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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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning

, 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 changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions

Name of foundation

J. LANDIS AND SHARON MARTIN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

150 VINE STREET

City or town, state, and ZIP code

DENVER, CO 80206

A Employer identification number

84-1466263

B Telephone number (see page 10 of the instructions)

(303) 296-5637

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

☒ 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) **\$ 2,618,490.**

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)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	15.	15.		
4 Dividends and interest from securities	52,746.	52,746.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	215,288.			
b Gross sales price for all assets on line 6a	1,062,867.			
7 Capital gain net income (from Part IV, line 2)		215,288.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	60,264.	-8,664.	3,000.	ATCH 1
12 Total. Add lines 1 through 11	328,313.	259,385.	3,000.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	4,499.	2,249.		2,250.
c Other professional fees (attach schedule) *	16,713.	8,356.		8,357.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) **	46,350.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	1,710.	1,710.		
24 Total operating and administrative expenses				
Add lines 13 through 23	69,272.	12,315.		10,607.
25 Contributions, gifts, grants paid	11,250.			11,250.
26 Total expenses and disbursements Add lines 24 and 25	80,522.	12,315.		21,857.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	247,791.			
b Net investment income (if negative, enter -0-)		247,070.		
c Adjusted net income (if negative, enter -0-)			3,000.	

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

* ATCH 2 JSA **

ATCH 3

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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			
	2 Savings and temporary cash investments	796,348.	925,266.	925,266.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) <u>ATCH 5</u>	1,252,820.	1,055,133.	1,206,846.
	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) <u>ATCH 6</u>	169,818.	486,378.	486,378.	
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)	2,218,986.	2,466,777.	2,618,490.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,218,986.	2,466,777.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances (see page 17 of the instructions)	2,218,986.	2,466,777.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,218,986.	2,466,777.	

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	2,218,986.
2 Enter amount from Part I, line 27a	2	247,791.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,466,777.
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	2,466,777.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	215,288.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
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.					

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	2,365,572.	3,502,130.	0.675467
2007	1,406,792.	5,670,918.	0.248071
2006	27,246.	4,771,470.	0.005710
2005	16,853.	484,690.	0.034771
2004	20,008.	436,869.	0.045799
2 Total of line 1, column (d)			2 1.009818
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 0.201964
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 2,393,752.
5 Multiply line 4 by line 3			5 483,452.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,471.
7 Add lines 5 and 6			7 485,923.
8 Enter qualifying distributions from Part XII, line 4			8 21,857.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	4,941.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	4,941.
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	4,941.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 2,898.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 7,500.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	10,398.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	9.	
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	5,448.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 5,448. Refunded	11		

Part VII-A Statements Regarding Activities

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

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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?	13	X	
Website address <input type="checkbox"/> N/A				
14 The books are in care of <input type="checkbox"/> J. LANDIS MARTIN		Telephone no <input type="checkbox"/> 303-296-5637		
Located at <input type="checkbox"/> 1999 BROADWAY, DENVER, CO.		ZIP + 4 <input type="checkbox"/> 80202		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here				<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year				15

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

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

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

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

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

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

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

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

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

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

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
ATTACHMENT 7		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 ☐

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
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	NONE	
2		
All other program-related investments See page 24 of the instructions		
3	NONE	
Total. Add lines 1 through 3		

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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	1,246,960.
b	Average of monthly cash balances	1b	696,867.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	486,378.
d	Total (add lines 1a, b, and c)	1d	2,430,205.
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	0.
3	Subtract line 2 from line 1d	3	2,430,205.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	36,453.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,393,752.
6	Minimum investment return. Enter 5% of line 5	6	119,688.

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	119,688.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,941.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,941.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	114,747.
4	Recoveries of amounts treated as qualifying distributions	4	3,000.
5	Add lines 3 and 4	5	117,747.
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	117,747.

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	21,857.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	21,857.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,857.

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				117,747.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only			0.	
b Total for prior years 20 07, 20 06, 20 05		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	0.			
b From 2005	0.			
c From 2006	0.			
d From 2007	991,275.			
e From 2008	2,197,325.			
f Total of lines 3a through e	3,188,600.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 21,857.			0.	
a Applied to 2008, but not more than line 2a			0.	
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				21,857.
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))	95,890.			95,890.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,092,710.			
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.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
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)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,092,710.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	895,385.			
d Excess from 2008	2,197,325.			
e Excess from 2009				

Form 990-PF (2009)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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)

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

ATTACHMENT 8

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

N/A

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

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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 ATTACHMENT 9				
Total			▶ 3a	11,250.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2009)

Enter gross amounts unless otherwise indicated

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

NOT APPLICABLE

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,817.		70 SHS: ABBOTT LABS PROPERTY TYPE: SECURITIES 3,695.				P	01/05/2009	12/30/2009 122.
1,903.		134 SHS: AMERICAN LAND LEASE PROPERTY TYPE: SECURITIES 1,625.				P	04/09/1999	02/23/2009 278.
3,172.		100 SHS: ANIXTER INTERNATIONAL PROPERTY TYPE: SECURITIES 5,873.				P	01/04/2008	01/05/2009 -2,701.
2,839.		30 SHS: APPLE INC PROPERTY TYPE: SECURITIES 5,628.				P	01/04/2008	01/05/2009 -2,789.
4,311.		130 SHS: CAPITAL ONE FINANCE PROPERTY TYPE: SECURITIES 5,911.				P	01/04/2008	01/05/2009 -1,600.
3,971.		70 SHS: CELGENE CORP PROPERTY TYPE: SECURITIES 3,844.				P	01/05/2009	12/24/2009 127.
171,346.		5,000 SHS: DU PONT DE NEMOURS PROPERTY TYPE: SECURITIES 204,650.				P	02/14/2006	10/15/2009 -33,304.
17,135.		500 SHS: DU PONT DE NEMOURS PROPERTY TYPE: SECURITIES 24,190.				P	12/16/2004	10/15/2009 -7,055.
3,757.		45 SHS: ENTERGY CORP PROPERTY TYPE: SECURITIES 3,826.				P	01/05/2009	12/29/2009 -69.
0.		6 SHS: FAIRPOINT COMMUNICATION PROPERTY TYPE: SECURITIES 58.				P	12/16/2004	12/24/2009 -58.
0.		3 SHS: FAIRPOINT COMMUNICATION PROPERTY TYPE: SECURITIES 28.				P	01/03/2007	12/24/2009 -28.
3,621.		80 SHS: FLUOR CORP NEW PROPERTY TYPE: SECURITIES 3,985.				P	01/05/2009	12/24/2009 -364.

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,712.		160 SHS: GENERAL ELECTRIC PROPERTY TYPE: SECURITIES 5,346.				P	02/14/2006	01/05/2009 -2,634.
74,437.		4,840 SHS: GENERAL ELECTRIC PROPERTY TYPE: SECURITIES 161,704.				P	02/14/2006	12/24/2009 -87,267.
2,461.		160 SHS: GENERAL ELECTRIC PROPERTY TYPE: SECURITIES 5,797.				P	01/04/2008	12/24/2009 -3,336.
6,611.		130 SHS: GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES 6,101.				P	01/04/2008	01/05/2009 510.
532.		22 SHS: HOME DEPOT INC PROPERTY TYPE: SECURITIES 551.				P	01/04/2008	01/05/2009 -19.
5,765.		198 SHS: HOME DEPOT INC PROPERTY TYPE: SECURITIES 4,957.				P	01/04/2008	12/24/2009 808.
2,942.		130 SHS: HUANENG POWER INT'L PROPERTY TYPE: SECURITIES 3,978.				P	01/05/2009	12/24/2009 -1,036.
1.		25 SHS: IDEARC INC PROPERTY TYPE: SECURITIES 774.				P	11/17/2006	10/15/2009 -773.
3,752.		390 SHS: ING GROEP NV SPON ADR PROPERTY TYPE: SECURITIES 4,004.				P	01/05/2009	12/24/2009 -252.
916.		390 SHS: ING GROEP NV RTS PROPERTY TYPE: SECURITIES 0.				P	01/05/2009	12/24/2009 916.
9,207.		30 SHS: INTUITIVE SURGICAL PROPERTY TYPE: SECURITIES 3,848.				P	01/05/2009	12/29/2009 5,359.
20,791.		500 SHS: JPMORGAN CHASE PROPERTY TYPE: SECURITIES 19,405.				P	12/16/2004	12/29/2009 1,386.

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
5,349.		100 SHS: KELLOGG CO PROPERTY TYPE: SECURITIES 4,357.				992.	12/24/2009
9,484.		346 SHS: KRAFT FOOD PROPERTY TYPE: SECURITIES 7,217.				2,267.	12/24/2009
3,838.		140 SHS: KRAFT FOOD PROPERTY TYPE: SECURITIES 3,867.				-29.	12/24/2009
12,899.		1,200 SHS: LIBERTY MEDIA PROPERTY TYPE: SECURITIES 4,366.				8,533.	12/24/2009
5,661.		230 SHS: MARSH & MCLENNAN COS PROPERTY TYPE: SECURITIES 6,226.				-565.	01/05/2009
9,325.		500 SHS: PFIZER INC PROPERTY TYPE: SECURITIES 14,160.				-4,835.	12/24/2009
24,379.		500 SHS: PHILIP MORRIS INT'L PROPERTY TYPE: SECURITIES 16,025.				8,354.	12/24/2009
5,080.		260 SHS: TEXTRON INC PROPERTY TYPE: SECURITIES 3,975.				1,105.	12/24/2009
5,723.		430 SHS: TRAVELZOO INC PROPERTY TYPE: SECURITIES 5,594.				129.	12/24/2009
4,274.		160 SHS: WALGREEN CO PROPERTY TYPE: SECURITIES 5,545.				-1,271.	01/05/2009
3,737.		70 SHS: WAL MART STORES INC PROPERTY TYPE: SECURITIES 3,931.				-194.	12/24/2009
6,607.		300 SHS: POWERSHARES INDIA PROPERTY TYPE: SECURITIES 3,901.				2,706.	12/24/2009

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
159,698.		4,639 SHS: DU PONT DE NEMOURS PROPERTY TYPE: SECURITIES 111,939.				P	07/07/2009 47,759.	10/15/2009
134,258.		3,900 SHS: DU PONT DE NEMOURS PROPERTY TYPE: SECURITIES 94,146.				P	07/07/2009 40,112.	10/15/2009
50,295.		1,461 SHS: DU PONT DE NEMOURS PROPERTY TYPE: SECURITIES 35,247.				P	07/07/2009 15,048.	10/15/2009
267,838.		10,000 SHS: INTREPID POTASH PROPERTY TYPE: SECURITIES 47,275.				P	06/05/2007 220,563.	05/13/2009
		PLATTE RIVER VENTURES I LP PROPERTY TYPE: OTHER 30.				P	VARIOUS -30.	VARIOUS
5,636.		TRAILHEAD MICROCAP FUND LP PROPERTY TYPE: OTHER				P	VARIOUS 5,636.	VARIOUS
2,787.		TRAILHEAD MICROCAP FUND LP PROPERTY TYPE: OTHER				P	VARIOUS 2,787.	VARIOUS
TOTAL GAIN (LOSS)							<u>215,288.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
PLATTE RIVER VENTURES I, L.P.	-30,741.	-3,695.	
TRAILHEAD MICROCAP FUND, L.P.	88,005.	-4,969.	
RECOVERED PRIOR YEAR GRANT	3,000.		3,000.
TOTALS	<u>60,264.</u>	<u>-8,664.</u>	<u>3,000.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT FEES	16,713.	8,356.	8,357.
TOTALS	<u>16,713.</u>	<u>8,356.</u>	<u>8,357.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	46,350.
TOTALS	<u>46,350.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	1,710.	1,710.
TOTALS	<u>1,710.</u>	<u>1,710.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3M COMPANY	220,860.	220,860.	248,010.
ALLIED MOTION TECH	3,000 SHS		
ALLIED MOTION TECH	200 SHS	450.	500.
ALLIED MOTION TECH	500 SHS	1,125.	1,250.
ALLIED MOTION TECH	13,400 SHS	30,103.	33,500.
ALLIED MOTION TECH	9,400 SHS	21,150.	23,500.
ALTRIA GROUP	500 SHS	7,033.	9,815.
AMERICAN LAND LEASE	134 SHS	0.	0.
ANIXTER INT'L INC	100 SHS	0.	0.
APPLE INC	30 SHS	0.	0.
AT&T INC	500 SHS	12,815.	14,015.
CAPITAL ONE FINANCIAL	130 SHS	0.	0.
CITIGROUP INC	500 SHS	23,600.	1,655.
COCA COLA CO COM	500 SHS	20,745.	28,500.
COCA COLA CO COM	100 SHS	4,053.	5,700.
DUPONT DE NEMOURS	5,000 SHS	0.	0.
DUPONT DE NEMOURS	500 SHS	0.	0.
FAIRPOINT COMMUNICATION	6 SHS	0.	0.
FAIRPOINT COMMUNICATION	3 SHS	0.	0.
FEDEX CORP	60 SHS	3,857.	5,007.
GENERAL ELECTRIC	5,000 SHS	0.	0.
GENERAL ELECTRIC	160 SHS	0.	0.
GILEAD SCIENCES	130 SHS	0.	0.
HOME DEPOT	220 SHS	0.	0.
IDEARC INC	25 SHS	0.	0.
JPMORGAN CHASE	500 SHS	0.	0.
KELLOGG CO	100 SHS	0.	0.
KRAFT FOOD	346 SHS	0.	0.
MARSH & MCLENNAN CONS	230 SHS	0.	0.
MCDONALDS CORP	60 SHS	3,798.	3,746.
PFIZER INC	500 SHS	0.	0.
PHILIP MORRIS INT'L	500 SHS	0.	0.

J. LANDIS AND SHARON MARTIN FAMILY FOUNDATION

84-1466263

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROCTER & GAMBLE 100 SHS	6,430.	6,430.	6,063.
PROCTER & GAMBLE 60 SHS	0.	3,728.	3,638.
TRAVELZOO INC 430 SHS	5,594.	0.	0.
VERIZON COMMUNICATION 320 SHS	12,486.	12,486.	10,602.
VERIZON COMMUNICATION 180 SHS	6,808.	6,808.	5,963.
WALGREEN CO 160 SHS	5,545.	0.	0.
3M COMPANY 5,000 SHS	369,150.	369,150.	413,350.
INTREPID POTASH 12,082 SHS	57,117.	9,842.	60,732.
VERIZON COMM 10,000 SHS	0.	297,100.	331,300.
TOTALS	<u>1,252,820.</u>	<u>1,055,133.</u>	<u>1,206,846.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 6

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PLATTE RIVER VENTURES I, LP	169,818.	139,950.	139,950.
TRAILHEAD MICROCAP FUND, LP	0.	346,428.	346,428.
TOTALS	<u>169,818.</u>	<u>486,378.</u>	<u>486,378.</u>

J. LANDIS AND SHARON MARTIN FAMILY FOUNDATION

84-1466263

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
J. LANDIS MARTIN 1999 BROADWAY, SUITE 4300 DENVER, CO 80202	DIRECTOR	0.	0.	0.
SHARON S. MARTIN 1999 BROADWAY, SUITE 4300 DENVER, CO 80202	DIRECTOR	0.	0.	0.
MARY F. HENDERSON 1999 BROADWAY, SUITE 4300 DENVER, CO 80202	DIRECTOR	0.	0.	0.
SARAH L. MARTIN 1999 BROADWAY, SUITE 4300 DENVER, CO 80202	DIRECTOR	0.	0.	0.
EMILY P. MARTIN 1999 BROADWAY, SUITE 4300 DENVER, CO 80202	DIRECTOR	0.	0.	0.
GRAND TOTALS		<u>0.</u>	<u>0.</u>	<u>0.</u>

J. LANDIS AND SHARON MARTIN FAMILY FOUNDATION

84-1466263

ATTACHMENT 8

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

J. LANDIS MARTIN
SHARON MARTIN

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DESERT CABALLEROS WESTERN MUSEUM 21 NORTH FRONTIER STREET WICKENBURG, AZ 85390	NONE PUBLIC	TO FURTHER PROGRAM SERVICES	10,000
NEWBORN HOPE PO BOX 24553 DENVER, CO 80224	NONE PUBLIC	TO FURTHER PROGRAM SERVICES	1,000
NORTHWESTERN UNIVERSITY SETTLEMENT 1012 NORTH NOBLE STREET CHICAGO, IL 60642	NONE PUBLIC	TO FURTHER PROGRAM SERVICES	250
TOTAL CONTRIBUTIONS PAID			11,250

ATTACHMENT 10PENALTY COMPUTATION DETAIL - FORM 2220

DATE PD	UNDERPAYMENT	BEG.DATE	END DATE	DAYS	%	PENALTY
<u>QUARTER 4, RATE PERIOD 1 (12/15/2009 - 05/15/2010)</u>						
	532.	12/15/2009	05/15/2010	151	4	<u>9.</u>
TOTAL TO FORM 2220, LINE 22, COLUMN D						<u>9.</u>
TOTAL UNDERPAYMENT PENALTY						<u>9.</u>

FEDERAL FOOTNOTES

PAGE 1, LINE 11
OTHER INCOME DETAIL

PLATTE RIVER VENTURES I, L.P. K-1

ORDINARY INCOME	(270.)
INTEREST INCOME	1.
PORTFOLIO DEDUCTIONS	(3,426.)

TOTAL NET INVESTMENT INCOME	(3,695.)
EXPENSES NOT ON SCH. K-1	(27,046.)

TOTAL REVENUE/EXPENSE PER BOOKS	(30,741.)
	=====

TRAILHEAD MICROCAP FUND, L.P. K-1

ORDINARY INCOME	(209.)
INTEREST INCOME	19.
DIVIDEND INCOME	72.
INVESTMENT INTEREST EXPENSE	(553.)
PORTFOLIO DEDUCTIONS	(4,298.)

TOTAL NET INVESTMENT INCOME	(4,969.)
INCOME NOT ON SCH. K-1	92,974.

TOTAL REVENUE/EXPENSE PER BOOKS	88,005.
	=====