Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , **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
JASPER L & JACK DENTON WILSON CHARITABLE FOUNDATION P63981008

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038

City or town, state, and ZIP code
MILWAUKEE, WI 53201

A Employer identification number 76-0285403

B Telephone number (414) 977-1210

C If exemption application is pending, check here ▶ [ ]
D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 13,661,310.
J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify)
(Part I, column (d) must be on cash basis.)

POSTMARK DATE NOV 12 2010 ENVELOPE

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,216.	1,216.		STATEMENT 1
	4 Dividends and interest from securities	243,726.	243,726.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<751,682.>			
	b Gross sales price for all assets on line 6a 5,955,420.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	399,617.	399,617.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	<107,123.>	644,559.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	122,545.	110,290.		12,255.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	6,285.	1,635.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	888.	0.		888.
	22 Printing and publications				
	23 Other expenses STMT 5	34,072.	33,961.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	163,790.	145,886.		13,143.
	25 Contributions, gifts, grants paid	880,242.			880,242.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,044,032.	145,886.		893,385.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<1,151,155.>			
	b **Net investment income** (if negative, enter -0-)		498,673.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED NOV 16 2010 OGDEN, UT IRS-OSC 003

SCANNED NOV 19 2010

923501
02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

Form **990-PF** (2009)

11030929 748522 P63981008 2009.04000 JASPER L & JACK DENTON WILS P6398101

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing		200,518.	200,518.
	2 Savings and temporary cash investments	1,912,447.	127,073.	127,073.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	10,317.		
	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	8,572,385.	6,713,459.	6,589,820.
	c Investments - corporate bonds STMT 8	2,688,447.	2,998,029.	3,060,255.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	568.	1,996,709.	3,683,644.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	13,184,164.	12,035,788.	13,661,310.
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			
	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	13,184,164.	12,035,788.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	13,184,164.	12,035,788.	
	31 **Total liabilities and net assets/fund balances**	13,184,164.	12,035,788.	

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	13,184,164.
2	Enter amount from Part I, line 27a	2	<1,151,155.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	3,608.
4	Add lines 1, 2, and 3	4	12,036,617.
5	Decreases not included in line 2 (itemize) ▶ ADJUST CARRYING VALUE OF CDR	5	829.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,035,788.

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	P		
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,955,299.		6,707,102.	<751,803.>
b	121.			121.
c				
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				<751,803.>
b				121.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	<751,682.>
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	561,589.	16,164,396.	.034742
2007	1,064,996.	17,294,024.	.061582
2006	526,964.	17,076,084.	.030860
2005	351,881.	11,355,960.	.030986
2004	14,941.	6,974,541.	.002142

2 Total of line 1, column (d)	2	.160312
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	.032062
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,665,528.
5 Multiply line 4 by line 3	5	438,144.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,987.
7 Add lines 5 and 6	7	443,131.
8 Enter qualifying distributions from Part XII, line 4	8	893,385.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] 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	4,885.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,615.		
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	2.
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	2,511.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 2,511. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK, N.A. Telephone no ▶817-884-4022

Located at ▶420 THROCKMORTON, FORT WORTH, TX ZIP+4 ▶76102-3700

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* 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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
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.

(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 10		122,545.	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 N/A	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 N/A	0.
2	
All other program-related investments See instructions 3 N/A	0.
Total. Add lines 1 through 3 ▶	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	11,369,185.
b	Average of monthly cash balances	1b	422,851.
c	Fair market value of all other assets	1c	2,081,596.
d	**Total** (add lines 1a, b, and c)	1d	13,873,632.
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	13,873,632.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	208,104.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,665,528.
6	**Minimum investment return.** Enter 5% of line 5	6	683,276.

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	683,276.
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	678,289.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	678,289.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	678,289.

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	893,385.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	893,385.
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	4,987.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	888,398.

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

Form **990-PF** (2009)

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				678,289.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			878,455.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 893,385.				
a Applied to 2008, but not more than line 2a			878,455.	
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				14,930.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see 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				663,359.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 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 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.

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

c Any submission deadlines

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

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				
MARY CROWLEY CANCER RESEARCH 1700 PACIFIC AVE., SUITE 1100 DALLAS , TX 75201	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	595,000.
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER BOX 45025 LUBBOCK, TX 79409	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	285,242.
Total			▶ 3a	880,242.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,216.	
4 Dividends and interest from securities			14	243,726.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	399,617.	
8 Gain or (loss) from sales of assets other than inventory			18	<751,682.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<107,123.>	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 <107,123.>

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee AUTHORIZED OFFICER — Date NOV 9 2010 — Title TRUSTEE

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

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

SOURCE	AMOUNT
MONEY MARKET FUNDS	1,216.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,216.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST & DIVIDENDS	243,847.	121.	243,726.
TOTAL TO FM 990-PF, PART I, LN 4	243,847.	121.	243,726.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	375,303.	375,303.	
LEASE BONUS	24,314.	24,314.	
TOTAL TO FORM 990-PF, PART I, LINE 11	399,617.	399,617.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED EXCISE TAX - CURRENT YEAR	4,650.	0.		0.
FOREIGN TAXES WITHHELD	1,635.	1,635.		0.
TO FORM 990-PF, PG 1, LN 18	6,285.	1,635.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MINERAL INTEREST PRODUCTION TAX	4,461.	4,461.		0.
MINERAL INTEREST AD VALOREM TAX	18,444.	18,444.		0.
ROYALTY - OTHER EXPENSE	11,056.	11,056.		0.
INTEREST EXPENSE - 2007 FORM 1041	111.	0.		0.
TO FORM 990-PF, PG 1, LN 23	34,072.	33,961.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
ADJUSTMENT - MUTUAL FUND TIMING DIFFERENCE	2,210.
RETURN OF CAPITAL	1,398.
TOTAL TO FORM 990-PF, PART III, LINE 3	3,608.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED - EQUITIES	6,713,459.	6,589,820.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,713,459.	6,589,820.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED - FIXED INCOME	2,998,029.	3,060,255.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,998,029.	3,060,255.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED - ALTERNATIVE INVESTMENTS	COST	46,891.	43,885.
SEE ATTACHED - SPECIALTY ASSETS	COST	62.	1,198,853.
SEE ATTACHED - OTHER ASSETS	COST	1,949,756.	2,440,906.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,996,709.	3,683,644.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES L. GASPARD C/O JPMORGAN CHASE BANK, N.A., 420 THROCKMORTON FORT WORTH, TX 76102-3700	TRUSTEE 5.00	5,000.	0.	0.
TIMOTHY R. VAUGHAN C/O JPMORGAN CHASE BANK, N.A., 420 THROCKMORTON FORT WORTH, TX 76102-3700	TRUSTEE 5.00	5,000.	0.	0.
DR. J. DENTON DEWITT C/O JPMORGAN CHASE BANK, N.A., 420 THROCKMORTON FORT WORTH, TX 76102-3700	TRUSTEE 5.00	5,000.	0.	0.
ELDON R. VAUGHAN C/O JPMORGAN CHASE BANK, N.A., 420 THROCKMORTON FORT WORTH, TX 76102-3700	TRUSTEE 5.00	0.	0.	0.
JPMORGAN CHASE BANK, N.A. P.O. BOX 3038 MILWAUKEE, WI 53201	TRUSTEE 10.00	107,545.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		122,545.	0.	0.

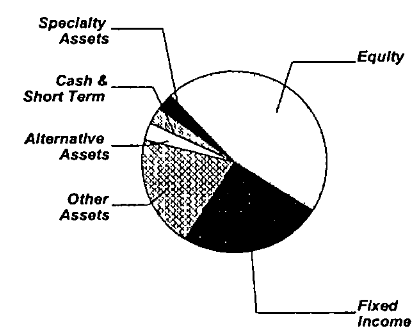
J.P.Morgan

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	6,474,267 13	6,589,819 66	115,552 53	108,746 37	52%
Alternative Assets	45,226 00	43,884 50	(1,341 50)		1%
Cash & Short Term	34,656 57	127,072 81	92,416 24	152 48	1%
Fixed Income	3,079,873 61	3,060,255 30	(19,618 31)	100,064 27	25%
Specialty Assets	62 00	62 00	0 00		1%
Other Assets	2,477,179 70	2,440,906 40	(36,273 30)		20%
Market Value	**$12,111,265.01**	**$12,262,000.67**	**$150,735.66**		**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	104,051 96	200,518 36	96,466 40
Accruals	6,252 65	7,262 28	1,009 63
Market Value	**$110,304.61**	**$207,780.64**	**$97,476.03**

Account Summary CONTINUED

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**12,111,265.01**	**9,930,930.89**	**104,051.96**	**1,172,398 00**
Additions		1,172,398 00		8,750 00
Withdrawals & Fees	3,958 38	·(589,301 32)	(32,841 17)	(1,625,817 90)
Net Additions/Withdrawals	**$3,958.38**	**$583,096 68**	**($32,841.17)**	**($1,617,067.90)**
Income	426 29	2,913 96	129,307 57	645,188 26
Change In Investment Value	146,350 99	1,745,059 14		
Ending Market Value	**$12,262,000.67**	**$12,262,000.67**	**$200,518.36**	**$200,518 36**
Accruals	--	--	7,262 28	7,262 28
Market Value with Accruals	**--**	**--**	**$207,780.64**	**$207,780 64**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	73,130 76	242,529 69
Interest Income	949 01	3,040 93
Original Issue Discount	426 29	2,913 96
Taxable Income	**$74,506 06**	**$248,484.58**
Specialty Asset Income	55,227 80	399,617 64
Other Income & Receipts	**$55,227.80**	**$399,617.64**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	120 73	120 73
ST Realized Gain/Loss		(373,311 83)
LT Realized Gain/Loss	19,037 13	(378,491 66)
Realized Gain/Loss	**$19,157.86**	**($751,682.76)**

	To-Date Value
Unrealized Gain/Loss	**$429,737 07**

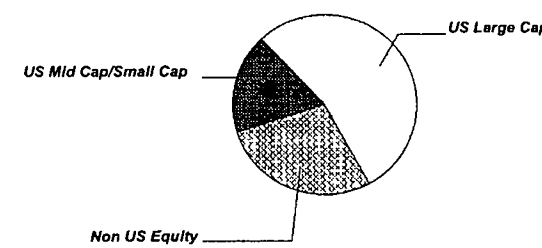
J.P.Morgan

WILSON CHARITABLE FOUND TR ACCT P63981008
For the Period 12/1/09 to 12/31/09

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap	3,507,863 40	3,568,866 53	61,003 13	27%
US Mid Cap/Small Cap	1,156,036 66	1,199,460 11	43,423 45	10%
Non US Equity	1,810,367 07	1,821,493 02	11,125 95	15%
Total Value	**$6,474,267.13**	**$6,589,819.66**	**$115,552.53**	**52%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	6,589,819 66
Tax Cost	6,713,459 16
Unrealized Gain/Loss	(123,639 50)
Estimated Annual Income	108,746 37
Yield	1 65%

Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
JPMORGAN TR I GROWTH ADVANTAGE FUND SELECT SHARE CLASS FUND 1567 4812A3-71-8 JGAS X	53,590 568	7 27	389,603 43	500,000 00	(110,396 57)	3,054 66	0 78 %
EATON VANCE SPL INVT TR VALUE FD CL I 277905-64-2 EILV X	31,749 047	16 78	532,749 01	470,203 39	62,545 62	8,191 25	1 54 %
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	37,951 481	14 14	536,633 94	500,000 00	36,633 94	6,489 70	1 21 %
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 4812A2-10-8 JPIA X	13,225 132	20 31	268,602 43	310,658 35	(42,055 92)	4,139 46	1 54 %
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND 1002 4812A2-38-9 JLPS X	54,326 383	18 18	987,653 64	1,050,000 00	(62,346 36)	18,253 66	1 85 %
THIRD AVENUE VALUE FUND 884116-10-4 TAVF X	12,038 523	46 32	557,624 39	749,999 99	(192,375 60)	13,723 91	2 46 %

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
US Large Cap							
THORNBURG VALUE FUND FD CL I 885215-63-2 TV F X	9,373 011	31 58	295,999 69	228,514 00	67,485 69	4,780 23	1 61%
Total US Large Cap			**$3,568,866.53**	**$3,809,375.73**	**($240,509.20)**	**$58,632.87**	**1.64%**
US Mid Cap/Small Cap							
ISHARES RUSSELL 2000 INDEX FUND 464287-65-5 IWM	4,000 000	62 44	249,760 00	223,349 20	26,410 80	4,052 00	1 62%
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	2,000 000	72 41	144,820 00	135,642 40	9,177 60	2,692 00	1 86%
JPMORGAN MID CAP EQUITY FUND SELECT SHARE CLASS FUND 689 4812A1-26-6 VSNG X	9,718 173	23 62	229,543 25	300,000 00	(70,456 75)	4,062 19	1 77%
JPMORGAN MARKET EXPANSION INDEX FUND SELECT SHARE CLASS FUND 3708 4812C1-63-7 PGMI X	20,501 425	8 68	177,952 37	143,920 00	34,032 37	2,972 70	1 67%
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND SELECT SHARES FUND # 1011 4812A2-43-9 HSKS X	25,246 791	15 74	397,384 49	400,000 00	(2,615 51)	833 14	0 21%
Total US Mid Cap/Small Cap			**$1,199,460.11**	**$1,202,911.60**	**($3,451.49)**	**$14,612.03**	**1 22%**

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
Non US Equity							
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	40,957 179	11 78	482,475 57	662,277 58	(179,802 01)	23,714 20	4 92%
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134 4812A0-70-6 JPAS X	8,641 479	31 20	269,614 14	205,417 49	64,196 65	993 77	0 37%
JPMORGAN INTERNATIONAL VALUE FUND SELECT SHARE CLASS FUND 1296 4812A0-56-5 JIES X	9,057 971	12 68	114,855 07	100,000 00	14,855 07	4,302 53	3 75%
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND 563821-54-5 EXWA X	52,250 365	8 12	424,272 96	325,000 00	99,272 96	3,082 77	0 73%
MATTHEWS PACIFIC TIGER FUND -CL I 577130-10-7 MAPT X	15,386 216	19 23	295,876 93	233,476 76	62,400 17	2,246 38	0 76%
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	14,522 822	16 14	234,398 35	175,000 00	59,398 35	1,161 82	0 50%
Total Non US Equity			**$1,821,493.02**	**$1,701,171.83**	**$120,321.19**	**$35,501.47**	**1.95%**

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Private Equity/Real Estate/Exch Funds	45,226 00	43,884 50	(1,341 50)	1%

Asset Categories

Alternative Assets Detail

	Original Commitment Amount	Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value
Private Equity/Real Estate/Exch. Funds				
CLAYTON, DUBILIER & RICE (CD&R) FUND 8, LLC (OFFSHORE INVESTORS) (NON-SELF-DEALING FIDUCIARY INVESTORS) N/O Client 325691-94-7	250,000 00	46,891 37		43,884 50

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value" Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement For additional information, please contact your J P Morgan representative

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i e , "marked-to-market") However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes *Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the* marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)

J.P.Morgan

Cash & Short Term Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	34,656 57	127,072 81	92,416 24	1%

Asset Categories

Market Value/Cost	Current Period Value
Market Value	127,072 81
Tax Cost	127,072 81
Estimated Annual Income	152 48
Accrued Interest	18 41
Yield	0 12%

J.P.Morgan

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Short Term Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	127,072 81	1 00	127,072 81	127,072 81		152 48 18 41	0 12% [1]

Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Fixed Income - Taxable	3,079,873 61	3,060,255 30	(19,618 31)	25%

Asset Categories

Market Value/Cost	Current Period Value
Market Value	3,060,255 30
Tax Cost	2,998,028 67
Unrealized Gain/Loss	62,226 63
Estimated Annual Income	100,064 27
Accrued Interest	7,243 87
Yield	3 27 %

Fixed Income Summary CONTINUED

SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years[1]	3,060,255 30	100%

SUMMARY BY TYPE

Fixed Income	Market Value	% of Bond Portfolio
Mutual Funds	3,060,255 30	100%

[1]The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

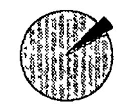
Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	2,600 000	103 90	270,140 00	275,640 82	(5,500 82)	10,509 20	3 89 %
JPMORGAN INTERNATIONAL CURRENCY INCOME FUND 30-Day Annualized Yield 1 20% 4812A3-29-6	11,069 505	10 75	118,997 18	120,879 00	(1,881 82)	66 41 57 45	0 06 %
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield 2 76% 4812A4-35-1	24,193 834	11 59	280,406 54	243,858 20	36,548 34	10,040 44 870 98	3 58 %
JPMORGAN HIGH YIELD BOND FUND SELECT CLASS FUND 3580 30-Day Annualized Yield 7 59% 4812C0-80-3	25,673 941	7 74	198,716 30	200,000 00	(1,283 70)	17,021 82 1,668 81	8 57 %
JPMORGAN SHORT DURATION BOND FUND SELECT CLASS FUND 3133 30-Day Annualized Yield 2 04% 4812C1-33-0	202,027 215	10 85	2,191,995 28	2,157,650 65	34,344 63	62,426 40 4,646 63	2 85 %
Total US Fixed Income - Taxable			**$3,060,255.30**	**$2,998,028.67**	**$62,226 63**	**$100,064.27** **$7,243.87**	**3.27 %**

Specialty Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Oil & Gas	62 00	62 00	0 00	1%

Asset Categories



Specialty Assets Detail

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
TWO TRACTS CONTAINING 79.032 ACRES, HERRIN SURVEY, ABSTRACT 422, SMITH COUNTY, TEXAS ROYALTY INTEREST Bearer 997510-84-7 Percentage of Ownership 33 333 %	1 00 / 1 00						
1 A, OUT OF HERRIN SY SMITH CO, TX MINERAL INTEREST Bearer 997510-87-2 Percentage of Ownership 15 625 %	1 00 / 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
10 A PT. OF VICKERY SY SMITH CO, TX MINERAL INTEREST Bearer 997510-87-7 Percentage of Ownership 11 667 %	1 00 1 00						
100 A DESCRIBED IN GIFT DEED DTD 12/25/51 VOL 720, PAGE 165 SMITH CO, TX MINERAL INTEREST Bearer 997510-84-9 Percentage of Ownership 33 333 %	1 00 1 00	23,936 54	(295 23)	(5,098 03)	18,543 28	(3,590 48)	14,952 80
440007670 LYLES #1		1,661 02	(53 40)	(333 30)	1,274 32	(249 15)	1,025 17
440007674 LYLES #2		2,458 11	(82 46)	(561 53)	1,814 12	(368 72)	1,445 40
440007677 LYLES #4		1,803 48	(31 79)	(290 86)	1,480 83	(270 52)	1,210 31
440007679 LYLES #3		1,689 87	(45 34)	(268 12)	1,376 41	(253 48)	1,122 93
440007681 LYLES #5		623 08	(14 64)	(17 78)	590 66	(93 46)	497 20
440007682 LYLES #6		1,338 23	(2 74)	(241 34)	1,094 15	(200 73)	893 42
440007684 MCDONALD GU #1 CONTAINING 681 50 AC, MOL, OUT OF TH PARTICULARLY DESCRIBED IN A DESIGNAT		2,601 41	(10 86)	(769 69)	1,820 86	(390 21)	1,430 65
440007686 WILSON GAS UNIT CONTAINING 702 0424 AC, MOL, OUT OF SVY, A-459, AND A D CURRY SVY, A-2		1,092 84	(21 45)	(358 38)	713 01	(163 93)	549 08
440017924 LYLES #7		3,143 33	(19 09)	(3 45)	3,120 79	(471 50)	2,649 29
440028830 MCDONALD #2 CONTAINING 681 50 AC, MOL, OUT OF THE N MULKY SVY,		7,525 17	(13 46)	(2,253 58)	5,258 13	(1,128 78)	4,129 35
Total Value		**$23,936 54**	**($295.23)**	**($5,098.03)**	**$18,543.28**	**($3,590.48)**	**$14,952.80**

	Estimated Value Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
102 A (POSSIBLY 200A) IN MULKY SY SMITH CO, TX MINERAL INTEREST Bearer 997510-87-4 Percentage of Ownership 11 667 %	1 00 1.00						
102.40 A PART OF BAYNE SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-85-6 Percentage of Ownership 25 000 %	1 00 1 00						
103.019 ACS IN WILLIAMS AND NANDAIN SURVEYS KAUFMAN COUNTY, TEXAS MINERAL INTEREST Bearer 997510-83-5 Percentage of Ownership 100 000 %	1 00 1 00						
103.09 ACRES IN BBB & CRR MANDAIN AND TURNER SURVEYS KAUFMAN COUNTY, TEXAS MINERAL INTEREST Bearer 997510-83-7 Percentage of Ownership 50 000 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
105 A DESCRIBED AS 4 TRACTS IN WARRANTY DEED DTD 4/20/48 VOL 591, P 301, SMITH CO TX MINERAL INTEREST Bearer 997510-85-1 Percentage of Ownership 100 000 %	1 00 1 00						
106.8 A, PT OF HERRIN SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-8 Percentage of Ownership 31 250 %	1 00 1 00						
1095.878 ACRES IN THE THOMAS AND ALLISON SURVEYS CHEROKEE COUNTY, TEXAS MINERAL INTEREST Bearer 997602-23-0 Percentage of Ownership 50 000 %	1 00 1 00			(6 10)	(6 10)		(6 10)
440015191 CLICK #1 CONTAINED WITHIN THE 659 5286 AC CLI ALLISON SVY A-1 AND THE J THOMAS SV				(6 10)	(6 10)		(6 10)
440015192 CLICK #1-TP CONTAINED WITHIN AN 85 ACRE TRACT LO COUNTY, TEXAS							
Total Value				**($6.10)**	**($6.10)**		**($6.10)**

J.P.Morgan

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
11.279 ACRES IN E.C. ALLISON SURVEY, CHEROKEE COUNTY, TEXAS MINERAL INTEREST Bearer 997510-82-8 Percentage of Ownership 12 500 %	1 00 1 00						
112 A PART OF BAYNE SY SMITH CO, TX MINERAL INTEREST Bearer 997510-85-5 Percentage of Ownership 25 000 %	1 00 1 00						
115 A, PART OF SANDERS SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-4 Percentage of Ownership 31 250 %	1 00 1 00						
117 A BEING 65 A OUT OF GREEN SY & 52 A IN HERRIN SY SMITH CO, TX MINERAL INTEREST Bearer 997510-86-9 Percentage of Ownership 31 250 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
122 A PART OF HAMILTON SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-85-8 Percentage of Ownership 31 250 %	1 00 1 00						
127.83 ACRES, JACOB HERRIN SURVEY, A-422' SMITH COUNTY, TEXAS MINERAL INTEREST Bearer 997510-84-3 Percentage of Ownership 100 000 %	1 00 1 00						
133.40 A PT. OF MILLER SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-85-7 Percentage of Ownership 31 250 %	1 00 1 00						
14.30 A PT. OF WELDON SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-87-6 Percentage of Ownership 11 667 %	1 00 1 00	1,966 57	(25 78)	(432 56)	1,508 23	(294 98)	1,213 25
440007667 BURKETT GU #1 THE BURKETT GAS UNIT, CONTAINING 366 A-1012, THE WELDON SVY, A-1027, T		716 74	(19 27)	(238 34)	459 13	(107 51)	351 62
440007668 BURKETT GU #3		1,249 83	(6 51)	(194 22)	1,049 10	(187 47)	861 63
Total Value		**$1,966 57**	**($25 78)**	**($432.56)**	**$1,508.23**	**($294 98)**	**$1,213 25**

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
141.32 A, PT. OF HERRIN SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-5 Percentage of Ownership 31 250 %	1 00 1 00						
160 ACRES IN LOT #3, SVY #44, A-451, IGNG RR, AND LOT 4 IN SVY #44, A-451 IGNG RR & IN SVY #577, A-1365, WEBB/DIMMIT ROYALTY INTEREST Bearer 997510-88-7 Percentage of Ownership 16 667 %	1 00 1 00	45 56	(2 97)	(30 11)	12 48	(6 83)	5 65
440013251 GATES RANCH K 1-222		45 56	(2 97)	(30 11)	12 48	(6 83)	5 65
178.82 A, PT OF HERRIN SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-6 Percentage of Ownership 31 250 %	1 00 1 00						
182.71 ACRES IN MANDAIN, TATE, TURNER AND WILLIAMS SURVEYS, KAUFMAN COUNTY, TEXAS MINERAL INTEREST Bearer 997510-83-9 Percentage of Ownership 50 000 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
185.040 ACRES IN E.C. ALLISON SRVY A-1, CHEROKEE CO , TEXAS MINERAL INTEREST Bearer 997510-82-9 Percentage of Ownership 37 500 %	1 00 1 00						
20.934 ACRES IN HENRY MICKLEBOROUGH SURVEY A-651 SMITH COUNTY, TEXAS MINERAL INTEREST Bearer 997510-88-3 Percentage of Ownership 3 333 %	1 00 1 00						
220 A LOCATED IN JOSE AGATO CARO SY, A-4 SMITH CO, TX MINERAL INTEREST Bearer 997510-84-5 Percentage of Ownership 31 250 %	1 00 1 00	2,291 65	(102 32)	(471 75)	1,717 58	(343 75)	1,373 83
440017673 B J. WILSON GU CONTAINING 693 735 AC, MOL, OUT OF THE B DUPHREY SVY, A-296,		2,291 65	(102 32)	(471 75)	1,717 58	(343 75)	1,373 83
220 A PT. OF HAMILTON SY & BEING 90 A & 130 A SMITH CO, TX MINERAL INTEREST Bearer 997510-85-9 Percentage of Ownership 31 250 %	1 00 1 00						

J.P.Morgan

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
220 1 A, BEING 122 A & 98.10 A IN SANDERS SY SMITH CO, TX MINERAL INTEREST Bearer 997510-86-2 Percentage of Ownership 31 250 %	1 00 1 00						
250 A DESCRIBED IN CORRECTION DEED DTD 2/1/54 VOL 758, P 17 SMITH CO, TX MINERAL INTEREST Bearer 997510-85-2 Percentage of Ownership 100 000 %	1 00 1 00						
30 A, PT OF SANDERS SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-3 Percentage of Ownership 31 250 %	1 00 1 00						
311.501 ACS IN WILLIAMS AND NANDAIN SURVEYS KAUFMAN COUNTY, TEXAS MINERAL INTEREST Bearer 997510-84-1 Percentage of Ownership 100 000 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
335.25 ACRES IN ALLISON AND THOMAS SVY A-831 CHEROKEE COUNTY, TEXAS MINERAL INTEREST Bearer 997510-82-7 Percentage of Ownership 12 500 %	1 00 1 00						
34 A, PT. OF HERRIN SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-7 Percentage of Ownership 25 000 %	1 00 1 00						
35.25 A BEING 3 TR.: 50, 102.5 & 200 A CAUSE #6912 DCM SMITH CO, TX MINERAL INTEREST Bearer 997510-87-3 Percentage of Ownership 14 583 %	1 00 1 00						
35.75 A DESCRIBED IN WARRANTY DEED DTD 10/19/01, VOL 71, P 559, SMITH COUNTY, TEXAS MINERAL INTEREST Bearer 997510-85-3 Percentage of Ownership 100 000 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
375.7 A IN PL TRIMBLE SY A-989	1 00	67 41	(1 93)	(24 14)	41 34	(10 11)	31 23
& 40 A IN TRIMBLE SY A-988	1 00						
SMITH CO, TX							
MINERAL INTEREST							
Bearer							
997510-87-5							
Percentage of Ownership 10 000 %							
440014900 CORLEY #1-1		7 79	(0 51)	(0 96)	6 32	(1 17)	5 15
440014902 CORLEY #1-2		15 96	(0 48)	(8 90)	6 58	(2 39)	4 19
440014903 CORLEY #1-4		21 02	(0 73)	(8 37)	11 92	(3 15)	8 77
440014904 CORLEY #1-3		22 64	(0 21)	(5 91)	16 52	(3 40)	13 12
Total Value		**$67 41**	**($1.93)**	**($24 14)**	**$41.34**	**($10 11)**	**$31.23**
38 15 ACS., MORE OR LESS,	1 00						
BEING A PART OF A 108 61 AC	1 00						
TRACT, MORE OR LESS, SITUATED							
IN A PART OF THE W A PARMER							
MINERAL INTEREST							
Bearer							
997730-33-1							
Percentage of Ownership 100 000 %							
440031000 ECHARD HEIRS UNIT 6 W L PARMER SVY A-767							
440031001 ECHARD HEIRS #5 W L PARMER SVY A-767							

J.P.Morgan

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
38.5 ACS, JOHN WOMACK SVY A-852 AND BEING TWO TRACTS TRACT #1 37 5 ACRES TRACT #2 1 0 ACRES MINERAL INTEREST Bearer 997510-88-6 Percentage of Ownership 6 667 %	1 00 1 00						
39 A, BEING 20 A IN SANDERS SY & 19 A IN HAMILTON SY SMITH CO, TX MINERAL INTEREST Bearer 997510-86-1 Percentage of Ownership 31 250 %	1 00 1 00						
4 A DESCRIBED IN GIFT DEED DATED 8/27/52, VOL 720, PAGE 302 SMITH CO, TX MINERAL INTEREST Bearer 997510-84-8 Percentage of Ownership 33 333 %	1 00 1 00						
40 A, PT OF RECTOR SY SMITH CO, TX MINERAL INTEREST Bearer 997510-87-1 Percentage of Ownership 15 625 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
41.455 ACRES IN HAMILTON SRVY ABST 459, SMITH COUNTY, TEXAS MINERAL INTEREST Bearer 997510-84-6 Percentage of Ownership 100 000 %	1 00 1 00						
42.6 ACS TE&L CO SVY #1451 AND BEING IN ABST 284, BEING THE EAST 42 6 ACS OF A 62 6 ACRE TRACT, YOUNG COUNTY, TEXAS OVERRIDING RI Bearer 997506-84-1 Percentage of Ownership 6 250 %	1 00 1 00	28 83	(2 17)		26 66	(4 32)	22 34
440007132 BENSON UNIT DEEP		28 83	(2 17)		26 66	(4 32)	22 34
440007136 BENSON E 42 6 ACS T E # L CO SUR #1451, A-284							
Total Value		**$28.83**	**($2.17)**		**$26.66**	**($4.32)**	**$22.34**
420 ACRES, B. LAFFERTY LEAGUE A-13, SMITH COUNTY, TEXAS MINERAL INTEREST Bearer 997602-23-1 Percentage of Ownership 100 000 %	1 00 1 00	8,495 98	(204 12)	(3,979 12)	4,312 74	(1,268 66)	3,044 08
440009326 JASPER WILSON GU #1-1 A 661 663 AC GAS UNIT LOCATED IN THE		13 34	(0 24)	(0 17)	12 93	(2 00)	10 93
440009332 JASPER WILSON GU #1-2		939 19	(24 33)	(466 88)	447 98	(140 88)	307 10
440009336 JASPER WILSON GU #1-3		3 71	(0 08)		3 63	(0 56)	3 07
440009339 JASPER WILSON GU #1-4		756 05	(20 17)	(321 12)	414 76	(113 41)	301 35

Oil & Gas

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
440009341 JASPER WILSON GU #1-5		38 27	(1 04)	(209 97)	(172 74)		(172 74)
440009345 JASPER WILSON GU #1-7		630 27	(15 75)	(194 12)	420 40	(94 54)	325 86
440009347 JASPER WILSON GU #1-6		146 67	(3 66)	(44 85)	98 16	(22 00)	76 16
440009348 JASPER WILSON GU #1-8		712 69	(20 45)	(330 74)	361 50	(106 90)	254 60
440009351 JASPER WILSON GU #1-9		447 82	(10 78)	(298 71)	138 33	(67 17)	71 16
440009355 JASPER WILSON GU #1-11		782 86	(18 84)	(463 19)	300 83	(117 43)	183 40
440009358 JASPER WILSON GU #1-13A		765 61	(21 97)	(289 09)	454 55	(114 84)	339 71
440009360 JASPER WILSON GU #1-10		833 14	(23 95)	(393 84)	415 35	(124 97)	290 38
440009363 JASPER WILSON GU #1-12		647 74	(19 20)	(297 11)	331 43	(97 16)	234 27
440009364 JASPER WILSON GU #1-14A		348 00	(6 74)	(73 19)	268 07	(52 20)	215 87
440009365 JASPER WILSON GU #1-15		693 45	(8 93)	(290 22)	394 30	(104 02)	290 28
440009366 JASPER WILSON GU #1-16		737 17	(7 99)	(305 92)	423 26	(110 58)	312 68
440018398 ROBERTS OIL UNIT 40 00 AC OF LAND, MOL, LOCATED IN THE BENIJAH LAFFERTY SVY,							
Total Value		**$8,495.98**	**($204.12)**	**($3,979.12)**	**$4,312.74**	**($1,268.66)**	**$3,044.08**
442.7 ACRES & BEING THE S 1/2 OF SEC 2 D&W RY CO CERT 22G ABOUT 12 MILES NORTH FROM COUNTY SITE, HOUSTON CO , TX MINERAL INTEREST Bearer 997510-88-8 Percentage of Ownership 0 391 %	1 00 1 00						
5 A, PT. OF HAMILTON SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-86-0 Percentage of Ownership 31 250 %	1 00 1 00						

J.P.Morgan

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
50 A BEING PT OF BAYNE SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-85-4 Percentage of Ownership 25 000 %	1 00 1 00						
50.440 A IN E C ALLISON SVY CHEROKEE COUNTY,TEXAS MINERAL INTEREST Bearer 997510-83-3 Percentage of Ownership 50 000 %	1 00 1 00						
53.88 A PT OF COLWELL SY. SMITH CO, TX MINERAL INTEREST Bearer 997510-87-0 Percentage of Ownership 31 250 %	1 00 1 00						
54.23 A IN BIRD L. DUPREY SY. A-296 SMITH CO, TX MINERAL INTEREST Bearer 997510-87-8 Percentage of Ownership 29 167 %	1 00 1 00						
626.99 ACRES ALLRED #1 UNIT SMITH COUNTY, TEXAS O&G CONS PROP Bearer 997510-88-0 Percentage of Ownership 100 000 %	1 00 1 00	14,665 13	(359 85)	(7,007 05)	7,298 23	(2,199 78)	5,098 45
440007978 F L ALLRED GU #1		1,053 48	(76 73)	(237 85)	738 90	(158 02)	580 88

J.P.Morgan

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
440007983 F L ALLRED GU #1-2		820 91	(2 07)	(500 91)	317 93	(123 14)	194 79
440007985 F L ALLRED GU #1-3		807 59	(13 40)	(428 11)	366 08	(121 14)	244 94
440007987 F L ALLRED GU #1-4		1,304 83	(32 61)	(788 97)	483 25	(195 72)	287 53
440007989 F L ALLRED GU #1-5		1,142 97	(28 55)	(610 23)	504 19	(171 45)	332 74
440007991 F L ALLRED GU #1-6		898 88	(17 43)	(545 05)	336 40	(134 83)	201 57
440007999 F L ALLRED GU #1-7		913 19	(27 91)	(456 31)	428 97	(136 98)	291 99
440008003 F L ALLRED GU #1-8		843 01	(24 20)	(377 35)	441 46	(126 45)	315 01
440008006 F L ALLRED GU #1-9		673 87	(20 60)	(357 17)	296 10	(101 08)	195 02
440008008 F L ALLRED GU #1-10		1,010 20	(28 06)	(434 05)	548 09	(151 53)	396 56
440008011 F L ALLRED GU #1-14		1,147 52	(34 01)	(615 35)	498 16	(172 13)	326 03
440008016 F L ALLRED GU #1-12		1,663 86	(48 26)	(802 10)	813 50	(249 58)	563 92
440018775 F L ALLRED GU #1-15 #1-15		1,182 71	(2 99)	(327 18)	852 54	(177 41)	675 13
440020414 ALLRED GU #1-13 SMITH CO , TX		1,202 11	(3 03)	(526 42)	672 66	(180 32)	492 34
Total Value		**$14,665.13**	**($359 85)**	**($7,007.05)**	**$7,298.23**	**($2,199.78)**	**$5,098.45**
644.077 ACRES WARE UNIT SMITH COUNTY, TEXAS O&G CONS PROP Bearer 997510-88-1 Percentage of Ownership 100 000 %	1 00 1 00	1,949 35	(34 55)	(1,110 47)	804 33	(272 97)	531 36
440010281 J F WARE GU #1		72 22	(5 24)	(56 38)	10 60	(10 60)	
440010282 J F WARE GU #1-2		85 70	(0 22)	(42 93)	42 55	(12 86)	29 69
440010283 J F WARE GU #1-3		153 22	(0 39)	(73 05)	79 78	(22 98)	56 80
440010284 J F WARE GU #1-4		60 43	(1 68)	(55 58)	3 17	(3 17)	
440010288 J F WARE GU #1-5		213 82	(2 75)	(112 75)	98 32	(32 07)	66 25
440010292 J F WARE GU #1-6		248 44	(7 26)	(42 61)	198 57	(37 27)	161 30
440010298 J F WARE GU #1-8		184 11	(3 92)	(105 22)	74 97	(27 62)	47 35
440010299 J F WARE GU #1-10		209 73	(3 87)	(130 85)	75 01	(31 46)	43 55

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
440010300 J F WARE GU #1-9		114 56	(0 30)	(110 38)	3 88	(3 88)	
440017758 J F WARE GU #1-11		113 41	(0 41)	(63 91)	49 09	(17 01)	32 08
440018413 J F WARE GU #1-16		128 49	(1 91)	(65 67)	60 91	(19 27)	41 64
440021492 J F WARE GU #1-12		215 96	(4 80)	(96 10)	115 06	(32 39)	82 67
440022017 WARE JF GU #1-13 SMITH CO , TX		149 26	(1 80)	(76 24)	71 22	(22 39)	48 83
997510881 644.077 ACRES WARE UNIT				(78 80)	(78 80)		(78 80)
Total Value		**$1,949.35**	**($34.55)**	**($1,110.47)**	**$804.33**	**($272.97)**	**$531.36**
648.6493 A PERRY #1 UNIT SMITH CO, TX O&G CONS PROP Bearer 997510-87-9 Percentage of Ownership 100 000 %	1 00 1 00	1,706 98	(15 48)	(615 99)	1,075 51	(256 05)	819 46
440015178 PERRY GU #1		1,706 98	(15 48)	(615 99)	1,075 51	(256 05)	819 46
65 A DESCRIBED IN GIFT DEED DTD. 9/25/51 VOL 688 PAGE 429 SMITH CO, TX MINERAL INTEREST Bearer 997510-85-0 Percentage of Ownership 33 333 %	1 00 1 00						
7.994 A,BEING PART OF BLOCK 1 IN E C ALLISON SVY CHEROKEE COUNTY,TEXAS MINERAL INTEREST Bearer 997510-83-1 Percentage of Ownership 11 100 %	1 00 1 00						

	Estimated Value / Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
80 ACRES GOOD OMEN PETTIT UNIT SMITH COUNTY, TEXAS MINERAL INTEREST Bearer 997510-88-2 Percentage of Ownership 100 000 %	1 00 1 00	73 80	(3 40)	(80 57)	(10 17)		(10 17)
440012885 GOOD OMENS PETTIT TR 37		73 80	(3 40)	(80.57)	(10 17)		(10 17)
80.015 ACRES OUT OF E.C. ALLISON SURVEY CHEROKEE COUNTY, TEXAS MINERAL INTEREST Bearer 997510-83-0 Percentage of Ownership 50 000 %	1 00 1 00						
82.96 ACRES; & BEING 3 TRACTS OF LAND IN THE JOSIAH THOMAS 2/3 LEAGUE IN THE NORTHERN PART OF CHEROKEE COUNTY, TEXAS MINERAL INTEREST Bearer 997510-82-4 Percentage of Ownership 1 042 %	1 00 1 00						
85 ACRES IN JOSIAH THOMAS SRVY A-1 ON THE WATERS OF MUD CREEK & SITUATED IN CHEROKEE CO , TX MINERAL INTEREST Bearer 997510-82-6 Percentage of Ownership 12 500 %	1 00 1 00						

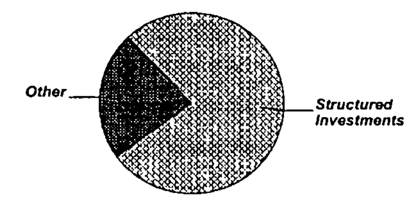
	Estimated Value Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
85.7 A,BEING PART OF LT 5 OF S/D OF 984 A CHEROKEE COUNTY,TEXAS MINERAL INTEREST Bearer 997510-83-2 Percentage of Ownership 25 000 %	1 00 1 00						
95 A,BEING F J CALVIT LGE,A-51 BRAZORIA COUNTY,TEXAS MINERAL INTEREST Bearer 997503-74-9 Percentage of Ownership 12 500 %	1 00 1 00						
97 A OUT OF W BARNETT SY. A-911 ANDERSON CO, TX MINERAL INTEREST Bearer 997510-88-9 Percentage of Ownership 2 577 %	1 00 1 00						
Total Oil & Gas	**$62.00** **$62.00**	**$55,227.80**	**($1,047.80)**	**($18,855.89)**	**$35,324.11**	**($8,247.93)**	**$27,076 18**

J.P.Morgan

Other Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Structured Investments	1,908,779 70	1,872,506 40	(36,273 30)	15%
Other	568,400 00	568,400 00	0 00	5%
Total Value	**$2,477,179.70**	**$2,440,906.40**	**($36,273.30)**	**20%**

Asset Categories



Note **O** - Bonds purchased at a discount show accretion

Other Assets Detail

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
ANNUAL REVIEW NOTES LINKED TO THE S&P 500 INDEX 8/19/2010, BARCLAYS CAPITAL (90/100/100-10% BUFFER-10 05% PMT) INTL LVL-SPX 1467 67 DTD 08/06/07 06738G-LQ-1	150,000 000	81 94	122,910 00	147,000 00	(24,090 00)
BARC 9M RTY TACTICAL NOTE 07/01/2010 (79% CONTIN BARRIER-2 0% PMT -7% CAP) INITIAL LEVEL-RTY 09/23/09 613 37 06739J-XM-0	130,000 000	101 42	131,846 00	129,025 00	2,821 00
BARCLAYS ARN SPX 9/09/10 (90/100/100-10% BUFFER-11 45% PMT) INTL LVL-SPX. 1479 37 DD 08/24/07 06738G-QD-5	150,000 000	80 19	120,285 00	147,000 00	(26,715 00)
BARCLAYS BREN S&P GSCI AG 5/27/11 BUFFER 20% MAX RET 40 50% DD 05/26/09 06739J-CB-7	50,000 000	103 50	51,750 00	49,250 00	2,500 00
O **BARCLAYS PP FRN CMS 5/28/14** 3 603% CPN FLOATING RATE NTS DD 05/28/2009 06739J-EC-3 BARC AA- /AA3	100,000 000	106 07	106,070 00	102,913 96	3,156 04

J.P.Morgan

Structured Investments

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
BARCLAYS REN INFR BSKT 6/11/10 (3XLEV-11 05%CAP-33 15% MAX PYMT) INITIAL LEVEL INFRASTRUCTURE BASKET 100 00 DD 05/23/08 06738R-K4-7	100,000 000	70 02	70,020 00	98,500 00	(28,480 00)
BARCLAYS 1YR CPR/XPT BREN MD 8/30/10 BREN LINKED TO COPPER (50%) AND PLATINUM (50%), BUFFER 10%, CAP 20%, UP LEV 121 5%, DD 08/21/09, MAX RET 24 3% 06739J-SE-4	50,000 000	111 90	55,950 00	49,500 00	6,450 00
CREDIT SUISSE OE REN SPX 7/09/10 3X LEV 5 47%CAP 16 41% MAX PAYMENT DD 04/02/09 22546E-GX-6	100,000 000	113 90	113,900 00	98,900 00	15,000 00
CREDIT SUISSE DD BREN EAFE 4/22/10 10%BUFFER 2XLEV 13 36%CAP26 72%MAXPY DD 04/09/09 22546E-GZ-1	50,000 000	120 20	60,100 00	49,500 00	10,600 00
CREDIT SUISSE BREN SPX 5/20/10 10%BUFFER 3XLEV 7 2% CAP 21 6%MAXPMT DD 05/08/09 22546E-HB-3	40,000 000	117 54	47,016 00	39,600 00	7,416 00
CREDIT SUISSE BREN AIB 4/29/10 10%BUFFER 2XLEV 14 25%CAP 28 5%MAXPY DD 04/17/09 22546E-HG-2	50,000 000	125 63	62,815 00	49,500 00	13,315 00

Structured Investments

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
CREDIT SUISSE BREN EAFE 5/13/10 10%BUFFER 2XLEV 12 13%CAP 24.26%MAX DD 05/01/09 22546E-HR-8	100,000 000	119 38	119,380 00	99,000 00	20,380 00
CREDIT SUISSE OPTIMAL ENTRY REN LKD TO SP500 10/14/10 (3XLEV-5 17%CAP-15 42%MAXPYMT) INITIAL LEVEL-06/26/09 SPX 918 90 22546E-KH-6	100,000 000	109 43	109,430 00	98,900 00	10,530 00
DEUTSCHE BK ARN SPX 7/18/11 (10%BUFF-10 3%COUP-90/100/100) INITIAL LEVEL-SPX 1278 38 DD 06/27/2008 2515A0-PW-7	100,000 000	95 22	95,220 00	98,000 00	(2,780 00)
DEUTSCHE BK ARN SPX 10/13/11 (90/100/100-10%BUFFER-11 1%PYMT) INITIAL LEVEL-SPX 9/26/08 1213 27 2515A0-SS-3	100,000 000	100 19	100,190 00	98,000 00	2,190 00
HSBC BREN SPX 6/16/10 (10%BUFFER-2XLEV-9 85%CAP-19 7% MAXPYMT) INITIAL LEVEL-SPX 06/03/09 919 14 4042K0-XG-5	75,000 000	114 14	85,605 00	74,250 00	11,355 00
HSBC MARKET PLUS NOTE LKED TO ASIA BASKET 12/09/10 (70% CONTIN BARRIER-0 5%PMT-UNCAPPED) INITIAL LEVEL-ASIA BASKET 6/10/09 100 00 4042K0-XK-6	50,000 000	116 87	58,435 00	49,375 00	9,060 00

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
HSBC MKT PLUS AIB 11/19/10 (70% CONTIN BARRIER-4%PMT-UNCAPPED) INITIAL LEVEL-SPX 5/15/09 100 00 4042K0-WZ-4	50,000 000	125 63	62,815 00	49,375 00	13,440 00
MARKET PLUS NOTE LINKED TO S&P 500 10/08/10, CREDIT SUISSE (30% CONTIN BARRIER-5%PMT-UNCAPPED UPSIDE) INITIAL LEVEL-SPX 04/02/09 834 38 22546E-GV-0	50,000 000	133 11	66,555 00	49,500 00	17,055 00
MORGAN STANLEY ARN SPX 5/16/11 (10%BUFF-9 3%COUP-90/100/100) INITIAL LEVEL-SPX 1397 84 MD 05/16/2011 DD 04/25/2008 617446-6A-2	125,000 000	85 36	106,693 75	122,500 00	(15,806 25)
MORGAN STANLEY BREN LKD TO ASIA BASKET MAT 03/10/10(10%BUFFER-2XLEV-7 05% CAP-14 1%MAXPYMT) INITIAL LEVEL - ASIA BASKET 06/05/09 100 00 61747Y-CH-6	44,000 000	112 30	49,412 00	43,670 00	5,742 00
MORGAN STANLEY BREN SPX 3/01/10 (10%BUFFER-2XLEV) INITIAL LEVEL-SPX 05/22/09 886 75 617482-FT-6	67,000 000	113 60	76,108 65	66,497 50	9,611 15
Total Structured Investments			**$1,872,506.40**	**$1,809,756.46**	**$62,749 94**

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Other					
ARP STATE BANK N/O Other 041990-91-2	140 000	4,060 00 12/31/08	568,400 00	140,000 00	428,400 00

COPY

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

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

Type or print	Name of Exempt Organization	Employer identification number
	JASPER L & JACK DENTON WILSON CHARITABLE FOUNDATION P63981008	76-0285403 ~~75-6038684~~
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. C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 420 THROCKMORTON - FORT WORTH, TX 76102-3700

  Telephone No. ▶ 817-884-4022 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 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] 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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 7,500.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 4,885.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 2,615.

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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 4-2009)

923831
05-26-09

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

● If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print File by the extended due date for filing the return See instructions		
	Name of Exempt Organization JASPER L & JACK DENTON WILSON CHARITABLE FOUNDATION P63981008	**Employer identification number** 76-0285403
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 420 THROCKMORTON - FORT WORTH, TX 76102-3700

Telephone No. ▶ 817-884-4022 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 is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009 , or other tax year beginning ______ , and ending ______ .

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a 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.	8a	$	7,500.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$	7,500.
c **Balance Due.** Subtract line 8b from line 8a. 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.	8c	$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Jack L Wilson Title ▶ TRUSTEE Date ▶ 8/11/10

923832
05-26-09