for Hearing and Speech 3636 West Dallas Houston, TX 77019	N/A	Public	Carlee Heit Scholarship Fund	10,000
Trinity Valley School 7500 Dutch Branch Road Fort Worth, TX 76132-4110	N/A	Public	Financial Aid Award Fund	75,000
Alvin ISD Education Foundation 301 E House St Alvin, TX 77511	N/A	Public	Support for academic endeavors and extracurricular activities	10,000
Institute for Justice & Democracy in Haiti P O Box 745 Joseph, OR 97846	N/A	Public	General Support of IJDH's Programs	40,000

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Supplementary Information (continued)
Grants and Contributions Paid During the Year

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Living Water International 4001 Greenbriar Drive, Suite 200 Sugar Land, TX 77477	N/A	Public	General Operating Budget	10,000
Skills for Living 7660 Woodway, Suite 599 Houston, TX 77063	N/A	Public	Program Support	10,000
Literacy Council of Fort Bend 12530 Emily Court Sugar Land, TX 77478	N/A	Public	Administrative Software Purchase	17,500
Child Advocates of Fort Bend P O Box 1032 Richmond, TX 77406	N/A	Public	Support for 17th Annual CASA Christmas Home Tour	10,000
University of Houston - Sugar Land 3007 N Ben Wilson Victoria, TX 77901-5731	N/A	Public	Provide Scholarships to Nursing Students	10,000
University of Houston 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	College of Hotel & Restaurant Management Wine Lecture Series	10,000
Arthritis Foundation 1330 West Peachtree Street #100 Atlanta, GA 30309	N/A	Public	Juvenile Arthritis group activities and programs	25,000
Ft Bend Education Foundation 16431 Lexington Blvd Sugar Land, TX 77479	N/A	Public	(2) Defibrillators for High Schools	10,000
Baylor College of Medicine One Baylor Plaza, Suite BCMC-143A Houston, TX 77030	N/A	Public	Dermatology Research	50,000
Bethesda Lutheran Homes and Services 18937 Kz Rd Cypress, TX 77433-4355	N/A	Public	Purchase of New Buses	10,000

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Supplementary Information (continued)
Grants and Contributions Paid During the Year

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
UH Alumni Association P O. Box 230345 Houston, TX 77223-0345	N/A	Public	Homecoming Spirit Sponsor	4,000
Child Advocates of Fort Bend P.O Box 1032 Richmond, TX 77406	N/A	Public	Wings Program	10,000
South Texas College of Law 1303 San Jacinto St Houston, TX 77002	N/A	Public	Support marketing initiatives to promote the College's Centers of Excellence	60,000
				<u>1,425,000</u>

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Supplementary Information
Grants and Contributions Approved for Future Payment

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Fort Bend Family YMCA 4433 Cartwright Road Missouri City, TX 77459	N/A	Public	Provide Scholarships to Youth	5,000
Homes of St Mark 3000 Richmond Ave #570 Houston, TX 77098	N/A	Public	Required audit of the financial records	7,500
Planned Giving Council of Houston 400 E Cullen Building Houston, TX 77204-2013	N/A	Public	Sponsor Annual Symposium	10,000
University of Houston 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	Third Ward Initiative	10,000
Houston's Boy's & Girl's Country 18806 Roberts Road Hockley, TX 77447-9327	N/A	Public	Program Support	50,000
University of Houston 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	Fred Parks Endowment Fund	25,000
University of Houston 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	College of Hotel & Restaurant Management Wine Lecture Series	10,000
The Center for Hearing and Speech 3636 West Dallas Houston, TX 77019	N/A	Public	Carlee Heit Scholarship Fund	10,000
Trinity Valley School 7500 Dutch Branch Road Fort Worth, TX 76132-4110	N/A	Public	Annual Giving Campaign	25,000
Alvin ISD Education Foundation 301 E House St Alvin, TX 77511	N/A	Public	Support for academic endeavors and extracurricular activities	10,000
Institute for Justice & Democracy in Haiti P O. Box 745 Joseph, OR 97846	N/A	Public	General Support of IJDH's Programs	40,000

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Supplementary Information (continued)
Grants and Contributions Approved for Future Payment

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Houston World Affairs Council P.O. Box 920905 Houston, TX 77292	N/A	Public	Program Support	5,000
Literacy Council of Fort Bend 12530 Emily Court Sugar Land, TX 77406	N/A	Public	Program Support	5,000
Society of Progressive Supranuclear Palsy 11350 McCormick Road, Suite 906 Hunt Valley, MD 21031	N/A	Public	PSP/CBD Genetics Program	25,000
Literacy Council of Fort Bend 12530 Emily Court Sugar Land, TX 77406	N/A	Public	Purchase of new student computers	10,000
Child Advocates of Fort Bend P.O. Box 1032 Richmond, TX 77406	N/A	Public	Support for 18th Annual CASA Christmas Home Tour	10,000
Child Advocates of Fort Bend P O Box 1032 Richmond, TX 77406	N/A	Public	Program Support	10,000
University of Houston - Sugar Land 3007 N. Ben Wilson Victoria, TX 77901-5731	N/A	Public	Nursing School	210,000
University of Houston Honors College 306 McElhinney Hall Houston, TX 77204-5035	N/A	Public	Scholarship Endowment	25,000
Diabetes Research Institute 200 S Park Road, Suite 100 Hollywood, FL 33021	N/A	Public	Research - Cord Blood - Derived Stem Cells	200,000
Ft Bend Education Foundation 16431 Lexington Blvd Sugar Land, TX 77479	N/A	Public	Program Support	31,200
Goodfellows Club of Houston P O Box 4260 Houston, TX 77210-4260	N/A	Public	Holiday Toys for Needy Children	10,000

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Supplementary Information (continued)
Grants and Contributions Approved for Future Payment

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Bethesda Lutheran Homes and Services 18937 Kz Rd Cypress, TX 77433-4355	N/A	Public	Program Support	25,000
University of Houston - Clear Lake 2700 Bay Area Blvd Houston, TX 77058	N/A	Public	Veterans Scholarship	5,000
Texas Children's Hospital P O Box 300630 - MC 4-4483 Houston, TX 77030	N/A	Public	Jan and Dan Duncan Neurological Research Institute	200,000
South Texas College of Law 1303 San Jacinto St Houston, TX 77002	N/A	Public	Scholarship Awards	15,000
University of Texas Health Science Center-Houston 6410 Fannin Street Houston, TX 77030-3004	N/A	Public	Nursing School	50,000
United Cerebral Palsy 4500 Bissonnet, Suite 340 Bellaire, TX 77401	N/A	Public	Program Support	5,000
Fort Bend Meals on Wheels P.O. Box 1488 Rosenberg, TX 77471	N/A	Public	Program Support	5,000
Christus St. Catherine Hospital 710 South Fry Road Katy, TX 77450	N/A	Public	Wee See Vision Program	5,000
Houston's Therapeutic Equestrian Center 24161 Spring Drive Hockley, TX 77447	N/A	Public	Program Support	5,000
Houston Community College 3100 Main Street Houston, TX 77002	N/A	Public	Opportunity 14 Scholarship Endowment	150,000
				<u><u>1,208,700</u></u>

GRANT APPLICATION
FRED AND MABEL R. PARKS FOUNDATION

Applicant Organization: _____

Contact Person: _____

Address: _____

Phone Number: _____ Fax Number: _____

Email address: _____ Web Site Address: _____

Amount Requested: _____

Specific purpose for which grant will be used: _____

Short statement on purposes of applicant organization: _____

Enclose copy of most recent IRS determination letter stating that applicant is an I.R.C. Section 501(c)(3) organization and is not a private foundation under I.R.C. Section 509(a). Applicant represents and warrants that there has been no change in Applicant's status as stated in the determination letter since it was issued. he applicant also represents and warrants that it is not a Type III non-functionally integrated § 509(a)(3) supporting organization.

Applicant's Signature

Date

Return letter and application to:

James G. McClellan
12926 Dairy Ashford Rd, Suite 130
Sugar Land, TX 77478-3102
Email: jimmcclellan@windstream.net