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Form **990-PF**

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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service (77)

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

CM 7003 3110 0003 0970 3520

For calendar year 2009, or tax year beginning

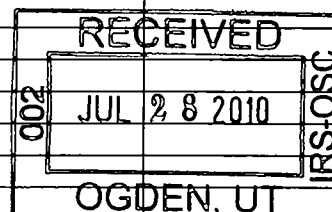
, 2009, and ending

, 20

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 H.E.B TOURNAMENT OF CHAMPIONS		A Employer identification number 76-6187819
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions)
	646 S. MAIN AVENUE		
	City or town, state, and ZIP code SAN ANTONIO TX 78204		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			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 ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,345,629.00		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	4,425,769			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,941	3,941		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.00		
	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) (attach schedule)	0.00				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	4,429,710.00	3,941.00	0.00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	69,283			
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	591,699			
	24 Total operating and administrative expenses. Add lines 13 through 23	660,982.00	0.00	0.00	0.00
	25 Contributions, gifts, grants paid	5,474,613			5,474,613
26 Total expenses and disbursements. Add lines 24 and 25	6,135,595.00	0.00	0.00	5,474,613.00	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(1,705,885.00)				
b Net investment income (if negative, enter -0-)		3,941.00			
c Adjusted net income (if negative, enter -0-)			0.00		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing	3,034,763	1,345,629	1,345,629		
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)					
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ▶					
Less accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)						
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation (attach schedule) ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,034,763.00	1,345,629.00	1,345,629.00			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue	87,250	104,000			
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)	87,250.00	104,000.00			
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	2,947,514	1,241,629			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions)	2,947,514.00	1,241,629.00				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,034,764.00	1,345,629.00				

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	2,947,514.00
2 Enter amount from Part I, line 27a	2	(1,705,885.00)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,241,629.00
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,241,629.00

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				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	3,025,708	2,567,617	1.1784
2007	3,302,345	2,345,321	1.4081
2006	2,564,785	2,271,316	1.1292
2005	2,513,150	1,487,462	1.6896
2004	2,579,600	1,334,912	1.9324
2 Total of line 1, column (d)			7.3377
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			1.47
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			2,188,987
5 Multiply line 4 by line 3			3,217,810.89
6 Enter 1% of net investment income (1% of Part I, line 27b)			39
7 Add lines 5 and 6			3,217,849.89
8 Enter qualifying distributions from Part XII, line 4			5,474,613

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	39
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	
3 Add lines 1 and 2	3	39.00
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	39.00
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	39
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	80
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	119.00
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.00
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	80.00
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 80 Refunded	11	0.00

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?	N/A	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MEGAN ROONEY Telephone no. ► (210) 938-9455 Located at ► 646 S. MAIN AVENUE SAN ANTONIO, TX ZIP+4 ► 78204			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15 ☐			N/A

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

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

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

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ **5b** N/A
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870 **6b** X
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** 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 (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARTIN H. OTTO 646 S. MAIN AVE SAN ANTONIO, TX 78204	TRUSTEE HOURS VARY	0	0	0
WINELL I. HERRON 646 S. MAIN AVE SAN ANTONIO, TX 78204	TRUSTEE HOURS VARY	0	0	0
ROBERT D. LOEFFLER 646 S. MAIN AVE SAN ANTONIO, TX 78204	TRUSTEE HOURS VARY	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ☐ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KATHY ASHWIN 1610 WINSTON COVE SAN ANTONIO, TX 78260	ADMINISTRATION	69,282.58

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

	Amount
1	
2	
3 All other program-related investments See page 24 of the instructions	

Total. Add lines 1 through 3 ▶ 0.00

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,222,322
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,222,322.00
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,222,322.00
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	33,335
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,188,987.00
6	Minimum investment return. Enter 5% of line 5.	6	109,449.35

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

1	Minimum investment return from Part X, line 6	1	109,449
2a	Tax on investment income for 2009 from Part VI, line 5	2a	39
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	39.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	109,410.00
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	109,410.00
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	109,410.00

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	5,474,613
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	5,474,613.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,474,613.00

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				109,410.00
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 05 , 20 06 , 20 07				
3 Excess distributions carryover, if any, to 2009				
a From 2004	2,512,900			
b From 2005	2,438,831			
c From 2006	2,451,286			
d From 2007	3,185,159			
e From 2008	2,897,412			
f Total of lines 3a through e	13,485,588.00			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 5,474,613				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				109,410
e Remaining amount distributed out of corpus	5,365,203			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	18,850,791.00			
b Prior years' undistributed income Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0.00		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0.00	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	2,512,900			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	16,337,891.00			
10 Analysis of line 9				
a Excess from 2005	2,438,831			
b Excess from 2006	2,451,286			
c Excess from 2007	3,185,159			
d Excess from 2008	2,897,412			
e Excess from 2009	5,365,203			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities . .					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter $\frac{1}{2}$ of minimum investment return shown in Part X, line 6 for each year listed					0.00
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

HEB TOURNAMENT OF CHAMPIONS, ATTN:DIRECTOR OF PUBLIC AFFAIRS 646 S MAIN AVE SAN ANTONIO, TX 78204

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

LETTER

- c** Any submission deadlines

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 1				5,474,613
Total			▶ 3a	5,474,613 00
b Approved for future payment NONE				
Total			▶ 3b	0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
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	3,941	
4	Dividends and interest from securities					
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					
8	Gain or (loss) from sales of assets other than inventory					
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)		0.00		3,941.00	0.00
13	Total. Add line 12, columns (b), (d), and (e)				13	3,941.00

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

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

21 July 2010
Date

TRUSTEE
Title

Sign Here

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code	EIN	Phone no	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST

76-6187819

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

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

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SEE STATEMENT 2	\$ 4,425,769	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

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Employer identification number

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Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	NONE		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A Storybook Christmas	2009 Year-Round Campaign for Books	1,000.00
A Storybook Christmas	2010 Year-Round Campaign for Books	1,000 00
Abilene Fire Department	2009 H-E-B Fire Safety Kitchen	15,000 00
Achieve Houston	Youth Triathlon Summer Camp	3,000 00
Advocates for Children and Families, Inc	2009 Support for Head Start Program for	1,500.00
Alameda	\$100K Pledge-San Antonio Family Days	25,000.00
Alameda	\$100K Pledge-San Antonio Family Days	50,000.00
Alaniz Excellence in Education Foundation	Carrizo Springs Grant	10,000.00
Alcorta's Folkorico de Corpus Christi	Annual Springtime Spectacular for Kids	3,500 00
American Cancer Society-San Antonio	2009 Camp Discovery	15,000 00
American Lung Association - Central Texas	2009 Blow the Whistle on Asthma Walk	1,000 00
American Red Cross - Central Texas	2009 HEROES Awards	5,000.00
Anti-Defamation League, Southwest Region	2009-2010 No Place for Hate Guide	70,000.00
Any Baby Can - San Antonio	2009 Jared Michael's Tournament	5,000 00
Art Museum of South Texas	Support for Two Art Education Programs	5,000 00
Art Museum of Southeast Texas	2009 SUMMER ArtVentures	5,000 00
Arthouse at the Jones Center	Ahead of their Time 2010: 11th Annual Ex	5,000.00
Arthouse Contemporary Art of Texas	2009 Ahead of their Time	5,000.00
Assistance League of Houston	2008 Operation School Bell	1,500.00
Austin Chamber Music Center	2009-2010 Interactive Chamber Music Conc	1,000 00
Austin Classical Guitar Society	Education Outreach	1,000.00
Austin Community College-Center for Publ ..	Tutoring Incentive Program (TIP)	5,000.00
Austin Community Foundation	2009 Forgione Leadership Legacy Fund	1,000 00
Austin Firefighters Association	16th Annual Fishing Break	1,800 00
Austin Lyric Opera	2008-2009 Season Sponsor	5,000.00
Austin Partners in Education - Mentor Pro ..	2009 Feria Para Aprender	5,000.00
Austin Summer Musical for Children	2009 Austin Summer Musical	500
Austin Youth Orchestra	2009-10 Multiple Concerts	500
Autism Treatment Center	2009 Request to help build a Therapeutic	10,000 00
Ballet Austin	2009-2010 Education Sponsorship	10,000 00
Barshop Jewish Community Center	2009 Day of Caring and Sharing	5,000.00
Bastrop High School	ROTC Building	5,000 00
Bat Conservation International	2009 Bracken Bat Cave Learning Center	50,000.00
Battered Women and Children's Shelter of ..	2009 Support	20,000 00
Be an Angel Fund	Aldine ISD Expo	2,100.00
Believe, Inc.	Youth Quest Project Exposure	2,500 00
Bethune Day Nursery	2010-2011 Pledge-Child Care Svcs	25,000 00
Bethune Day Nursery, Inc	\$50K Grant Support for Homeless Children	25,000.00
Bexar County Medical Society	2009 Partners in Education	5,000 00
Big Brother Big Sisters of Greater Houston	\$125 Vision Maker Pledge	25,000 00
Big Brothers Big Sisters -Central Texas- ..	2009 Afternoon of Magic	1,000 00
Big Brothers Big Sisters of Greater Houston	\$125 Vision Maker Pledge	25,000 00
Blue Star Contemporary Art Center	2009 Blue Star Family Day	10,000 00
Boerne Public Library Foundation	2008 Support	15,000 00
BookSpring	Read-A-Thon	3,000 00
BookSpring	2010 Read-A-Thon A Neighborhood of Read	3,000 00

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Boys and Girls Club of Edinburg	\$50K Pledge Request - Capital Campaign	25,000 00
Boys and Girls Club of Harlingen	2009 program support	2,000.00
Boys and Girls Club of South Central Texas	2008 Safe Superbowl Party	2,000 00
Brooks Aerospace Foundation	2008 Rebuild Project	5,000 00
C5 Youth Foundation of Texas	2009 Program Support	5,000 00
C5 Youth Foundation of Texas	Nyle Pruitt long-drive competition	1,500.00
Calhoun County Public Library System	2009 Summer Reading Program	500
Camp Aranzazu	First Annual ZaZu Fishing Tournament	2,500 00
Caring for Children Foundation of Texas	2009 Speaker's Fundraiser Golf Tourn	23,000.00
CASA de Esperanza	2009 Program Support	5,000 00
CASA of the Coastal Bend (Court Appointed	5th Annual Speak Up for Kids CASA 5K Ser	1,000 00
CASA of the Coastal Bend (Court Appointed .	2009 - 4th Annual Speak Up for Kids-5K Ru	1,000.00
CASA of the Coastal Bend (Court Appointed	2009-4th Annual Speak Up for Kids 5K Run	1,500 00
Cast for Kids (Corpus Christi)	2010-3rd Annual C.A S.T. for Kids Event	2,000 00
Center for Children & Families	2009 Post Adoption Programs	5,000.00
Center for Reflection and Transformation	Bexar County Courage to Teach Program	2,500.00
Center for Women & Their Work	2009 Exhibitions, It Takes Art to Spell	2,500 00
Centers for Children & Families	2009 Kids first Program	10,000 00
Charity Ball Association	2009 Charity Ball	10,000.00
Child Advocates of San Antonio	Transitioning Youth Initiative	5,000 00
Children at Risk	Stand Up for Houston's Children	5,000 00
Children of Fallen Soldiers	Fort Hood Children's Center	7,500.00
Children's Bereavement Center of South TX	2009 Support	10,000 00
Children's Day Celebration	2009 Children's Day Celebration	5,000.00
Children's Defense Fund	2009 Beat the Odds Dinner	20,000.00
Children's Medical Center Foundation of .	2009 Children's Gala	15,000 00
ChildSafe	2009 Art for the Heart	20,000.00
Cibolo Nature Center	2009 Nature Adventure Summer Day Camp	25,000.00
City of Houston - Mayor's Anti-Gang Office	2009 Youth Enrichment Summer Program	500
City of Kyle-Parks & Recreation Departmen	2009 Kyle Fair & Music Festival	3,500.00
City of McAllen-Parks & Recreation Dept	Gus & Goldie Learn to Swim Program	5,000 00
City of Woodway	\$25K Woodway Family Center Pledge	5,000.00
Collaborative for Children	General Operating Support	5,000.00
Community Health Development, Inc	2009 teaching kitchen	10,000.00
Concho Valley Home for Girls	2008/2009 Support	5,000.00
Connections Individual and Family Service	2009 Support	15,000.00
Cool Globes Houston	Cool Globes Project	50,000 00
Corpus Christi Ballet	Children's Spotlight on Ballet	2,000 00
Corpus Christi Public Library Foundation,	10th Annual Children's Book Festival	5,000.00
Court Appointed Special Advocate (CASA).	2009 Speak Up for Kids CASA 5K/1K & Moe'	1,000 00
Crisis Intervention of Houston	'The A List' 2009	13,000 00
Cross Cultural Experience	Mission Waco 2009 Children's After-School	1,000.00
Cultural Activities Center	2010 O! Theatre	2,500 00
Del Mar College Foundation	\$100K Pledge - H-E-B TOC Endowment Chair	18,750.00
Del Mar College Foundation	\$100K Pledge - H-E-B TOC Endowment Chair	18,750 00
Del Valle High School	Luis Cabrera Senior Project	1,000 00

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
District XI Science and Engineering. .	2010 Science and Engineering competition	2,500.00
Down Syndrome Association of San Antonio	2009 Support Request	5,000.00
Down Syndrome Association of San Antonio	2009 Buddy Walk	5,000.00
Driscoll Children's Hospital	Playroom for Renovated Children's Cancer	25,000 00
Eagle Pass Independent School District	Student Activity Center	5,000.00
Eanes Education Foundation	2009 Eanes Education Foundation Gala	5,000 00
Eanes Education Foundation	2010 Eanes Education Foundation Gala	5,000 00
El Centro Del Barrio	2008-2009 Support	2,500.00
Elf Louise Christmas Project	2008 Shortfall	10,000.00
Ella Austin Community Center	\$100K Pledge - Capital Campaign	50,000 00
Ella Austin Community Center	2009 Support-Budget Shortfall	15,000 00
ESCAPE Family Recourse Center	2008 Grant	4,000.00
Eva's Heroes	2009 Casino Night	25,000.00
Executive Women International - San Antonio	2009 Ready Rally	500
Executive Women International-Houston Cha ..	Ready Book Fundraiser	500
Families in Crisis, Inc (FIC)	2009 Monthly Children's Birthday Party	1,200.00
Family Service Association	2010 Program Expansion	25,000 00
Fort Bend Homeless Shelter, Inc	Fred and Mable R Parks Youth Ranch	10,000.00
FotoFest International	FotoSynthesis-See and Be Green!	5,000.00
Foundation for Student Leadership and Suc	2009 BLACKKE Summit Weekend	2,500 00
Freedom Writers Foundation	Program Support	5,000 00
Friends of the Bulverde/Spring Branch Library	2010 Children's Summer Reading Program	5,000 00
Galveston Alternative Education Center	2009 Support	1,500 00
GENaustin	2009 GENaustin's Girls Now! Conference	2,500 00
Gents of Booker T. Washington High School	Senior Class Night	2,000.00
Georgetown Partners in Education	2009 Mentor Night in Dell Diamond	3,000 00
Georgetown Partners in Education	2010 Mentor Night at Dell Diamond	3,000.00
Georgetown Symphony Society, Inc.	2009-2010 Concert Season	5,000.00
Girl Scouts of San Jacinto Council	\$25K Pledge-Promise Maker	5,000 00
Girl Scouts of San Jacinto Council	\$25K Pledge-Promise Maker	5,000 00
Girls Inc - San Antonio	2009 Science Festival	15,000.00
Good Samaritan Center	\$500K Pledge	100,000.00
Greater Helotes Little League	2009 season	10,000.00
Greater San Antonio After-School All-Star	2009 General Funding	10,000 00
Harlandale Independent School District	2008 Grant	20,000.00
Heidi Search Center, Inc.	Ongoing	5,000 00
Helping Hand Home for Children	2010 HHH Crystal Ball Gala	5,000 00
Hendrick Medical Center	2008 Children's Hospital Project	8,333 00
High Sky Children's Ranch, Inc.	2009 Crystal Ball	12,000 00
Hill Country Council on Alcohol & Drug Abuse	Youth in Crisis	2,000.00
Hispanas Unidas	2009 Escuelitas Leadership and mentoring	6,000 00
Houston Achievement Place	2009 Project Class	5,000 00
Houston Chapter of Links	Scholarship Fundraiser	10,000 00
Houston Hispanic Forum	2010 Career and Education Day	2,000.00
Houston Hispanic Forum	2009 Career and Education Day	2,000 00
Houston Livestock Show & Rodeo	Rabbit/Cavy Scholarship Program	2,500 00

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Houston Museum of Natural Science	Science Education Programming	10,000 00
Houston Parks Board	\$1,250,000 00 Pledge	250,000.00
Houston Read Commission	Tournament of Champions Beneficiary	3,000 00
Houston Urban Debate League	1st Annual City Championship Awards Cere	1,000.00
IEA - Inspire - Encourage - Achieve	2009 Camp Bright Star	5,000 00
Inprint	2009 Cool Brains! Inprint Readings for Y	10,000.00
Jackie Robinson Foundation	Educ/Leadr Dev Prog-Supp a schol for 4yr	5,000 00
Jazz Education, Inc	H-E-B Tournament of Champions Summer Jaz	20,000.00
Junior Achievement - South Texas	2008/2009 Support	78,500.00
Junior Achievement - South Texas	2009-2010 Corporate Sponsorship	78,500.00
Junior Achievement of Southeast Texas	2009 Support	25,000 00
Junior Achievement of the Coastal Bend	Junior Achievement-Beach Party Bowlathon	2,500 00
Junior League of Victoria, Texas Inc	Kids in the Kitchen	2,330 00
Juvenile Diabetes Research Foundation-San..	The Walk to Cure Diabetes	50,000.00
Killeen ISD Education Foundation	2008 Celebration Luncheon	5,000 00
Kinetic Kids	2007 Dancing for Our Stars	10,000.00
Kinetic Kids	2009 Funding Request	20,000.00
Kipp Academy	\$1 Million Pledge	100,000 00
KIPP Aspire Academy	Pledge	100,000.00
KIPP Aspire Academy	\$1 Million Pledge	100,000 00
Kipp, Inc.	Pledge	100,000.00
KLRN	2009 Reading Rainbow Contest	15,000 00
Lake Travis Education Foundation	010 LTEF 25th Anniversary Crystal Ball	3,000 00
Laredo Public Library	Donation Support-Multi Purpose Room	5,000.00
Leadership Enrichment Arts Program (LEAP)	2009 Summer Leadership Instit UT/Austin	1,000 00
Leander Public Library	2010 Leander Library Support Funds	10,000 00
Life Empowerment Ministries, Inc.	The Odyssey Youth and Adult Performing A	1,000.00
Links, Inc-Missouri City Chapter	Emerald Legacy of Leadership Luncheon	3,000 00
Literacy Advance of Houston	Family Literacy Nights	5,000.00
Literacy Coalition of Central Texas	2009 Adult Spelling Bee (TOC)	5,000.00
Luminaria	2009 Art Night in San Antonio	12,500 00
Making It Better	Apartment Outreach Events at 3 area comp	1,000 00
Manor Education Foundation	2009 MEF Gala	1,000.00
Martin High School	2009 Scholarship Award Program	1,000 00
Matzke Elementary	Creating and Implem a Balanced Literacy	2,000 00
Memorial Student Center Committee for.	Student Conference on Latino Affairs	2,000.00
Mental Health America of Texas	2009 46th Annual Honoring Dinner	5,000 00
Mental Health America of Texas	2010 Mental Health America of Texas	5,000.00
Mental Health Association of Greater Houston	Read Your Mind	5,000.00
Midland Children's Rehabilitation Center	2009 ongoing sponsorship	10,000.00
Midway ISD Education Foundation	2009-10 Annual Drive	1,000.00
Milby Hispanic Alumni Association, Inc	2009 Annual Golf Scholarship Tournament	2,000.00
Miracle League of Corpus Christi	Miracle Dinner Under the Lights	5,000 00
Mustang Music Group	Max Stalling	1,000.00
NAACP Youth Council-Corpus Christi Branch	Support for Youth Programs	3,000.00
National Hispanic Institute	2009 Youth Legislative Session	10,000.00

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
New Miles Foundation	2009 Champions' Event	2,500 00
New Miles Foundation	2009 Champions Event	2,500 00
Nueces County Senior Citizens Association	2009 Education Is Our Freedom GED Colleg	1,400.00
Odyssey After School Enrichment Program	2009 Literacy Enhancement Grant	5,000.00
Order of Alhambra	Biennial Convention	2,000 00
Palmer Drug Abuse Program-Austin	2009-10 12-Step Support for Teens	1,500.00
Pearland Rotary	Dare to Excel Scholarship	1,000 00
Phoenix House of Texas	2009 Strengthening Families Program	2,000.00
Port Aransas Education Foundation	2009 Educational Grant/Pledge	1,000 00
PosAbilities, Inc-Caring Family Network	2009 Chrstmas Celebration	500
Prince Complex, Inc	Sponsor a Child	2,500.00
Project Row House	Arts Education Program & Young Mother's	5,000.00
Proyecto Teatro d.b a.African Amer Art	2009-2010 Season Sponsor	2,500 00
Reading Kids Olympics	2010 Summer Reading Program	9,000 00
Region IV Education Service Center	2009 Principal Recognition Program	2,000 00
Respite Care of San Antonio	2009 T.O.C. Charity Project	7,000 00
Respite Care of San Antonio	House Expansion	25,000.00
Rice University-Rice Summer Business Inst...	2009 Rice Summer Business Institute	3,000.00
Ride On Center for Kids	2009 Support	10,000 00
Roy Maas' Youth Alternatives, Inc.	2009 T.O.C. Chanty Project	7,000 00
San Angelo Football Clinic	2009 Support	5,000.00
San Angelo Symphony Society	2009 Youth Concert Program	5,000.00
San Antonio Children's Shelter	2008 KONO Radio-thon	5,000 00
San Antonio Communities Organized for..	Alliance School Initiatives	60,000.00
San Antonio Conservation Society	2009 Heritage Education Tours Program	5,000 00
San Antonio Lighthouse	2009 Scholarship Program	5,000 00
San Antonio Police Officer's Association	Patricia Calderon Scholarship	2,000 00
San Antonio Sports Foundation	2008 Dreams for Youth	40,000.00
San Antonio Symphony	\$500K Pledge	100,000 00
San Antonio Symphony	\$500K Pledge	50,000.00
San Jacinto Museum of History	2009 San Jacinto Day Festival	30,000 00
San Jacinto Museum of History	Education Outreach Prog/San Jacinto Day	25,000.00
Schertz Public Library	2009 Schertz Public Library Campaign	5,000.00
Seton Home	2008-2009 Program	5,000 00
Seton Williamson Foundation	2010 Tango at the Villa Gala	5,000 00
Somerset Independent School District.	2009-2010 Teacher Grants	10,000 00
Southwest Independent School District-Edu	2008 Graduate 9th Grade Campus Program	10,000 00
Southwest School of Art & Craft	2009 Saturday Morning Discovery Program	5,000.00
Special Olympics Texas	2009 Tournament of Champions Support	465,000 00
SpiritHorse Therapeutic Riding Center	Autism Treatment Project	5,000 00
St. Philip's College	Scholarship Program	50,000 00
Stanzel Family Foundation	2009 Expansion Program Fundraiser	1,000 00
Sunshine Cottage School for Deaf Children	\$250K - Hear for the Future Campaign	50,000.00
Talento Bilingue de Houston	EducArte After School Program	2,500.00
Teach for America-Houston	\$150K Pledge	65,000 00
Teach for America-Rio Grande Valley	Support for 2009-2010 Growth & Development	10,000.00

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEAMability, Inc	2009 TEAMability Two-Step	10,000 00
Tech Corps Texas	Camp Tech Corps, Student Tech Corps 2009	15,000.00
Temple Parks Foundation	All-Access Playground Development	5,000.00
Texans Care for Children	2010 General Operating Support	25,000.00
Texas A&M Corpus Christi	\$250K Pledge of the Engineering Program	50,000 00
Texas A&M Corpus Christi	Achieve Partnership Scholarship Program	1,000.00
Texas A&M Corpus Christi	\$250K Pledge of the Engineering Program	50,000 00
Texas A&M Corpus Christi - Dept. of Athletics	2009 HEB Tournament of Champions-Tennis	10,000.00
Texas Agricultural Lifetime Leadership	2009 TALL Support	10,000 00
Texas Association for Infant Mental Health	2009 Support	10,000 00
Texas Association of Partners in Education	2009 Link Up Greater Houston	5,000 00
Texas Baptist Children's Home, Inc	2009 Children At Heart Golf Marathon	5,000.00
Texas Book Festival	2009-2010 Reading Rock Stars Program	25,000.00
Texas Casa	2009 CASA for Evry Child Annual Camp	10,000.00
Texas Children's Health Plan Inc	6th Annual Back to School Health Fair	1,000 00
Texas Children's Hospital	\$500K Pledge-Congenital Heart Surgery	100,000 00
Texas Council on Family Violence	Helping Families.Here	50,000 00
Texas Council on Family Violence	Helping.Families.Here	50,000.00
Texas Dental Association SMILES Foundation	2009 Marlin Smiles on Wheels	1,000.00
Texas Hereford Association	2009 State Junior Hereford Show	1,000.00
Texas Hill Country Higher Education Devel..	University Center Project	100,000.00
Texas Youth Commission	2009 Texas Youth Commission Educational	7,000.00
The Border Organization	General Support	5,000.00
The Children's Shelter	2009 T.O C. Charity Project	7,000 00
Transplants for Children	2009 TFC's Third annual Gayla's Fundraising	5,000 00
Tye Preston Memorial Library	\$50K Pledge - Be a Part of the Story Cap	25,000.00
United Cerebral Palsy of Greater Houston	Camp Smiles Support	5,000.00
United Civic Organization	Scholarship Fundraiser	10,000 00
United Way of San Antonio & Bexar County	2009 Days of Caring	15,000.00
University of Houston-Center for Mexican	2009 'Noche Cultural' Scholarship Banquet	9,000.00
University of Houston-Graduate School of .	2009 Greater Texas Peach Jam Youth Confe	500
University of Texas - Pan American	HESTEC 2009	43,000 00
University of Texas at Austin - Performing. .	2008/2009 Presenting Sponsor	50,000.00
University of Texas at Brownsville & Texas	\$1 Million Pledge Request The Arts Center	200,000.00
University of Texas at Brownsville & Texas	\$1 Million Pledge Request The Arts Center	200,000.00
University of Texas at San Antonio	Center for Educational Leadership Pledge	100,000.00
University of Texas Foundation	State of Texas Sponsorship	100,000 00
University of Texas Foundation	State of Texas Sponsorship	100,000.00
UT Austin-AmeriCorps for Community Engage	AmeriCorps for Community Engagement and	5,000 00
UTSA-College of Education and Human Devel.	Pledge-Ctr for Educational Leadership	100,000 00
Valley Interfaith	2009-2010 Support - Student Readiness Pr	20,000.00
Victoria College Foundation	2008-2009 Tradition of Excellence-Annual	2,500.00
VISD Middle School Incentive Scholarship	Beat the Odds-11th Annual Scholarship Aw	1,000.00
Vive Les Arts	2009/2010 Children's Theatre Seas Outrea	5,000 00
Waco-McLennan County Library	2009 Summer Showcase	450
WALIPP-William A Lawson Institute for ..	2009 WALIPP Luncheon	9,000 00

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RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
West Texas Boys Ranch	2008/2009 Support	5,000.00
Westcave Preserve Corp	Children's Environmental Education Progr	15,000 00
Western Union Foundation	Prospect Hill Matching Grant	100,000 00
Workshop Houston	2009 Program Support	15,000 00
Writers in the Schools	2009 WITS 25th Anniversary Celebration	5,000.00
Writers in the Schools	25th Anniversary Event	5,000.00
Xi Eta Lamda Chapter of Alpha Phi Alpha..	2009 Art Night in San Antonio	2,500 00
Yes Prep	Pledge	100,000 00
Yes Prep	\$1 Million Pledge	100,000.00
YMCA of Greater Houston	Camp Purple/Summer Camp 2009	30,000 00
YMCA of the Golden Crescent	2009 Friend of Youth Campaign	1,000.00
Youth Launch	2009 YouthLaunch Service Awards Luncheon	2,500 00
Zilker Theatre Productions	2009 - 51st annual Zilker Summer Musical	5,000 00
TOTAL CHARITABLE CONTRIBUTIONS		<u>5,474,613.00</u>

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STATEMENT 2**

(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
1	3M	4,000	PERSON
2	Aaron Industries, Inc. East	3,000	PERSON
3	Acosta S&M San Antonio	3,000	PERSON
4	Acosta Sales and Marketing Co.	18,000	PERSON
5	Advance Brands	16,000	PERSON
6	Advantage Sales and Marketing	25,000	PERSON
7	Algood Food Company	3,000	PERSON
8	All American Classics, Inc.	3,965	PERSON
9	Allens Packers of Quality Foods	3,000	PERSON
10	Allergan USA, Inc.	3,000	PERSON
11	Alpine Fresh	3,000	PERSON
12	American Chef, Inc.	200	PERSON
13	American Dairy Brands	6,000	PERSON
14	American Italian Pasta Company	6,000	PERSON
15	American Nutrition	500	PERSON
16	American Rice, Inc.	3,000	PERSON
17	America's Catch, Inc.	3,000	PERSON
18	Anda Inc	6,000	PERSON
19	Anheuser-Busch, Inc.	56,000	PERSON
20	Anonymous	19,760	PERSON
21	Anthony DeSouza	3,000	PERSON
22	Arneg LLC	3,000	PERSON
23	Arquest, Inc.	6,000	PERSON
24	ASM San Antonio	50,000	PERSON
25	Associated Brands, Inc.	100	PERSON
26	AstraZeneca LP	3,000	PERSON
27	Atlantic Premium Brands	12,000	PERSON
28	Azteca Milling L.P.	300	PERSON
29	B. Catalani, Inc.	6,000	PERSON
30	Baker & Patterson, LLP	3,000	PERSON
31	Bargreen/Ellingson	200	PERSON
32	Bar-S Foods Co.	12,000	PERSON
33	Bay Valley Foods, LLC.	12,000	PERSON
34	Bayer	6,000	PERSON
35	Bebo Distributing Company, Inc.	3,000	PERSON
36	Beiersdorf Inc	1,000	PERSON
37	Beldon Roofing Company	250	PERSON
38	Bellisio Foods	6,000	PERSON
39	Berry Plastics Corporation	500	PERSON
40	Best Brands Corp.	3,000	PERSON
41	Big Chuy Distributors & Sons, Inc.	3,000	PERSON
42	Bimbo Bakeries USA, Inc.	12,000	PERSON
43	Biometric Access Company	6,000	PERSON
44	Blue Bell Creameries, L.P.	6,000	PERSON
45	Blue Sea, LLC	3,000	PERSON

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(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
46	Bob Evans Farms Inc.	6,000	PERSON
47	Boehringer Ingelheim USA Corporati	12,000	PERSON
48	Bolner's Fiesta Products, Inc.	6,000	PERSON
49	Border Foods, Inc.	6,000	PERSON
50	Bradshaw International, Inc	6,000	PERSON
51	Bristol-Myers Squibb Company	3,000	PERSON
52	Bryan D. Williams	3,000	PERSON
53	Buddy's Natural Chickens, Inc.	1,500	PERSON
54	Bumble Bee Foods, LLC	6,000	PERSON
55	Bury+Partners-SA, Inc.	3,000	PERSON
56	C H Robinson Co.	6,000	PERSON
57	C. H. Robinson Company	3,000	PERSON
58	C.H Guenther & Son, Inc.	6,000	PERSON
59	Calavo Growers, Inc.	6,000	PERSON
60	California Giant, Inc.	6,000	PERSON
61	Cal-Maine Foods, Inc.	12,000	PERSON
62	Campbell Sales Company	17,000	PERSON
63	Cardinal Health	18,000	PERSON
64	Cargill Meat Solutions Corporation	35,000	PERSON
65	Caribco Shrimp Corporation	3,000	PERSON
66	Carrier Corporation	3,000	PERSON
67	Cascades Tissue Group - Sales Inc.	6,000	PERSON
68	CASH	8,990	PERSON
69	CASH	10,685	PERSON
70	Catalina Marketing	-	PERSON
71	Catapult Systems Inc.	3,000	PERSON
72	Chattem	3,000	PERSON
73	CheckFree Pay Corporation	6,000	PERSON
74	Chicken of the Sea	6,000	PERSON
75	Christopher Ranch, LLC	3,000	PERSON
76	Church & Dwight Co., Inc.	3,000	PERSON
77	Citro Mex Inter, L.L.C.	1,000	PERSON
78	Citrus World, Inc.	6,000	PERSON
79	Cliffstar Corporation	3,000	PERSON
80	Cliffstar Corporation	3,000	PERSON
81	Coastal Transport Co., Inc.	1,000	PERSON
82	Cofield Group, LLC	3,000	PERSON
83	Cognizant Technology Solutions	18,000	PERSON
84	Colgate-Palmolive	50,000	PERSON
85	ConAgra Foods	50,000	PERSON
86	ConAgra Foods Lamb Weston	3,000	PERSON
87	Conair Corporation & Subsidiaries	6,000	PERSON
88	Conwood Company, LLC	3,000	PERSON
89	Corporate Express Document & Print	6,000	PERSON
90	Cott Beverages USA	50,000	PERSON

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(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
91	Country Home Bakers	6,000	PERSON
92	Creative Link Studio, Inc.	500	PERSON
93	Crider, Inc	3,000	PERSON
94	Cropp Cooperative Inc.	300	PERSON
95	Culinary Specialties, Inc.	3,000	PERSON
96	Cypress Pharmaceuticals, Inc.	3,000	PERSON
97	Dad's Pet Care	6,000	PERSON
98	Daisy Brand	6,000	PERSON
99	Dalton's Best Maid Products, Inc.	12,000	PERSON
100	Dare Foods Incorporated	500	PERSON
101	DAVA Phamraceuticals, Inc.	500	PERSON
102	David K. DeBerry, Inc.	3,000	PERSON
103	David Oppenheimer and Company I,	3,000	PERSON
104	Daymon Worldwide Inc.	80,000	PERSON
105	Dean Foods Company	6,000	PERSON
106	Del Monte Corporation	12,000	PERSON
107	Del Real, LLC	3,000	PERSON
108	Dell USA LP	12,000	PERSON
109	Delta Produce, L.P.	18,000	PERSON
110	Desert Glory, LTD.	3,000	PERSON
111	Dial Corporation	3,000	PERSON
112	Diamond Foods, Inc.	6,000	PERSON
113	DiMare Fresh, Inc.	3,000	PERSON
114	Direct Energy Business	6,000	PERSON
115	Direct Source, Inc.	3,000	PERSON
116	Disney Worldwide Services, Inc	6,000	PERSON
117	Dole Fresh Fruit	12,000	PERSON
118	Dole Packaged Foods	6,000	PERSON
119	Durrset Amigos, LTD	3,000	PERSON
120	Dynasty Farms, Inc.	1,000	PERSON
121	Eagle Eye Produce, Inc.	6,000	PERSON
122	Eastman Kodak Company	12,000	PERSON
123	EastSun Foods, Inc.	3,000	PERSON
124	Eight O'Clock Coffee Company	3,000	PERSON
125	Eldridge Electric Company, Inc.	6,000	PERSON
126	EMC Corporation	12,000	PERSON
127	Emmi (USA), Inc.	500	PERSON
128	Energizer	35,000	PERSON
129	Energizer (Cindy has original check)	12,000	PERSON
130	Energy Sprouts, Inc.	6,000	PERSON
131	Englander Container & Display	6,000	PERSON
132	Evans Food Products Co.	3,000	PERSON
133	Expac Seafood, Inc.	35,000	PERSON
134	ezGear, LLC	3,000	PERSON
135	Family Tree Farms Marketing, L.L.C	3,000	PERSON

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(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
136	Faribault Foods	3,000	PERSON
137	Farmer's Best	10,000	PERSON
138	Faultless Starch/Bon Ami Company	3,000	PERSON
139	Faust Distributing Company	10,000	PERSON
140	Ferrero, U.S.A. Inc.	6,000	PERSON
141	Flint Hills Resources, LP	6,000	PERSON
142	Flowers Foods Bakeries Group, LLC	12,000	PERSON
143	FONEGEAR LLC	1,000	PERSON
144	Forbes Hever & Wallace, Inc	500	PERSON
145	Frank Brunckhorst Co , L.L.C.	12,000	PERSON
146	Fresh Express	75,000	PERSON
147	Fresherized Foods	6,000	PERSON
148	Freudenberg Household Products, LP	12,000	PERSON
149	Frito Lay	40,000	PERSON
150	Frontera Produce LTD.	3,000	PERSON
151	G&W Laboratories, Inc.	3,000	PERSON
152	General Mills	100,000	PERSON
153	George DeLallo Co., Inc.	3,000	PERSON
154	Georgia-Pacific	18,000	PERSON
155	Giumarra	3,000	PERSON
156	GlaxoSmithKline	6,000	PERSON
157	Glenmark Generics Inc., USA	3,000	PERSON
158	Globe Electric Company (U.S.A.) Inc	6,000	PERSON
159	Gorton's	6,000	PERSON
160	Graceway Pharmaceuticals, LLC	3,000	PERSON
161	Grant Family Farms	3,000	PERSON
162	Great Kitchens, Inc.	500	PERSON
163	Great Lakes Cheese Co., Inc.	12,000	PERSON
164	Green Valley Food Corp.	3,000	PERSON
165	Growers Express, LLC	1,500	PERSON
166	GTECH	3,000	PERSON
167	HEB Grocery Company	6,000	PERSON
168	Coca-Cola	100,000	PERSON
169	Nestle USA	40,500	PERSON
170	Hallmark Global Services, Inc.	15,000	PERSON
171	Handi-Foil Corp	3,000	PERSON
172	Handy International Incorporated	3,000	PERSON
173	HANESbrandsINC	3,000	PERSON
174	Harbor Seafood	3,000	PERSON
175	Harvest Manor Farms, LLC.	3,000	PERSON
176	Hass Avocado Board	3,000	PERSON
177	HC Brill Company, Inc	3,000	PERSON
178	Healds Valley Farms	12,000	PERSON
179	Health Care Service Corporation	8,000	PERSON
180	Heartland Catfish Company, Inc.	3,000	PERSON

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(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
181	H-E-B	5,880	PERSON
182	H-E-B Partner Contributions	4,260	PERSON
183	Heinz North America	18,000	PERSON
184	Helen of Troy	3,000	PERSON
185	Henry Avocado Corporation	3,000	PERSON
186	Hewlett Packard	3,000	PERSON
187	High Liner Foods	3,000	PERSON
188	High Liner Foods Inc.	3,000	PERSON
189	Hilex Poly Co., LLC	3,000	PERSON
190	Hill Phoenix	6,000	PERSON
191	Hinojosa & Sons Produce, Inc.	2,000	PERSON
192	Hi-Tech Pharmadal Co. Inc.	3,000	PERSON
193	Home Diagnostics, Inc.	3,000	PERSON
194	Hormel Foods Corporation	12,000	PERSON
195	HP Hood LLC	3,000	PERSON
196	Huhtamaki Foodservice, Inc.	3,000	PERSON
197	Hussmann Corporation	6,000	PERSON
198	Hydus Inc	3,000	PERSON
199	Hypercom Corporation	3,000	PERSON
200	Idelle Labs, Ltd.	3,000	PERSON
201	IFCO Systems, N.A.	12,000	PERSON
202	Impax Laboratories, Inc.	3,000	PERSON
203	Imperial Distributing, Inc.	6,000	PERSON
204	inContact	3,000	PERSON
205	Index Fresh	3,000	PERSON
206	Ingram Entertainment Inc.	9,000	PERSON
207	Ingram Entertainment, Inc.	18,000	PERSON
208	Integrated Communications Technolo	6,000	PERSON
209	Interactive Communications	35,000	PERSON
210	Interbake Foods	6,000	PERSON
211	International Business Machines Corp	3,000	PERSON
212	IRI	6,000	PERSON
213	J Bar B Foods	12,000	PERSON
214	J&D Produce, Inc.	3,000	PERSON
215	J&J Sales & Logistics Co., LLC	42,000	PERSON
216	Jack Link's Beef Jerky	6,000	PERSON
217	JandJ Sales and Logistics Co, LLC	8,000	PERSON
218	Janice Burgess Mantzel	60	PERSON
219	JBR, Inc.	9,000	PERSON
220	JDA Software, Inc.	3,000	PERSON
221	Joeris General Contractors, Ltd.	6,000	PERSON
222	Joey Oysters, Inc	1,000	PERSON
223	John B. Sanfilippo & Son, Inc.	3,000	PERSON
224	John Morrell	106,000	PERSON
225	John Volpi & Company, Inc.	4,000	PERSON

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(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
226	Jonathan or Stephanie English	40	PERSON
227	Kane Industries Corporation	3,000	PERSON
228	Kangaroo Brands, Inc.	3,000	PERSON
229	Kao Brands Company	6,000	PERSON
230	Kayser-Roth Corporation	3,000	PERSON
231	Kehe Food Distributors, Inc.	50,000	PERSON
232	Kellogg's	35,000	PERSON
233	Keystone Fruit Marketing, Inc.	6,000	PERSON
234	KIK International LLC	6,000	PERSON
235	Kimberly-Clark	50,000	PERSON
236	Kingdom Fresh Produce, Inc.	3,000	PERSON
237	Kiobassa Provision Company	6,000	PERSON
238	Kracker Enterprises LLC	250	PERSON
239	Kraft Foods Global, Inc.	60,000	PERSON
240	Kraft Foods, Inc.	65,000	PERSON
241	Kremers Urban	3,000	PERSON
242	Kysor Panel Systems	9,000	PERSON
243	L&M Companies, Inc.	6,000	PERSON
244	La Tortilla Factory	3,000	PERSON
245	Lactalis American Group, Inc.	500	PERSON
246	Land O'Frost, Inc.	6,000	PERSON
247	Land O'Lakes, Inc.	3,000	PERSON
248	Langley/Empire Candle LLC	3,000	PERSON
249	Latinworks Marketing LP	500	PERSON
250	Lexmark International Inc	3,000	PERSON
251	Liberto Management Co., Inc.	3,000	PERSON
252	Limex Sicar & Ltd. Co.	4,000	PERSON
253	Lionsgate Entertainment	-	PERSON
254	Lighthouse	3,000	PERSON
255	Logicalis Integration Solutions	18,000	PERSON
256	Longhorn Food Brokers, L.P.	18,000	PERSON
257	L'Oreal USA	45,000	PERSON
258	LQ Management L.L.C.	3,000	PERSON
259	Madix Store Fixtures	3,000	PERSON
260	Malt-O-Meal	12,000	PERSON
261	Mann Packing Co., Inc.	3,000	PERSON
262	Marco Company	3,000	PERSON
263	Maritime Product Int'l	3,000	PERSON
264	Marketing Solutions	3,000	PERSON
265	Mastronardi Produce Limited	6,000	PERSON
266	Mazzetta Company, LLC	35,000	PERSON
267	McCormick & Co., Inc.	18,000	PERSON
268	McDaniel Fruit Company	3,000	PERSON
269	Megaware LLC	3,000	PERSON
270	Menasha Corporation	6,000	PERSON

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(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
271	Merkury Innovations LLC	500	PERSON
272	Mex Flores	3,000	PERSON
273	Microsoft Corporation	9,000	PERSON
274	Microstrategy Incorporated	3,000	PERSON
275	Midlothian Laboratories	600	PERSON
276	Milk Products LLC - Austin	18,000	PERSON
277	MillerCoors	50,000	PERSON
278	Mission Foods	12,000	PERSON
279	Mission Petroleum Carriers, Inc.	3,000	PERSON
280	Mitsubishi Digital Electronics	3,000	PERSON
281	Monterey Mushrooms	6,000	PERSON
282	Mother Parker's Tea & Coffee USA, I	3,000	PERSON
283	Motomco	3,000	PERSON
284	Mt. Olive Pickle Company, Inc.	2,825	PERSON
285	MTBC LTD.	3,000	PERSON
286	N. K. Hurst company	6,000	PERSON
287	Nationwide Applications, Inc.	7,500	PERSON
288	Naturally Fresh, Inc.	3,000	PERSON
289	NBTY, Inc.	6,000	PERSON
290	Nestle	3,000	PERSON
291	Nestle (Infant Division)	21,750	PERSON
292	Nestle Purina PetCare Company	31,250	PERSON
293	Nestle Waters North America, Inc.	31,250	PERSON
294	NestlePurina PetCare Company	9,250	PERSON
295	Netspend Corporation	6,000	PERSON
296	New World Pasta	3,000	PERSON
297	Newell Rubbermaid	6,000	PERSON
298	Newman's Own, Inc.	6,000	PERSON
299	Night Hawk Frozen Foods, Inc.	3,000	PERSON
300	Norseland Incorporated	3,000	PERSON
301	North Bay Produce, Inc.	6,000	PERSON
302	North Weld Produce Company	6,000	PERSON
303	Ocean Mist Farms	3,000	PERSON
304	Ocean Spray Cranberries, Inc.	6,000	PERSON
305	Oracle USA, Inc.	3,000	PERSON
306	Orchids Paper Products	3,000	PERSON
307	Organic Foods International+B94, Inc	3,000	PERSON
308	Orval Kent Food Company, Inc	6,000	PERSON
309	Orval Kent Food Company, Inc.	6,000	PERSON
310	Osram Sylvania	18,000	PERSON
311	Pacific Seafood	3,000	PERSON
312	Pactiv Advanced Packaging Solutions	6,000	PERSON
313	Panattoni Construction	6,000	PERSON
314	Pape-Dawson Engineers	3,000	PERSON
315	Par Pharmaceutical Inc.	3,000	PERSON

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STATEMENT 2**

(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
316	Paramount Farms, Inc.	3,000	PERSON
317	Patty's Herbs, Inc.	6,000	PERSON
318	Pen Pak Corporation	3,000	PERSON
319	Pepperidge Farm	18,000	PERSON
320	Perrigo	6,000	PERSON
321	Personna American Safety Razor Co.	3,000	PERSON
322	Petri Baking Products, Inc.	500	PERSON
323	Pharmavite	12,000	PERSON
324	Philip Morris USA Inc.	6,000	PERSON
325	Philly Seafood, Inc.	6,000	PERSON
326	Pilgrim's Pride Corporation	35,000	PERSON
327	Pinnacle Foods Group LLC	35,000	PERSON
328	Pioneer Growers	3,000	PERSON
329	PL Foods Ltd. Div of NAB, Inc.	5,990	PERSON
330	Pompeian	6,000	PERSON
331	Pottery Direct America Sales Inc.	1,500	PERSON
332	Prasco Laboratories	3,000	PERSON
333	Prashanth Palakurthi	12,000	PERSON
334	Praters Foods, Inc.	3,000	PERSON
335	Pro Health	12,000	PERSON
336	Pure Hothouse Foods Inc.	3,000	PERSON
337	Quaker Sales & Distribution, Inc.	25,000	PERSON
338	Qualitest Pharmaceuticals	3,000	PERSON
339	QVS, Inc.	3,000	PERSON
340	R J Reynolds	3,000	PERSON
341	R.M.R., Inc.	3,000	PERSON
342	Rainier Fruit Company	6,000	PERSON
343	Ralcorp Holdings, Inc.	12,000	PERSON
344	Rapp Collins Dallas	6,000	PERSON
345	Red Blossom	1,000	PERSON
346	Red Bull North America, Inc.	18,000	PERSON
347	Red Gold, Inc.	6,000	PERSON
348	Reed Candle Company	3,000	PERSON
349	Regal Springs Trading Company	3,000	PERSON
350	Register Tapes Unlimited, LP	3,000	PERSON
351	Reliant Energy Retail Services LLC	6,000	PERSON
352	Republic National Distributing Comp	17,514	PERSON
353	Retail Display Components, Ltd.	1,000	PERSON
354	Rio Fresh	6,000	PERSON
355	Roland or Elsa Neaves	1,000	PERSON
356	Rosemont Farms Corporation	3,000	PERSON
357	Royal Oak	3,000	PERSON
358	Royston	3,000	PERSON
359	Rudolph Foods Company Inc.	6,000	PERSON
360	S&C Resale Company	50,000	PERSON

H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, SCHEDULE B, PART I - CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 2

(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
361	S. C. Johnson	50,000	PERSON
362	Sabra Dipping Company, LLC	3,000	PERSON
363	Sadler's Bar-B-Que Sales, Inc.	12,000	PERSON
364	Sage Fruit Company	3,000	PERSON
365	Sanderson Farms, Inc.	75,000	PERSON
366	Sara Lee	50,000	PERSON
367	Schiff Nutrition Group	6,000	PERSON
368	Schratter Foods Inc.	3,000	PERSON
369	Schreiber Foods	6,000	PERSON
370	Seaborad Foods LP	6,000	PERSON
371	Seafood America LLC	1,000	PERSON
372	Seafood Exchange of Florida, Inc	3,000	PERSON
373	Seafood Wholesalers, LTD.	3,000	PERSON
374	Selser Schaefer Architects	3,000	PERSON
375	Seneca Foods Corporation	3,000	PERSON
376	Sentry Industries Inc.	3,000	PERSON
377	Service Vending Co Inc.	6,000	PERSON
378	Shamrock Foods Company	3,000	PERSON
379	Sigma Solutions Inc.	35,000	PERSON
380	Six L's Packing Company, Inc.	1,500	PERSON
381	Smokey Mountain Chew, Inc.	3,000	PERSON
382	Snyder's of Hanover, Inc	12,000	PERSON
383	Sony Pictures Home Entertainment	6,000	PERSON
384	Southern Specialties, Inc.	6,000	PERSON
385	Southern Store Fixtures, Inc	6,000	PERSON
386	SpawGlass Contractors, Inc.	6,000	PERSON
387	Special Olympics Texas	4,400	PERSON
388	Spectrum Brands	6,000	PERSON
389	Spice World, Inc.	6,000	PERSON
390	ST Motorsports, Inc.	12,000	PERSON
391	Steinbeck Country Produce	3,000	PERSON
392	Sterilite Corporation	6,000	PERSON
393	Steven E. Thomas	500	PERSON
394	Success Valley Produce LLC	3,000	PERSON
395	Sun Products Corporation	12,000	PERSON
396	Sunbeam Products, Inc	3,000	PERSON
397	SunFed Perfect Produce	3,000	PERSON
398	Sunkist	12,000	PERSON
399	Sunlight International Sales, Inc.	18,000	PERSON
400	Sunshine Mills, Inc.	3,000	PERSON
401	Superbag Operating, Ltd.	500	PERSON
402	Superior Foods	6,000	PERSON
403	Symantec Corporation	3,000	PERSON
404	Synnex Corporation	6,000	PERSON
405	Systems Application Engineering, Inc	1,000	PERSON

H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, SCHEDULE B, PART I - CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 2

(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
406	T/W Retail Sales & Mktg. Inc	6,000	PERSON
407	Tan-O-On Marketing , Inc.	3,000	PERSON
408	Taylor Farms Texas, Inc.	3,000	PERSON
409	Temple Bottling Company, LTD.	3,000	PERSON
410	Teradata	12,800	PERSON
411	Teva Pharmaceuticals	6,000	PERSON
412	Texas Electronic Systems Specialists,	12,000	PERSON
413	Texas Farm Products Company	3,000	PERSON
414	Texstar Produce LLC	4,000	PERSON
415	The American Bottling Co	100,000	PERSON
416	The Clorox Company	12,000	PERSON
417	The Dannon Company	18,000	PERSON
418	The J.M. Smucker Company	6,000	PERSON
419	The Jel Sert Company	12,000	PERSON
420	The News Group	6,000	PERSON
421	The P&G Distributing LLC	12,000	PERSON
422	The Pepsi Bottling Group, Inc.	35,000	PERSON
423	The Richards Group	3,000	PERSON
424	The Wine Group, Inc.	3,000	PERSON
425	Theis Distributing Co., Inc.	35,000	PERSON
426	Time Warner Cable	3,000	PERSON
427	Tokyo Gardens Catering, LLC	12,000	PERSON
428	Transnational Foods Inc	6,000	PERSON
429	Trans-Ocean Products, Inc.	3,000	PERSON
430	Tricar Sales, Inc.	3,000	PERSON
431	Trident Seafoods Corporation	6,000	PERSON
432	Trinidad Benham Corporation	6,000	PERSON
433	Tropical Aquaculture Products, Inc.	3,000	PERSON
434	TSG Empire Texas, LLC	3,900	PERSON
435	TSG Maher Marketing LLC	3,000	PERSON
436	Tyson	50,000	PERSON
437	Unilver United States	100,000	PERSON
438	United Research Laboratories, Inc.	6,000	PERSON
439	USA deView, Inc.	6,000	PERSON
440	UST Global Inc.	12,000	PERSON
441	Valor Brands LLC	3,000	PERSON
442	Ventura Foods, LLC	12,000	PERSON
443	Vertis Communications	6,000	PERSON
444	Vi-Jon	3,000	PERSON
445	Vi-Jon, Inc.	3,000	PERSON
446	Vilore Foods Company, Inc.	6,000	PERSON
447	Vincent Giordano Corporation	1,000	PERSON
448	Vita Food Products, Inc.	3,000	PERSON
449	Vmware, Inc.	3,000	PERSON
450	Voita Citrus, Inc.	3,000	PERSON

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, SCHEDULE B, PART I - CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 2**

(a) NO.	(b) NAME	(c) AGGREGATE CONTRIBUTIONS	(d) TYPE OF CONTRIBUTION
451	Wagner's, LLC	3,000	PERSON
452	Washington Fruit & Produce Co.	3,000	PERSON
453	Watson Laboratories, Inc.	3,000	PERSON
454	Welch's	6,000	PERSON
455	Wells Fargo Bank, N.A.	6,000	PERSON
456	Western Union Financial Svices, Inc	6,000	PERSON
457	WhiteWave Foods	12,000	PERSON
458	Williams Development & Constructic	3,000	PERSON
459	Wilton Industries, Inc.	3,000	PERSON
460	Wincor Nixdorf Inc.	3,000	PERSON
461	Windsor	3,000	PERSON
462	Winter Garden Produce, Inc.	3,000	PERSON
463	Wipro	3,000	PERSON
464	Wisconsin Cheese Group	3,000	PERSON
465	Wockhardt USA LLC	3,000	PERSON
466	Wyeth	3,000	PERSON
467	Zicam	3,000	PERSON
AGGREGATE CONTRIBUTIONS		4,425,769	

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, PART VII-A, LINE 10, SUBSTANTIAL CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 3**

NAME	CONTRIBUTION AMOUNT
Acosta Sales and Marketing Co	18,000
Advance Brands	16,000
Advantage Sales and Marketing	25,000
American Dairy Brands	6,000
American Italian Pasta Company	6,000
Anda Inc	6,000
Anheuser-Busch, Inc.	56,000
Anonymous Contributors	19,760
Arquest, Inc	6,000
ASM San Antonio	50,000
Atlantic Premium Brands	12,000
B. Catalan, Inc	6,000
Bar-S Foods Co.	12,000
Bay Valley Foods, LLC	12,000
Bayer	6,000
Bellisio Foods	6,000
Bimbo Bakeries USA, Inc.	12,000
Biometric Access Company	6,000
Blue Bell Creameries, L.P.	6,000
Bob Evans Farms Inc	6,000
Boehringer Ingelheim USA Corporation	12,000
Bolner's Fiesta Products, Inc	6,000
Border Foods, Inc.	6,000
Bradshaw International, Inc	6,000
Bumble Bee Foods, LLC	6,000
C H Robinson Co	6,000
C.H. Guenther & Son, Inc	6,000
Calavo Growers, Inc.	6,000
California Giant, Inc.	6,000
Cal-Maine Foods, Inc.	12,000
Campbell Sales Company	17,000
Cardinal Health	18,000
Cargill Meat Solutions Corporation	35,000
Cascades Tissue Group - Sales Inc.	6,000
CASH	8,990
CASH	10,685
CheckFree Pay Corporation	6,000
Chicken of the Sea	6,000
Citrus World, Inc.	6,000
Cognizant Technology Solutions	18,000
Colgate-Palmolive	50,000
ConAgra Foods	50,000
Conair Corporation & Subsidiaries	6,000
Corporate Express Document & Print Mgmt	6,000
Cott Beverages USA	50,000

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, PART VII-A, LINE 10, SUBSTANTIAL CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 3**

NAME	CONTRIBUTION AMOUNT
Country Home Bakers	6,000
Dad's Pet Care	6,000
Daisy Brand	6,000
Dalton's Best Maid Products, Inc.	12,000
Daymon Worldwide Inc	80,000
Dean Foods Company	6,000
Del Monte Corporation	12,000
Dell USA LP	12,000
Delta Produce, L.P.	18,000
Diamond Foods, Inc	6,000
Direct Energy Business	6,000
Disney Worldwide Services, Inc	6,000
Dole Fresh Fruit	12,000
Dole Packaged Foods	6,000
Eagle Eye Produce, Inc	6,000
Eastman Kodak Company	12,000
Eldridge Electric Company, Inc.	6,000
EMC Corporation	12,000
Energizer	35,000
Energizer (Cindy has original check)	12,000
Energy Sprouts, Inc	6,000
Englander Container & Display	6,000
Expack Seafood, Inc	35,000
Farmer's Best	10,000
Faust Distributing Company	10,000
Ferrero, U.S.A. Inc.	6,000
Flint Hills Resources, LP	6,000
Flowers Foods Bakeries Group, LLC	12,000
Frank Brunckhorst Co , L L C.	12,000
Fresh Express	75,000
Fresherized Foods	6,000
Freudenberg Household Products, LP	12,000
Frito Lay	40,000
General Mills	100,000
Georgia-Pacific	18,000
GlaxoSmithKline	6,000
Globe Electric Company (U S.A.) Inc	6,000
Gorton's	6,000
Great Lakes Cheese Co , Inc.	12,000
H. E Butt Grocery Co.	6,000
H. E Butt Grocery Co (Coca-Cola)	100,000
H. E. Butt Grocery Co (Nestle USA)	40,500
Hallmark Global Services, Inc	15,000
Healds Valley Farms	12,000
Health Care Service Corporation	8,000

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, PART VII-A, LINE 10, SUBSTANTIAL CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 3**

NAME	CONTRIBUTION AMOUNT
H-E-B	5,880
Heinz North America	18,000
Hill Phoenix	6,000
Hormel Foods Corporation	12,000
Hussmann Corporation	6,000
IFCO Systems, N A	12,000
Imperial Distributing, Inc.	6,000
Ingram Entertainment Inc	9,000
Ingram Entertainment, Inc	18,000
Integrated Communications Technologies, L.P.	6,000
Interactive Communications	35,000
Interbake Foods	6,000
IRI	6,000
J Bar B Foods	12,000
J&J Sales & Logistics Co , LLC	42,000
Jack Link's Beef Jerky	6,000
JandJ Sales and Logistics Co, LLC	8,000
JBR, Inc	9,000
Joeris General Contractors, Ltd.	6,000
John Morrell	106,000
Kao Brands Company	6,000
Kehe Food Distributors, Inc.	50,000
Kellogg's	35,000
Keystone Fruit Marketing, Inc	6,000
KIK International LLC	6,000
Kimberly-Clark	50,000
Kiolbassa Provision Company	6,000
Kraft Foods Global, Inc.	60,000
Kraft Foods, Inc.	65,000
Kysor Panel Systems	9,000
L&M Companies, Inc.	6,000
Land O'Frost, Inc	6,000
Logicalis Integration Solutions	18,000
Longhorn Food Brokers, L.P	18,000
L'Oreal USA	45,000
Malt-O-Meal	12,000
Mastronardi Produce Limited	6,000
Mazzetta Company, LLC	35,000
McCormick & Co , Inc	18,000
Menasha Corporation	6,000
Microsoft Corporation	9,000
Milk Products LLC - Austin	18,000
MillerCoors	50,000
Mission Foods	12,000
Monterey Mushrooms	6,000

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, PART VII-A, LINE 10, SUBSTANTIAL CONTRIBUTORS
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STATEMENT 3**

NAME	CONTRIBUTION AMOUNT
N. K Hurst company	6,000
Nationwide Applications, Inc	7,500
NBTY, Inc.	6,000
Nestle (Infant Division)	21,750
Nestle Purina PetCare Company	31,250
Nestle Waters North America, Inc	31,250
NestlePurina PetCare Company	9,250
Netspend Corporation	6,000
Newell Rubbermaid	6,000
Newman's Own, Inc.	6,000
North Bay Produce, Inc	6,000
North Weld Produce Company	6,000
Ocean Spray Cranberries, Inc	6,000
Orval Kent Food Company, Inc.	6,000
Orval Kent Food Company, Inc.	6,000
Osram Sylvania	18,000
Pactiv Advanced Packaging Solutions	6,000
Panattoni Construction	6,000
Patty's Herbs, Inc.	6,000
Pepperidge Farm	18,000
Perrigo	6,000
Pharmavite	12,000
Philip Morris USA Inc.	6,000
Philly Seafood, Inc.	6,000
Pilgrim's Pride Corporation	35,000
Pinnacle Foods Group LLC	35,000
PL Foods Ltd Div of NAB, Inc	5,990
Pompeian	6,000
Prashanth Palakurthi	12,000
Pro Health	12,000
Quaker Sales & Distribution, Inc	25,000
Rainier Fruit Company	6,000
Ralcorp Holdings, Inc	12,000
Rapp Collins Dallas	6,000
Red Bull North America, Inc	18,000
Red Gold, Inc	6,000
Reliant Energy Retail Services LLCPRR	6,000
Republic National Distributing Company LLC	17,514
Rio Fresh	6,000
Rudolph Foods Company Inc.	6,000
S&C Resale Company	50,000
S. C Johnson	50,000
Sadler's Bar-B-Que Sales, Inc.	12,000
Sanderson Farms, Inc	75,000
Sara Lee	50,000

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, PART VII-A, LINE 10, SUBSTANTIAL CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 3**

NAME	CONTRIBUTION AMOUNT
Schiff Nutrition Group	6,000
Schreiber Foods	6,000
Seaborad Foods LP	6,000
Service Vending Co Inc.	6,000
Sigma Solutions Inc.	35,000
Snyder's of Hanover, Inc.	12,000
Sony Pictures Home Entertainment	6,000
Southern Specialties, Inc.	6,000
Southern Store Fixtures, Inc.	6,000
SpawGlass Contractors, Inc	6,000
Spectrum Brands	6,000
Spice World, Inc	6,000
ST Motorsports, Inc.	12,000
Sterilite Corporation	6,000
Sun Products Corporation	12,000
Sunkist	12,000
Sunlight International Sales, Inc.	18,000
Superior Foods	6,000
Synnex Corporation	6,000
T/W Retail Sales & Mktg. Inc.	6,000
Teradata	12,800
Teva Pharmaceuticals	6,000
Texas Electronic Systems Specialists, Inc	12,000
The American Bottling Co.	100,000
The Clorox Company	12,000
The Dannon Company	18,000
The J M. Smucker Company	6,000
The Jel Sert Company	12,000
The News Group	6,000
The P&G Distributing LLC	12,000
The Pepsi Bottling Group, Inc	35,000
Theis Distributing Co., Inc	35,000
Tokyo Gardens Catering, LLC	12,000
Transnational Foods Inc	6,000
Trident Seafoods Corporation	6,000
Trinidad Benham Corporation	6,000
Tyson	50,000
Unilver United States	100,000
United Research Laboratories, Inc	6,000
USA deView, Inc	6,000
UST Global Inc.	12,000
Ventura Foods, LLC	12,000
Vertis Communications	6,000
Vilore Foods Company, Inc	6,000
Welch's	6,000

**H.E.B TOURNAMENT OF CHAMPIONS CHARITABLE TRUST
990-PF, PART VII-A, LINE 10, SUBSTANTIAL CONTRIBUTORS
FOR CALENDAR YEAR 2009
STATEMENT 3**

NAME	CONTRIBUTION AMOUNT
Wells Fargo Bank, N.A	6,000
Western Union Financial Svices, Inc	6,000
WhiteWave Foods	12,000
TOTAL SUBSTANTIAL CONTRIBUTIONS	3,800,119

HEB TOURNAMENT OF CHAMPIONS

Employer ID: 76-618719

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For Calendar Year 2009

Line 16c - Other Professional Fees

Administrator Fees	\$ 69,283
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Total	<u>\$ 69,283</u>
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Line 23 - Other Expenses

Awards	\$48,717
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Event Food	89,228
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Administrative	940
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Production	452,734
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Other Expenses	80
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Total	<u>\$ 591,699</u>
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