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

**2009**

Department of the Treasury  
Internal Revenue Service

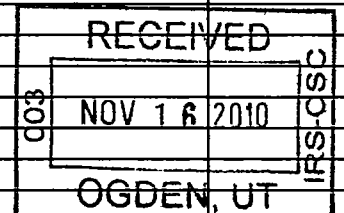
*Note.* The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

<b>Use the IRS label.</b>	Name of foundation <b>THE HEVRDEJS FOUNDATION</b>	<b>A Employer identification number</b> 76-0267717
<b>Otherwise, print or type.</b>	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>9 GREENWAY PLAZA, SUITE 2400</b>	<b>B Telephone number</b> 713-961-5110
<b>See Specific Instructions.</b>	City or town, state, and ZIP code <b>HOUSTON, TX 77046</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization:	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,594,472.</b> (Part I, column (d) must be on cash basis)	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received			N/A	
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	2,878.	2,878.		STATEMENT 1
	<b>4</b> Dividends and interest from securities	6,346.	6,346.		STATEMENT 2
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-93,092.			
	<b>b</b> Gross sales price for all assets on line 6a	249,370.			
	<b>7</b> Capital gain net income (from Part IV, line 2)		0.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss)					
<b>11</b> Other income	18,244.	0.		STATEMENT 3	
<b>12</b> Total. Add lines 1 through 11	-65,624.	9,224.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0.	0.		0.
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees				
	<b>b</b> Accounting fees <b>STMT 4</b>	16,320.	8,160.		8,160.
	<b>c</b> Other professional fees				
	<b>17</b> Interest				
	<b>18</b> Taxes <b>STMT 5</b>	1,223.	423.		0.
	<b>19</b> Depreciation and depletion				
	<b>20</b> Occupancy	6,965.	6,965.		0.
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses <b>STMT 6</b>	35,437.	31,821.		3,062.
	<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	59,945.	47,369.		11,222.
	<b>25</b> Contributions, gifts, grants paid	54,830.			54,830.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	114,775.	47,369.		66,052.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements	-180,399.				
<b>b</b> Net investment income (if negative, enter -0-)		0.			
<b>c</b> Adjusted net income (if negative, enter -0-)			N/A		



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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	1,945.	255,730.	255,730.
	2 Savings and temporary cash investments	389,684.	245,859.	245,859.
	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 7	883,454.	613,099.	1,092,883.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 9,211.			
	Less accumulated depreciation STMT 8 ▶ 9,211.			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,275,083.	1,114,688.	1,594,472.
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				
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 ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	912,458.	912,458.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	362,625.	202,230.		
30 Total net assets or fund balances	1,275,083.	1,114,688.		
31 Total liabilities and net assets/fund balances	1,275,083.	1,114,688.		

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	1,275,083.
2 Enter amount from Part I, line 27a	2	-180,399.
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	20,004.
4 Add lines 1, 2, and 3	4	1,114,688.
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	1,114,688.

**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 MERRILL LYNCH - BRANDES	P	VARIOUS	VARIOUS
b MERRILL LYNCH CASH IN LIEU	P	VARIOUS	VARIOUS
c FROM KINDER MORGAN	P	VARIOUS	VARIOUS
d FROM BREITBURN ENERGY PARTNERS	P	VARIOUS	VARIOUS
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 248,511.		342,462.	-93,951.
b 37.			37.
c 7.			7.
d 815.			815.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h)))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-93,951.
b			37.
c			7.
d			815.
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	-93,092.
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	66,180.	1,661,616.	.039829
2007	110,984.	1,868,410.	.059400
2006	101,483.	1,733,067.	.058557
2005	50,252.	1,648,594.	.030482
2004	103,902.	1,587,699.	.065442

2 Total of line 1, column (d)	2	.253710
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	.050742
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,400,867.
5 Multiply line 4 by line 3	5	71,083.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	71,083.
8 Enter qualifying distributions from Part XII, line 4	8	66,052.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
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	0.
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	0.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,090.
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	3,090.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,090.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 3,090. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ DALE BARNES Telephone no. ▶ 713-341-5711 Located at ▶ 9 GREENWAY PLAZA, SUITE 2400, HOUSTON, TX ZIP+4 ▶ 77046			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) 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)?  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 **6b** **X**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No **7b**

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

**1** List all officers, directors, trustees, foundation managers and their compensation.

(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 STATEMENT 9		0.	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

**Part VIII** 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."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

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

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

	Expenses
1 NONE	0.
2	
3	
4	

**Part IX-B** 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 NONE	0.
2	
3 All other program-related investments. See instructions. NONE	0.
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

**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	947,967.
b	Average of monthly cash balances	1b	474,233.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,422,200.
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	1,422,200.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,333.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,400,867.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	70,043.

**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	70,043.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	5,325.
c	Add lines 2a and 2b	2c	5,325.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	64,718.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	64,718.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	64,718.

**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	66,052.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	66,052.
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	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	66,052.

**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				64,718.
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	26,683.			
b From 2005				
c From 2006	17,694.			
d From 2007	23,222.			
e From 2008				
f Total of lines 3a through e	67,599.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	66,052.			
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				64,718.
e Remaining amount distributed out of corpus	1,334.			
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	68,933.			
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	26,683.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	42,250.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	17,694.			
c Excess from 2007	23,222.			
d Excess from 2008				
e Excess from 2009	1,334.			



**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
<p><i>a Paid during the year</i> COMMUNITIES IN SCHOOLS HOUSTON, INC. 2150 W. 18TH ST., STE. 100 HOUSTON, TX 77008</p>	NONE	PUBLIC	CHARITABLE	20,000.
<p>THE CHINQUAPIN SCHOOL 2615 E. WALLISVILLE RD. HIGHLANDS, TX 77562-3199</p>	NONE	PUBLIC	CHARITABLE	10,000.
<p>PROJECT GRAD P.O. BOX 15568 HOUSTON, TX 77220</p>	NONE	PUBLIC	CHARITABLE	10,000.
<p>TEACH FOR AMERICA 4669 SOUTHWEST FREEWAY, SUITE 600 HOUSTON, TX 77027</p>	NONE	PUBLIC	CHARITABLE	10,000.
<p>YELLOWSTONE ACADEMY 3000 TRULLEY ST. HOUSTON, TX 77004-1743</p>	NONE	PUBLIC	CHARITABLE	4,830.
<b>Total</b>			▶ 3a	54,830.
<p><i>b Approved for future payment</i></p> <p>NONE</p>				
<b>Total</b>			▶ 3b	0.





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**FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1**


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SOURCE	AMOUNT
INTEREST FROM PARTNERSHIPS	1,699.
MERRILL LYNCH BANKING ADVANTAGE	996.
ML BRANDES	183.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,878.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS FROM PARTNERSHIPS	180.	0.	180.
ML BRANDES	6,166.	0.	6,166.
TOTAL TO FM 990-PF, PART I, LN 4	6,346.	0.	6,346.

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**FORM 990-PF OTHER INCOME STATEMENT 3**


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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER	-476.	0.	
KINDER MORGAN	-19,738.	0.	
ENTERPRISE PRODUCTS (EPD)	-2,318.	0.	
PLAINS	13,477.	0.	
BREITBURN	26,692.	0.	
ENTERPRISE PRODUCTS (DEP)	273.	0.	
MISCELLANEOUS INCOME	334.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	18,244.	0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	16,320.	8,160.		8,160.
TO FORM 990-PF, PG 1, LN 16B	16,320.	8,160.		8,160.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	423.	423.		0.
ESTIMATED TAX	800.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,223.	423.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICES CHARGES	291.	146.		145.
PARKING EXPENSE	647.	324.		323.
MANAGEMENT FEES	2,839.	1,419.		1,419.
TRUST FEES	150.	150.		0.
KINDER MORGAN K-1 EXPENSES	587.	440.		0.
ENTERPRISE K-1 EXPENSES	30.	0.		0.
PLAINS K-1 EXPENSES	229.	229.		0.
INSURANCE	1,200.	600.		600.
ADMIN FEE	549.	275.		274.
BREITBURN K-1 EXPENSES	28,312.	27,936.		0.
STORAGE EXPENSE	603.	302.		301.
TO FORM 990-PF, PG 1, LN 23	35,437.	31,821.		3,062.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BRANDES GLOBAL VALUE - VIVO PARTICIPACOES SA SP ADR	68.	155.
ENTERPRISE PRODUCTS PARTNERS	50,233.	188,114.
KINDER MORGAN ENERGY	20,493.	274,410.
PLAINS ALL AMERICAN PIPELINE	47,637.	210,607.
KINDER MORGAN MGMT. LLC	136,134.	152,883.
BREITBURN ENERGY	247,261.	158,850.
GPC BIOTECH AGENNIX	111,273.	107,864.
TOTAL TO FORM 990-PF, PART II, LINE 10B	613,099.	1,092,883.

## FORM 990-PF

## DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

## STATEMENT

8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATION COSTS	4,743.	4,743.	0.
COMPUTER PRINTER	438.	438.	0.
DESK	65.	65.	0.
COMPUTER EQUIPMENT	2,265.	2,265.	0.
COMPUTER EQUIPMENT	1,264.	1,264.	0.
COMPUTER EQUIPMENT	436.	436.	0.
TOTAL TO FM 990-PF, PART II, LN 14	9,211.	9,211.	0.



**THE HEVRDEJS FOUNDATION**  
**Capital Gains Summary**  
**For the Year Ending 12/31/2009**

	<b>Proceeds</b>	<b>Basis</b>	<b>Gain/(Loss)</b>
Brandes - See Attached	248,511	342,461	(93,951)
Cash in Lieu	37	-	37
From K-1: Kinder Morgan	7	-	7
From K-1: Breitburn Energy Partners	815	-	815
	<b><u>249,369</u></b>	<b><u>342,461</u></b>	<b><u>(93,092)</u></b>

**REALIZED CAPITAL GAIN AND LOSS SUMMARY**

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
20.0000	GLAXOSMITHKLINE PLC ADR	02/11/04	01/21/09	702.68	903.83	(201.15) LT
84.0000	NORTEL NETWORKS CORP	11/10/05	01/16/09	6.89	2,520.00	(2,513.11) LT
40.0000	SANOFI AVENTIS SPON ADR	09/21/05	02/18/09	1,215.59	1,609.67	(394.08) LT
100.0000	CONSECO INC	07/19/07	03/11/09	41.45	2,012.92	(1,971.47) LT
59.0000	FORD MOTOR CO NEW	09/21/05	03/19/09	145.47	574.68	(429.21) LT
170.0000	FORD MOTOR CO NEW	12/05/05	03/19/09	419.16	1,376.46	(957.30) LT
230.0000	FORD MOTOR CO NEW	01/17/07	03/19/09	567.12	1,848.30	(1,281.18) LT
120.0000	mitsubishi UFJ FINL GRP	07/27/05	03/09/09	451.14	985.64	(534.50) LT
20.0000	mitsubishi UFJ FINL GRP	11/30/06	03/09/09	181.32	402.44	(221.12) LT
100.0000	CITIGROUP INC	11/05/07	03/31/09	252.53	3,563.23	(3,310.70) LT
80.0000	CITIGROUP INC	11/27/07	03/31/09	202.03	2,394.15	(2,192.12) LT
120.0000	CITIGROUP INC	03/17/08	03/31/09	303.05	2,234.16	(1,931.11) LT
2.0000	FAIRPOINT COMMUNICATIONS	03/09/05	03/31/09	1.41	11.29	(9.88) LT
10.0000	GLAXOSMITHKLINE PLC ADR	02/11/04	04/17/09	305.77	451.92	(146.15) LT
20.0000	GLAXOSMITHKLINE PLC ADR	02/27/04	04/17/09	611.57	852.27	(240.70) LT
30.0000	HOME DEPOT INC	12/04/07	04/20/09	755.91	857.63	(101.72) LT
20.0000	mitsubishi UFJ FINL GRP	07/27/05	04/09/09	104.05	164.28	(60.23) LT

**REALIZED CAPITAL GAIN AND LOSS SUMMARY**

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
200.0000	MITSUBISHI UFJ FINL GRP	02/09/07	04/09/09	1,040.54	2,379.30	(1,338.76) LT
250.0000	SUMITOMO MITSU FINL ADR	08/30/07	04/07/09	870.07	1,954.97	(1,084.90) LT
100.0000	SLM CORP	08/13/08	03/30/09	443.56	1,563.36	(1,119.80) ST
70.0000	SLM CORP	09/11/08	03/30/09	310.50	1,047.42	(736.92) ST
110.0000	SUN MICROSYSTEMS INC	11/05/08	04/03/09	924.69	526.12	398.57 ST
100.0000	SUN MICROSYSTEMS INC	11/05/08	04/21/09	908.98	478.31	430.67 ST
30.0000	ASTRAZENECA PLC SPND ADR	05/10/07	07/01/09	1,339.84	1,606.47	(266.63) LT
120.0000	BOSTON SCIENTIFIC CORP	10/30/06	07/27/09	1,260.24	1,903.78	(643.54) LT
90.0000	ERICSSON LM TEL CL B ADR	12/05/07	06/26/09	868.94	1,111.79	(242.85) LT
160.0000	EASTMAN KODAK	08/18/05	08/26/09	783.28	4,043.60	(3,260.32) LT
80.0000	EASTMAN KODAK	10/05/05	08/26/09	391.65	1,879.40	(1,487.75) LT
30.0000	GANNETT CO	02/21/06	08/12/09	238.47	1,869.66	(1,631.19) LT
40.0000	GANNETT CO	05/08/06	08/12/09	317.96	2,263.88	(1,945.92) LT
40.0000	GANNETT CO	05/17/06	08/12/09	317.96	2,183.43	(1,865.47) LT
30.0000	HSBC HLDG PLC SP ADR	05/01/07	08/12/09	317.97	2,335.58	(2,017.61) LT
50.0000	HOME DEPOT INC	03/26/07	08/07/09	1,638.46	2,639.96	(1,001.50) LT
150.0000	AEGON N.V. NY REG SHS	12/04/07	09/11/09	1,143.10	1,618.76	(475.66) LT
7.0000	AEGON N.V. NY REG SHS	05/27/05	09/11/09	53.34	90.62	(37.28) LT
6.0000	AEGON N.V. NY REG SHS	09/29/05	09/11/09	45.72	92.36	(46.64) LT
130.0000	AEGON N.V. NY REG SHS	07/11/07	09/11/09	990.69	2,531.78	(1,541.09) LT
9.0000	AEGON N.V. NY REG SHS	09/19/07	09/11/09	45.72	119.98	(74.26) LT
11.0000	AEGON N.V. NY REG SHS	06/03/08	09/11/09	68.59	150.88	(82.29) LT
9.0000	AEGON N.V. NY REG SHS	09/16/08	09/11/09	83.84	142.37	(58.53) ST
10.0000	AKZO NOBEL N V SPNSD ADR	02/25/04	09/11/09	594.48	390.05	204.43 LT
40.0000	AKZO NOBEL N V SPNSD ADR	04/28/04	09/11/09	2,377.94	1,475.55	902.39 LT
40.0000	AKZO NOBEL N V SPNSD ADR	09/11/08	09/11/09	2,377.94	2,231.02	146.92 ST
20.0000	ASTRAZENECA PLC SPND ADR	05/10/07	09/11/09	907.67	1,070.98	(163.31) LT
40.0000	ASTRAZENECA PLC SPND ADR	06/06/07	09/11/09	1,815.36	2,109.71	(294.35) LT
50.0000	ASTRAZENECA PLC SPND ADR	06/27/07	09/11/09	2,269.21	2,659.91	(390.70) LT
180.0000	ALCATEL LUCENT SPND ADR	06/21/01	09/11/09	722.08	3,722.27	(3,000.19) LT
70.0000	ALCATEL LUCENT SPND ADR	07/23/01	09/11/09	280.81	1,107.97	(827.16) LT
100.0000	ALCATEL LUCENT SPND ADR	08/10/04	09/11/09	401.16	1,196.18	(795.02) LT
121.0000	ALCATEL LUCENT SPND ADR	05/27/05	09/11/09	485.40	1,758.44	(1,273.04) LT
120.0000	ALCATEL LUCENT SPND ADR	06/29/05	09/11/09	481.39	1,341.62	(860.23) LT
167.0000	ALCATEL LUCENT SPND ADR	11/23/05	09/11/09	669.95	2,540.70	(1,870.75) LT
75.0000	AT&T INC	12/01/04	09/11/09	1,396.48	1,564.76	(168.28) LT
50.0000	AT&T INC	12/12/08	09/11/09	1,330.99	1,398.99	(68.00) ST
18.0000	BANK OF AMERICA CORP	08/01/07	09/11/09	308.87	2,711.47	(2,402.60) LT
14.0000	BANK OF AMERICA CORP	08/16/07	09/11/09	240.23	1,393.76	(1,153.53) LT

**REALIZED CAPITAL GAIN AND LOSS SUMMARY**

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
35.0000	BANK OF AMERICA CORP	10/10/07	09/11/09	600.59	3,586.73	(2,986.14) LT
56.0000	BRASIL TELECOM PAR SPADR	06/19/01	09/11/09	2,714.80	2,126.68	588.12 LT
18.0000	BRASIL TELECOM PAR SPADR	06/19/01	09/11/09	872.62	1,927.49	(1,054.87) LT
70.0000	BOSTON SCIENTIFIC CORP	10/30/06	09/11/09	799.56	1,110.55	(310.99) LT
120.0000	BOSTON SCIENTIFIC CORP	11/17/06	09/11/09	1,370.69	1,938.00	(567.31) LT
140.0000	BOSTON SCIENTIFIC CORP	03/19/07	09/11/09	1,599.14	2,098.01	(498.87) LT
20.0000	BRISTOL-MYERS SQUIBB CO	05/06/02	09/11/09	447.39	580.45	(133.06) LT
70.0000	BRISTOL-MYERS SQUIBB CO	03/01/04	09/11/09	1,565.89	1,957.70	(391.81) LT
90.0000	BRISTOL-MYERS SQUIBB CO	12/17/04	09/11/09	2,013.30	2,253.20	(239.90) LT
394.0000	CITIGROUP INC	03/31/09	09/11/09	1,832.05	819.86	1,012.19 ST
40.0000	CANON INC ADR REP5SH	02/23/09	09/11/09	1,572.35	1,006.42	565.93 ST
50.0000	CANON INC ADR REP5SH	04/16/09	09/11/09	1,965.45	1,528.37	437.08 ST
90.0000	CONIAX PARTICIPACoes ADR	09/06/05	09/11/09	184.49	54.00	130.49 LT
50.0000	CISCO SYSTEMS INC COM	12/03/08	09/11/09	1,152.47	767.31	385.16 ST
120.0000	DEUTSCHE TELE AG SPN ADR	11/12/03	09/11/09	1,670.54	1,895.03	(224.49) LT
90.0000	DEUTSCHE TELE AG SPN ADR	05/13/05	09/11/09	1,252.91	1,664.33	(411.42) LT
130.0000	DEUTSCHE TELE AG SPN ADR	12/21/05	09/11/09	1,809.76	2,128.59	(318.83) LT
110.0000	DEUTSCHE TELE AG SPN ADR	07/27/07	09/11/09	1,531.34	1,892.50	(361.16) LT
80.0000	DELL INC	08/18/06	09/11/09	1,336.77	1,688.98	(352.21) LT
100.0000	DELL INC	09/26/06	09/11/09	1,670.96	2,232.01	(561.05) LT
70.0000	DELL INC	05/07/08	09/11/09	1,169.68	1,321.83	(152.15) LT
70.0000	DELL INC	10/30/08	09/11/09	1,169.68	886.66	283.02 ST
130.0000	DOW CHEMICAL CO	12/05/06	09/11/09	3,039.66	5,199.96	(2,160.30) LT
40.0000	DOW CHEMICAL CO	11/17/08	09/11/09	935.28	830.15	105.13 ST
50.0000	DOW CHEMICAL CO	06/26/09	09/11/09	1,169.11	781.50	387.61 ST
30.0000	DU PONT E I DE NEMOURS	05/07/09	09/11/09	963.87	864.53	99.34 ST
320.0000	ELECTROBRAS CENTRAIS ADR	06/19/01	09/11/09	5,007.87	2,079.80	2,928.07 LT
30.0000	ENI S P A SPONSORED ADR	07/08/09	09/11/09	1,521.55	1,339.97	181.58 ST
20.0000	ENI S P A SPONSORED ADR	08/07/09	09/11/09	1,014.37	919.21	95.16 ST
20.0000	ENI S P A SPONSORED ADR	08/18/09	09/11/09	1,014.38	900.55	113.83 ST
70.0000	EBAY INC COM	12/15/08	09/11/09	1,664.74	979.71	685.03 ST
60.0000	EBAY INC COM	01/15/09	09/11/09	1,426.92	777.38	649.54 ST
20.0000	EBAY INC COM	03/05/09	09/11/09	475.65	213.86	261.79 ST
70.0000	ERICSSON LM TEL CL B ADR	12/05/07	09/11/09	725.88	864.74	(138.86) LT
260.0000	ERICSSON LM TEL CL B ADR	01/23/08	09/11/09	2,696.15	2,776.22	(80.07) LT
110.0000	ERICSSON LM TEL CL B ADR	08/21/08	09/11/09	1,140.69	1,155.19	(14.50) LT
140.0000	FRANCE TELECOM ADR	03/22/06	09/11/09	1,096.68	942.98	153.70 LT
40.0000	FRANCE TELECOM ADR	09/11/06	09/11/09	3,898.39	3,051.57	846.82 LT
3.0000	FRANCE TELECOM ADR	07/23/09	09/11/09	82.26	67.27	14.99 ST
90.0000	FIFTH THIRD BANCORP	02/27/07	09/11/09	897.50	3,599.80	(2,702.30) LT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
80.0000	FIFTH THIRD BANCORP	10/12/07	09/11/09	797.79	2,675.05	(1,877.26) LT
20.0000	FUJIFILM HLDGS CORP ADR	06/16/04	09/11/09	611.38	633.64	(22.26) LT
50.0000	FUJIFILM HLDGS CORP ADR	08/17/05	09/11/09	1,528.46	1,651.88	(123.42) LT
40.0000	GLAXOSMITHKLINE PLC ADR	02/27/04	09/11/09	1,578.79	1,704.55	(125.76) LT
40.0000	GLAXOSMITHKLINE PLC ADR	05/11/07	09/11/09	1,578.79	2,259.06	(680.27) LT
40.0000	GLAXOSMITHKLINE PLC ADR	07/11/07	09/11/09	1,578.80	2,073.88	(495.08) LT
80.0000	GENERAL ELECTRIC	10/27/08	09/11/09	1,195.16	1,409.68	(214.52) ST
70.0000	GENERAL ELECTRIC	03/17/09	09/11/09	1,045.78	684.88	360.90 ST
30.0000	HSBC HLDG PLC SP ADR	06/29/07	09/11/09	1,649.05	2,764.66	(1,115.61) LT
1.0000	HSBC HLDG PLC SP ADR	05/20/08	09/11/09	54.96	86.15	(31.19) LT
25.0000	HSBC HLDG PLC SP ADR	04/08/09	09/11/09	1,374.23	462.18	912.05 ST
5.0000	HSBC HLDG PLC SP ADR	02/04/04	09/11/09	176.04	311.66	(135.62) LT
35.0000	HITACHI LTD 10 NEW ADR	09/22/06	09/11/09	1,232.32	1,970.16	(737.84) LT
150.0000	HITACHI LTD 10 NEW ADR	12/04/07	09/11/09	4,068.30	4,288.20	(219.90) LT
50.0000	INTEL CORP	03/21/06	09/11/09	984.47	995.51	(11.04) LT
80.0000	INTEL CORP	04/05/06	09/11/09	1,575.16	1,545.71	29.45 LT
60.0000	INTEL CORP	11/06/08	09/11/09	1,181.38	867.60	313.78 ST
70.0000	INTEL CORP	11/26/08	09/11/09	1,378.28	920.65	457.63 ST
100.0000	KEYCORP NEW COM	06/13/08	09/11/09	604.98	1,169.90	(564.92) LT
152.0000	KONINKLIJKE AHOLD NV ADR	11/27/02	09/11/09	1,919.71	1,879.77	39.94 LT
184.0000	KONINKLIJKE AHOLD NV ADR	02/03/04	09/11/09	2,323.86	1,355.89	967.97 LT
40.0000	ELI LILLY & CO	08/27/09	09/11/09	1,311.16	1,359.44	(48.28) ST
40.0000	ELI LILLY & CO	09/02/09	09/11/09	1,311.17	1,317.84	(6.67) ST
186.0000	MARKS AND SPENCER GP ADR	03/03/04	09/11/09	2,300.75	2,076.02	224.73 LT
170.0000	MARKS AND SPENCER GP ADR	07/29/08	09/11/09	2,102.85	1,738.20	364.65 LT
70.0000	MARKS AND SPENCER GP ADR	02/09/07	09/11/09	426.35	832.76	(406.41) LT
180.0000	NETSCOUT SYSTEMS INC	04/20/07	09/11/09	1,096.33	1,965.15	(868.82) LT
230.0000	MITSUBISHI UFJ FINL GRP	09/10/07	09/11/09	1,400.87	2,099.30	(698.43) LT
200.0000	MITSUBISHI UFJ FINL GRP	05/02/07	09/11/09	900.23	2,429.24	(1,529.01) LT
300.0000	MIZUHO FINL GROUP INC	09/20/07	09/11/09	1,350.36	3,274.62	(1,924.26) LT
220.0000	MITSUI SUMITOMO INSUR-	11/30/06	09/11/09	3,115.11	4,426.88	(1,311.77) LT
120.0000	MITSUI SUMITOMO INSUR-	05/23/07	09/11/09	1,699.16	2,572.51	(873.35) LT
140.0000	MASCO CORP	08/07/08	09/11/09	2,886.86	2,886.86	(392.57) LT
40.0000	MICROSOFT CORP	06/08/06	09/11/09	3,522.68	3,092.16	430.52 LT
40.0000	MICROSOFT CORP	11/21/08	09/11/09	1,006.48	739.60	266.88 ST
10.0000	MICROSOFT CORP	03/06/09	09/11/09	251.62	154.51	97.11 ST
10.0000	MICRON TECHNOLOGY INC	09/03/02	09/11/09	81.20	173.74	(92.54) LT
140.0000	MICRON TECHNOLOGY INC	12/20/02	09/11/09	1,136.83	1,413.30	(276.47) LT
140.0000	MICRON TECHNOLOGY INC	11/22/04	09/11/09	1,136.84	1,599.77	(462.93) LT
190.0000	MICRON TECHNOLOGY INC	02/14/07	09/11/09	1,542.86	2,336.43	(793.57) LT

**REALIZED CAPITAL GAIN AND LOSS SUMMARY**

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
320.0000	MOTOROLA INC COM	07/27/07	09/11/09	2,717.33	5,479.07	(2,761.74) LT
190.0000	MOTOROLA INC COM	06/18/08	09/11/09	1,613.42	1,647.78	(34.36) LT
100.0000	NIPPON TEL&TEL SPDN ADR	03/07/02	09/11/09	2,374.94	1,866.11	408.83 LT
60.0000	NIPPON TEL&TEL SPDN ADR	01/07/05	09/11/09	1,424.97	1,305.33	119.64 LT
100.0000	NIPPON TEL&TEL SPDN ADR	05/31/07	09/11/09	2,374.96	2,326.94	48.02 LT
80.0000	NOKIA CORP SPON ADR	04/22/09	09/11/09	1,201.77	1,187.55	14.22 ST
70.0000	NOKIA CORP SPON ADR	07/31/09	09/11/09	1,051.56	919.28	132.28 ST
190.0000	PORTUGAL TELE SGP\$ ADR	07/27/05	09/11/09	2,002.54	1,796.30	206.24 LT
5.0000	PNC FINCL SERVICES GROUP	08/29/07	09/11/09	213.39	3,504.83	(3,291.44) LT
14.0000	PNC FINCL SERVICES GROUP	08/11/08	09/11/09	597.50	1,865.92	(1,268.42) LT
60.0000	PFIZER INC DEL PV\$0.05	02/09/05	09/11/09	980.97	1,540.73	(559.76) LT
140.0000	PFIZER INC DEL PV\$0.05	11/23/05	09/11/09	2,288.94	3,041.37	(752.43) LT
70.0000	PFIZER INC DEL PV\$0.05	12/09/05	09/11/09	1,144.47	1,450.40	(305.93) LT
80.0000	PFIZER INC DEL PV\$0.05	06/06/08	09/11/09	1,307.97	1,460.15	(152.18) LT
100.0000	REGIONS FINL CORP	11/17/08	09/11/09	549.98	944.36	(394.38) ST
1.0000	ROYAL BK SCOTLAND GR ADR	10/17/07	09/11/09	18.68	203.00	(184.32) LT
20.0000	ROYAL BK SCOTLAND GR ADR	02/22/08	09/11/09	373.79	2,693.82	(2,320.03) LT
10.0000	ROYAL BK SCOTLAND GR ADR	03/25/08	09/11/09	186.90	1,340.42	(1,153.52) LT
60.0000	SAFEWAY INC NEW	12/23/03	09/11/09	1,204.19	1,276.81	(72.62) LT
60.0000	SAFEWAY INC NEW	01/30/04	09/11/09	1,204.20	1,364.62	(160.42) LT
70.0000	SAFEWAY INC NEW	11/24/04	09/11/09	1,404.91	1,380.91	24.00 LT
240.0000	SUMITOMO MITSU FINL ADR	08/30/07	09/11/09	967.17	1,876.78	(909.61) LT
470.0000	SUMITOMO MITSU FINL ADR	09/14/07	09/11/09	1,894.05	3,281.73	(1,387.68) LT
90.0000	SARA LEE CORP COM	05/24/06	09/11/09	868.71	1,309.26	(440.55) LT
150.0000	SARA LEE CORP COM	07/12/06	09/11/09	1,447.86	2,117.38	(669.52) LT
180.0000	SARA LEE CORP COM	04/26/07	09/11/09	1,737.45	2,961.00	(1,223.55) LT
110.0000	STMICROELECTRONICS NY SH	03/01/05	09/11/09	1,056.25	1,985.26	(929.01) LT
130.0000	STMICROELECTRONICS NY SH	05/13/05	09/11/09	1,248.31	1,874.61	(626.30) LT
40.0000	SANOFI AVENTIS SPON ADR	11/22/06	09/11/09	1,412.79	1,732.95	(320.16) LT
40.0000	SANOFI AVENTIS SPON ADR	11/22/06	09/11/09	1,412.80	1,732.95	(320.15) LT
50.0000	SANOFI AVENTIS SPON ADR	06/15/07	09/11/09	1,766.00	2,083.75	(317.75) LT
50.0000	SANOFI AVENTIS SPON ADR	10/31/07	09/11/09	1,766.00	2,190.69	(424.69) LT
80.0000	SONY CORP ADR NEW	04/09/08	09/11/09	2,188.74	3,257.87	(1,069.13) LT
14.0000	SUPERVALU INC DEL COM	11/12/03	09/11/09	224.27	409.22	(184.95) LT
15.0000	SUPERVALU INC DEL COM	05/20/05	09/11/09	240.29	438.45	(198.16) LT
70.0000	SUPERVALU INC DEL COM	01/04/08	09/11/09	1,121.37	2,343.51	(1,222.14) LT
30.0000	SUNTRUST BKS INC COM	08/26/08	09/11/09	655.78	1,158.80	(503.02) LT
80.0000	TELEFONOS M SA RP L ADR	06/19/01	09/11/09	1,523.16	721.92	801.24 LT
240.0000	TENET HEALTHCARE CORP	11/06/03	09/11/09	1,288.88	3,132.50	(1,843.62) LT
60.0000	TEXAS INSTRUMENTS	09/30/08	09/11/09	1,490.38	1,297.06	193.32 ST

**REALIZED CAPITAL GAIN AND LOSS SUMMARY**

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
50,000	TEXAS INSTRUMENTS	10/21/08	09/11/09	1,241.99	820.51	421.48 ST
60,000	TEXAS INSTRUMENTS	11/12/08	09/11/09	1,490.39	1,005.08	485.31 ST
50,000	TEXAS INSTRUMENTS	05/21/09	09/11/09	1,242.00	900.17	341.83 ST
125,000	TOKIO MARINE HOLDINGS	10/05/04	09/11/09	3,387.10	3,387.10	314.70 LT
90,000	TELENORTE LES PART SPADR	07/16/07	09/11/09	1,614.55	1,949.85	(335.30) LT
55,000	TELECOM ITALIA S P A NEW	04/26/06	09/11/09	969.07	1,545.71	(576.64) LT
80,000	TELECOM ITALIA S P A NEW	09/08/06	09/11/09	1,409.57	2,291.97	(882.40) LT
105,000	TELECOM ITALIA S P A NEW	09/18/06	09/11/09	1,850.06	2,934.34	(1,084.28) LT
70,000	TELECOM ITALIA S P A NEW	04/13/07	09/11/09	1,233.38	2,263.56	(1,030.18) LT
9,000	TIM PARTICIPACOE S A AD	06/19/01	09/11/09	211.40	517.81	(306.41) LT
7,000	TIM PARTICIPACOE S A AD	10/12/04	09/11/09	164.43	104.91	59.52 LT
80,000	TELMEX INTERNACIONAL S A	06/19/01	09/11/09	1,151.17	598.08	553.09 LT
40,000	TELEFONICA SA SPAIN ADR	04/30/09	09/11/09	3,214.71	2,333.85	880.86 ST
40,000	UNILEVER NV NY REG SHS	12/31/03	09/11/09	1,095.67	869.89	225.78 LT
60,000	UNILEVER NV NY REG SHS	02/04/04	09/11/09	1,643.51	1,359.97	283.54 LT
40,000	UNILEVER NV NY REG SHS	09/21/04	09/11/09	1,643.52	1,190.01	453.51 LT
40,000	VALERO ENERGY CORP NEW	02/23/09	09/11/09	761.58	762.00	(0.42) ST
40,000	VALERO ENERGY CORP NEW	04/28/09	09/11/09	837.72	837.72	(76.14) ST
50,000	VALERO ENERGY CORP NEW	07/02/09	09/11/09	951.97	847.93	104.04 ST
70,000	VALERO ENERGY CORP NEW	08/18/09	09/11/09	1,332.77	1,207.70	125.07 ST
10,000	VERIZON COMMUNICATNS COM	06/19/01	09/11/09	312.41	502.06	(189.65) LT
40,000	VERIZON COMMUNICATNS COM	01/05/04	09/11/09	1,249.65	1,387.10	(137.45) LT
70,000	VERIZON COMMUNICATNS COM	03/09/05	09/11/09	2,186.90	2,427.25	(240.35) LT
9,000	VIVO PARTICIPACOE SA SP	06/19/01	09/11/09	217.16	1,495.60	(1,278.44) LT
10,000	VIVO PARTICIPACOE SA SP	12/18/03	09/11/09	241.29	132.31	108.98 LT
3,000	VIVO PARTICIPACOE SA SP	01/14/05	09/11/09	72.39	55.71	16.68 LT
150,000	XEROX CORP	06/19/01	09/11/09	1,386.36	1,197.00	189.36 LT
240,000	XEROX CORP	09/16/05	09/11/09	2,218.19	3,360.00	(1,141.81) LT
13,000	WELLS FARGO & CO NEW DEL	04/23/08	09/11/09	364.24	1,830.97	(1,466.73) LT
12,000	WELLS FARGO & CO NEW DEL	05/07/08	09/11/09	336.23	1,764.15	(1,427.92) LT
10,000	WELLS FARGO & CO NEW DEL	05/15/08	09/11/09	280.20	1,360.75	(1,080.55) LT
30,000	WYETH	07/27/07	09/11/09	1,439.37	1,461.64	(22.27) LT
80,000	WYETH	09/26/07	09/11/09	3,838.35	3,534.42	303.93 LT
				<b>248,511</b>	<b>342,462</b>	<b>(93,952)</b>

# Education provides

# HOPE, *prom*

## GRANT GUIDELINES

The Foundation encourages applications on behalf of projects which will improve the quality of teaching and learning at all levels.

Special consideration will be given to elementary

and secondary educational programs which emphasize academic skills, employment

skills, and/or enhance opportunities for further education. In order to create the maximum possible multiplier effect for our limited funds, we will give priority to such factors as innovation, the testing of new ideas and the potential for replication. We embrace successful

programs needing funds and we encourage and help programs with potential for success.

## DEADLINES

Because our grant review process is comprehensive, and because we wish to afford your application as much of our time and attention as possible,

our deadlines for final proposals are set approximately three months prior to Board of Trustees meetings, as follows:

## DEADLINE FOR FINAL PROPOSAL

January 31	July 31
April 30	October 31

**It is on the sound education of the people that the security and destiny of every nation chiefly rest. ~Kossuth**

## BOARD OF TRUSTEES MEETING

March	September
June	December

Preliminary proposals are welcome at any time.

## RESTRICTIONS

Before submitting a grant request, a prospective applicant is advised to first view the proposal in light of the Foundation's interests and purposes. In general, the Foundation will not consider requests related to:

- medical research or health related activities
- organizations whose activities or policies include specific political purpose
- capital improvement projects/building funds

# otes SKILLS and encourages

- grants for individuals
- fund-raising drives, testimonial dinners, or advertising

**Neither piety, virtue, nor liberty can long flourish in a community where the education of youth is neglected. ~Cooper**

- sectarian or denominational religious activities (although academic programs offered by religious institutions are not excluded).

## APPLICATION PROCEDURE

A request for funding is considered in two stages, a preliminary proposal stage and a final proposal stage. A preliminary proposal may take the form of a letter or concept paper no more than three pages in length. The preliminary proposal should be

concise, clearly

written, and include the following:

- statement of need for

the project, its

specific purpose, and a description of those whom it will serve

- summary of the proposed project or activities, how the project is an improvement upon present practice, and outcomes of the proposed project
- amount of the grant being requested, and other sources of funds to

be committed to the project

- brief description of the applicant, organization, its objectives, and activities, and

scope (this may be appended)

- verification of tax-exempt status.

The Foundation relies on the information and the quality of the preliminary proposal to determine if further interest in the proposed project is warranted. If the proposed project is of interest to the Foundation, the applicant will be invited to submit in writing a more detailed proposal for formal consideration and final decision, the final proposal must include the following:

- detailed explanation of the purpose

**All who have meditated on the art of governing mankind have been convinced that the fate of empires depends on the education of youth. ~Aristotle**

# Good CITIZENSHIP

and objectives of the proposed project activity

- detailed narrative of the activities involved in achieving project goals

Education is our only political safety.  
~H. Mann

- description of the personnel or other organizations involved with the project
- description of activities to expand the project to a broader audience, and description of how the project will continue after funding (if appropriate)
- itemized budget for the project for which funding is requested
- current, itemized budget for the organization, including sources of revenue and expenses and other sources of financial support committed or pending for the project

- schedule for the completion of the project
- brief history of the organization, list of its governing board,

detailed statement of its purpose, and description of those whom it serves

- copy of the organization's 501(c)(3) tax exempt letter from the Internal Revenue Service.

*Letters of inquiry and proposals should be addressed to:*



THE HEVRDEJS  
FOUNDATION

*Eight Greenway Plaza, Suite 702,  
Houston, Texas 77046*

✓

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

OMB No. 1545-1709

▶ 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](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>	Name of Exempt Organization <b>THE HEVRDEJS FOUNDATION</b>	Employer identification number <b>76-0267717</b>
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <b>8 GREENWAY PLAZA, SUITE 702</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>HOUSTON, TX 77046</b>	

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

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

**DALE BARNES**

- The books are in the care of ▶ **8 GREENWAY PLAZA, SUITE 702 - HOUSTON, TX 77046**  
 Telephone No. ▶ **713-341-5711** FAX No. ▶ \_\_\_\_\_
- 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 **AUGUST 16, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year **2009** or  
 ▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

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

<b>3a</b> 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	<b>3a</b>	\$	<b>3,090.</b>
<b>b</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.	<b>3b</b>	\$	<b>3,090.</b>
<b>c</b> <b>Balance Due.</b> 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	<b>3c</b>	\$	<b>0.</b>

**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.

