Form 990-PF
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [ ] Address change [ ] Name change

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

Name of foundation
BRENT AND BONNIE JEAN BEESLEY FOUNDATION

A Employer identification number
87-0568595

Number and street (or P O box number if mail is not delivered to street address) Room/suite
95 EAST TABERNACLE STREET

B Telephone number
435-628-0433

City or town, state, and ZIP code
ST. GEORGE, UT 84770

C If exemption application is pending, check here ▶ [ ]
D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 11,669,976.

J Accounting method: [ ] Cash [X] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	178,650.	178,650.		STATEMENT 1
	4	Dividends and interest from securities	220,085.	220,085.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-42,076.			
	b	Gross sales price for all assets on line 6a 1,990,674.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	2,402.	2,402.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	359,061.	401,137.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	10,400.	5,200.		5,200.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	10,000.	5,000.		5,000.
	c	Other professional fees STMT 5	84,778.	42,389.		42,389.
	17	Interest				
	18	Taxes STMT 6	6,242.	2,979.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	7,298.	3,649.		3,649.
	22	Printing and publications				
	23	Other expenses STMT 7	31,258.	15,629.		15,629.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	149,976.	74,846.		71,867.
	25	Contributions, gifts, grants paid	660,498.			660,498.
	26	**Total expenses and disbursements.** Add lines 24 and 25	810,474.	74,846.		732,365.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	-451,413.			
	b	**Net investment income** (if negative, enter -0-)		326,291.		
	c	**Adjusted net income** (if negative enter -0-)			N/A	

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

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,051,344.	545,524.	545,524.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	10,831,833.	10,866,503.	11,113,517.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	0.	10,935.	10,935.
	16 Total assets (to be completed by all filers)	11,883,177.	11,422,962.	11,669,976.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 10)	8,802.	0.	
	23 Total liabilities (add lines 17 through 22)	8,802.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	2,977,350.	2,977,350.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	8,897,025.	8,445,612.	
	30 Total net assets or fund balances	11,874,375.	11,422,962.	
	31 Total liabilities and net assets/fund balances	11,883,177.	11,422,962.	

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	11,874,375.
2 Enter amount from Part I, line 27a	2	-451,413.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,422,962.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,422,962.

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	SEE ATTACHED STATEMENT			
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	1,990,674.		2,032,750.	-42,076.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-42,076.

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 — -42,076.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	307,627.	13,364,763.	.023018
2007	389,844.	12,412,254.	.031408
2006	869,717.	10,604,492.	.082014
2005	238,644.	10,277,626.	.023220
2004	299,179.	6,876,683.	.043506

2	**Total** of line 1, column (d)	2	.203166
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	.040633
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	10,996,320.
5	Multiply line 4 by line 3	5	446,813.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,263.
7	Add lines 5 and 6	7	450,076.
8	Enter qualifying distributions from Part XII, line 4	8	732,365.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	3,263.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	3,263.
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	3,263.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	14,198.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	14,198.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	10,935.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	10,935.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ UT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ NANCY GREENLEE Telephone no. ▶ 435-628-0433

Located at ▶ 95 EAST TABERNACLE STREET, ST. GEORGE, UT ZIP+4 ▶ 84770

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

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

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

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

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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		10,400.	0.	0.

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

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

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

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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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
LEWIS & ASSOCIATES, CPAS LLC 528 E WILLOW SPRINGS LANE, DRAPER, UT 84020	ADMINISTRATION, ACCOUNTING, TAX PREP	93,000.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	9,953,810.
b	Average of monthly cash balances		1b	1,209,967.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	11,163,777.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	11,163,777.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	167,457.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	10,996,320.
6	**Minimum investment return.** Enter 5% of line 5		6	549,816.

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

1	Minimum investment return from Part X, line 6		1	549,816.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 3,263.		
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	3,263.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	546,553.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	546,553.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	546,553.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	732,365.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	732,365.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,263.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	729,102.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				546,553.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			161,011.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 732,365.				
a Applied to 2008, but not more than line 2a			161,011.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				546,553.
e Remaining amount distributed out of corpus	24,801.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	24,801.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	24,801.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009 24,801.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT ATTACHED				660,498.
Total			▶ 3a	660,498.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513 or 514 (c) Exclusion code	Excluded by section 512, 513 or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	178,650.	
4 Dividends and interest from securities			14	220,085.	
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			14	2,402.	
8 Gain or (loss) from sales of assets other than inventory			18	-42,076.	
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.		359,061.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 359,061.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Bonnie Jean Beesley | 19 Aug 2010 | President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature | Date 8/9/10 | Check if self-employed ▶ ☒ | Preparer's identifying number

Firm's name (or yours if self employed) address, and ZIP code ▶ LEWIS & ASSOCIATES, CPAS,LLC
528 EAST WILLOW SPRINGS LANE
DRAPER, UTAH 84020

EIN ▶

Phone no. 801-523-1051

923622
02-02-10

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	GECC 4-10-12		03/23/09	09/29/09
b	250,000 AUSTRA. GOVT		10/03/07	09/15/09
c	CITI 2-23-09		03/01/07	02/23/09
d	GECC 3-04-09		10/11/07	03/04/09
e	IBRD 3-13-09		10/11/07	03/13/09
f	JOHN HANCOCK LIFE 1-15-09		01/12/05	01/15/09
g	NORWAY 5-15-09		10/11/07	05/15/09
h	QUEENSLAND TREAS 07/14/09		03/01/07	07/14/09
i	2,000 SHRS WYE		VARIOUS	05/11/09
j	TOYOTA MTR 03/27/28		04/04/08	09/28/09
k				
l				
m				
n				
o				

	(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	382,795.		329,405.	53,390.
b	214,838.		230,681.	-15,843.
c	96,045.		118,055.	-22,010.
d	106,182.		123,060.	-16,878.
e	85,601.		116,035.	-30,434.
f	300,000.		300,000.	0.
g	99,579.		124,155.	-24,576.
h	118,290.		119,160.	-870.
i	87,344.		82,513.	4,831.
j	500,000.		489,686.	10,314.
k				
l				
m				
n				
o				

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

	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				53,390.
b				-15,843.
c				-22,010.
d				-16,878.
e				-30,434.
f				0.
g				-24,576.
h				-870.
i				4,831.
j				10,314.
k				
l				
m				
n				
o				

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	-42,076.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
CHASE	772.
CITI BANK	29,250.
HERITAGE BANK	1,152.
MORGAN STANLEY	129,427.
MORGAN STANLEY	18,049.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	178,650.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY	220,085.	0.	220,085.
TOTAL TO FM 990-PF, PART I, LN 4	220,085.	0.	220,085.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE K-1	2,402.	2,402.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,402.	2,402.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING/TAX PREPARATION	10,000.	5,000.		5,000.
TO FORM 990-PF, PG 1, LN 16B	10,000.	5,000.		5,000.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATION/INVESTMENT	84,778.	42,389.		42,389.
TO FORM 990-PF, PG 1, LN 16C	84,778.	42,389.		42,389.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	2,979.	2,979.		0.
FEDERAL EXCISE TAXES	3,263.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,242.	2,979.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES & FEES	510.	255.		255.
BANK CHARGES	457.	229.		228.
PROFESSIONAL FEES	30,000.	15,000.		15,000.
SUPPLIES	291.	145.		146.
TO FORM 990-PF, PG 1, LN 23	31,258.	15,629.		15,629.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	10,864,547.	11,111,561.
DIV. RECEIVABLE-MS	1,620.	1,620.
ACCRUED INTEREST PURCHASED	336.	336.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,866,503.	11,113,517.

FORM 990-PF	OTHER ASSETS	STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL EXCISE TAX PAYMENT	0.	10,935.	10,935.
TO FORM 990-PF, PART II, LINE 15	0.	10,935.	10,935.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	8,802.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	8,802.	0.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BRENT BEESLEY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 2.00	0.	0.	0.
BONNIE JEAN BEESLEY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE/PRESIDENT 3.00	0.	0.	0.
LAURA JEAN DENNEY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	300.	0.	0.
BRIAN CHADAZ 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 2.00	300.	0.	0.
MARY JOLLEY 95 EAST TABERNACLE ST GEORGE, UT 84770	ADMINISTRATOR/TRUSTEE 1.00	3,300.	0.	0.
SARAH BEESLEY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	300.	0.	0.
VERLAN TERRY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	200.	0.	0.
GLENN GOODRICH 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	300.	0.	0.
AMY BROADBENT 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	3,300.	0.	0.
RYAN C DENNEY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	300.	0.	0.
DOUG T JOLLEY 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	300.	0.	0.

BRENT AND BONNIE JEAN BEESLEY FOUNDATION 87-0568595

DAVID B. BEESLEY 95 EAST TABERNACLE ST GEORGE, UT 84770	ADMINISTRATOR/TRUSTEE 5.00	1,500.	0.	0.
MARK BROADBENT 95 EAST TABERNACLE ST GEORGE, UT 84770	TRUSTEE 1.00	300.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		10,400.	0.	0.

STATEMENT. PART II, LINE 10b Investments--corporate stock

Number of Shares	Company	Beginning of Year Book Value*	End of Year Book Value*	Fair Market Value (FMV @ 12/31/2009)
2,800	Aluminum Cp China LTD ADR	96,927	96,927	76,300
5,000	Ameren Corp	241,084	241,084	139,750
5,600	American Electric Power Co	-	196,967	194,824
N/A	American Express Credit Co	-	193,005	200,806
4,000	Archer Daniels Midland	132,949	132,949	125,240
10,500	Asia Pcific Fd Inc	249,837	249,837	109,200
N/A	Australian Government	230,681	-	-
8,782	Bank of America Corp (BAC)	376,689	376,689	132,257
2,830	Bank of New York	99,029	99,029	79,155
7,800	BHP Billton Ltd	296,754	296,754	597,324
5,300	Blackstone Group LP	99,074	96,706	69,536
5,600	BLDRS Emerging Mkts 50 ADR	299,633	299 633	247,128
1,400	BP PLC Ads	91,734	91,734	81,158
5,900	Braskem S A ADR	-	98,277	96,819
4,900	Chevron Corp	229,643	229,643	377,251
3,700	Vale S A (Cia Vale Do Rio Doce Adr)	79,473	79,473	214,822
N/A	Citigroup, Inc	118,055	-	-
4,000	Cliffs Natural Resources, Inc	261,239	261,239	447,073
N/A	Commodity Jump Note	418,772	436,821	406,500
5,500	Conoco Phillips	209,553	209,553	280,885
2,000	Dominion Res Inc	139,135	139,135	155,680
3,000	Dominion Res Inc Ser A	-	75,000	82,200
8,800	Duke Energy Corp (DUK)	127,620	127,620	151,448
8,664	Edison International	434,815	434,815	301,334
3,000	Exelon Corp	159,030	159,030	146,610
5,000	Exxon Mobil Corp	235,505	235,505	340,950
1,457	Freeport McMoran	89,673	89,673	116,983
N/A	GECC 16JA01	-	230,960	270,046
N/A	GECC	123,060	-	-
N/A	GECC 11FE18	250,005	250,005	246,625
N/A	GECC 14DE15	250,000	250,000	243,990
10,000	General Electric (GE)	324,726	324,726	151,300
2,300	Genuine Parts Co	99,403	99,403	87,308
N/A	Gen Elec Cap Crp	136,769	136,769	142,574
N/A	IBRD	116,035	-	-
N/A	Interamerican Dev Bk	118,971	118,971	97,155
5,300	Ishares MSCI Aust Index Fund	149,651	149,651	121,052
1,900	Ishares MSCI Brazil (Free) Index	149,507	149,507	141,759
6,000	Ishares MSCI Hong Kong Ind Fd	56,405	56,405	93,960
2,400	Ishares MSCI Sth Korea Ind Fd	148 554	148,554	114,336
3,000	Ishares TR FTSE/XINHUA China	62,691	62,691	126,780
N/A	John Hancock Life Ins	300,000	-	-
2,000	Johnson & Johnson (JNJ)	112,598	112,598	128,820
N/A	Leverage 10-2CMS Cruve CD WFC	-	248,436	242,200
N/A	JP Morgan Chase & Co	384 005	384,005	412,584
5,640	JP Morgan Chase & Co	194,836	194,836	235,019
N/A	M & T Capital Trust	150,000	150,000	158,820
7,500	Marathon Oil Co	138,662	138,662	234,150
1,100	MBNA Capital	27,505	27,505	27,146
2,400	Monsanto Co/New	-	201,230	196,200
2,000	Norfolk Southern Corp	84,187	84,187	104,840
N/A	Norway Kingdom	124,155	-	-
7,500	Pepco Hldgs Inc (POM)	157,188	157,188	126,375
4,200	Petroleo Bras SA ADS	99,278	196,694	200,256
5,950	Procter & Gamble	272,119	272,119	360,749
N/A	Prudential Fin	300,000	300,000	299,841
N/A	Queensland Treasury	119,160	-	-
16,879	Royce Value Trust Inc	338,875	331,483	249,249
N/A	SLM Corp Ser Bed2	200,000	200,000	197,094
2,500	Southern Co	86,413	86,413	83,300
4,400	Spectra Energy Corp	194,143	194,143	172,284
N/A	10CMS Linked Capped FL 19DE24	-	300,000	300,000
2 800	Tenaris S A	100,234	100,234	119,420
2,211	The China Fund, Inc		35,310	62,394
N/A	Toyota Mtr Credit	487,500	-	-
N/A	US Steel Corp	-	153,045	159,202
2,000	Valero Energy	71,720	71,720	33,500
2,000	Wyeth (WYE)	82,513	-	-
	Total	10,727,774	10,864,550	11,111,561

SUPPLEMENTARY STATEMENTS
FOR YEAR ENDING 12/31/2009

BRENT AND BONNIE JEAN BEESLEY FOUNDATION 87-0568595

STATEMENT: PART XV, LINE 3a GRANTS AND CONTRIBUTIONS PAID

NAME ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
ABERCROMBIE & KENT PHILANTHROPY 1411 OPUS PLACE, SUITE 300 DOWNERS GROVE, IL 60515			HUMANITARIAN	15,125
AMERICAN INDIAN SERVICES 1902 NORTH CANYON ROAD, SUITE 100 PROVO, UT 84604			SCHOLARSHIP FUND	6,500
BALLET WEST 50 W 200 SOUTH SALT LAKE CITY, UT 84101			ARTS	2,000
BOY SCOUTS OF AMERICA 525 FOOTHILL BLVD SALT LAKE CITY, UT 84113			YOUTH PROGRAMS	500
CALVARY BAPTIST CHURCH 1090 SOUTH STATE STREET SALT LAKE CITY, UT 84111			RELIGIOUS	1,000
CHARITY ANYWHERE FOUNDATION 1246 E CASSIDY CIRCLE BOUNTIFUL, UTAH 84010			HUMANITARIAN	5,000
DESERET FOUNDATION 5121 S COTTONWOOD STREET MURRAY, UTAH 84151			MEDICAL	10,000
DIXIE STATE COLLEGE 225 SOUTH 700 EAST ST GEORGE, UT 84770			EDUCATION	3,500
FOUNDATION OF DIXIE REGIONAL MEDICAL CTR 1380 EAST MEDICAL CENTER DRIVE ST GEORGE, UT 84790			MEDICAL	10,000
GOVERNORS MANSION FOUNDATION 175 SOUTH WEST TEMPLE, SUITE 650 SALT LAKE CITY, UT 84101			HISTORIC PRESERVATION	1,000
HABITAT FOR HUMANITY OF SOUTHWEST UTAH PO BOX 910134 ST GEORGE, UT 84791			HOUSING	500
HARVARD BUSINESS SCHOOL CAMBRIDGE, MA 02138			EDUCATION	1,000
HARVARD LAW SCHOOL CAMBRIDGE, MA 02138			EDUCATION	1,000
KONY CHARITIES 750 WEST RIDGE VIEW DRIVE ST GEORGE, UT 84770			CLOTHING FOR CHILDREN	500
LDS PHILANTHROPIES 15 E SOUTH TEMPLE, 2ND FLOOR EAST SALT LAKE CITY, UT 84150			EDUCATION	200,000
NATIONAL CENTER FOR POLICY ANALYSIS PO BOX 650098 DALLAS, TEXAS 75265-0098			EDUCATION	10,000
PATRONATO BENEFICO ORIENTAL ONE NORTH CLEMATIS STREET, #200 WEST PALM BEACH, FL 33401			HUMANITARIAN	10,000
PIONEER MEMORIAL THEATRE CO				

SUPPLEMENTARY STATEMENTS
FOR YEAR ENDING 12/31/2009

BRENT AND BONNIE JEAN BEESLEY FOUNDATION 87-0568595

STATEMENT: PART XV, LINE 3a GRANTS AND CONTRIBUTIONS PAID

NAME ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
300 SOUTH 1400 EAST, ROOM 205 SALT LAKE CITY, UT 84112-0660			ARTS	2,500
PROJECT MEDISHARE			HUMANITARIAN	500
REGENESIS FOUNDATION 803 N 300 W SALT LAKE CITY, UT 84103			HUMANITARIAN	10,000
ST GEORGE HOUSING AUTHORITY 975 NORTH 1725 WEST ST GEORGE , UT 86770			HOUSING	12,000
SOUTHERN VIRGINIA UNIVERSITY ONE UNIVERSITY HILL DRIVE BUENA VISTA, VA 24416			EDUCATION	25,000
THE CHILDREN'S CENTER SALT LAKE CITY, UTAH			EDUCATION	5,000
THE COLOM FOUNDATION PO BOX 101 COLUMBUS, MS 39701			EDUCATION	5,000
THE LEARNING CENTER 1192 WEST SUNSET BOULEVARD ST GEORGE, UT 84770			EDUCATION	500
TUACHAN FOUNDATION 1100 TUACAHN DRIVE IVINS, UT 84738			ARTS	4,200
UNIVERSITY OF UTAH 540 ARAPEEN DR , SUITE 250 SALT LAKE CITY, UT 84108			EDUCATION	19,000
UTAH BOARD OF JUVENILE JUSTICE 101 STATE CAPITOL SALT LAKE CITY, UT 84114-0651			EDUCATION	5,000
UTAH SYMPHONY & OPERA 123 WEST SOUTH TEMPLE SALT LAKE CITY, UT 84101-1496			ARTS	13,000
UTAH SYSTEM OF HIGHER EDUCATION 60 S 400 W SALT LAKE CITY, UT 84101			EDUCATION	1,000
UTAH YOUTH VILLAGE 5800 SOUTH HIGHLAND DRIVE SALT LAKE CITY, UT 84121			EDUCATION	10,000
WASHINGTON COUNTY SCHOOL DISTRICT 121 WEST TABERNACLE ST GEORGE, UT 84770			EDUCATION	500
WASHINGTON ALL-STARS 1001 PENNSYLVANIA AVE , N W , SUITE 800 WASHINGTON D C , 20004-2505			ATHLETICS	200
WATERFORD SCHOOL 1480 EAST 9400 SOUTH SANDY, UT 84093			EDUCATION	194,473

SUPPLEMENTARY STATEMENTS
FOR YEAR ENDING 12/31/2009

BRENT AND BONNIE JEAN BEESLEY FOUNDATION 87-0568595

STATEMENT: PART XV, LINE 3a GRANTS AND CONTRIBUTIONS PAID

NAME ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
WETA 3939 CAMPBELL AVENUE ARLINGTON, VA 22206			EDUCATION	75,000
TOTAL				660,498

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
	BRENT AND BONNIE JEAN BEESLEY FOUNDATION	87-0568595
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 95 EAST TABERNACLE STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions ST. GEORGE, UT 84770	

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

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

- The books are in the care of ▶ NANCY GREENLEE 95 EAST TABERNACLE STREET - ST. GEORGE, UT 84770

Telephone No ▶ 435-628-0433 FAX No ▶ 435-628-5638

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______________, and ending ______________

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$	8,000.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$	14,198.
c **Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions