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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

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. | BYRON & ALICE LOCKWOOD FOUNDATION P.O. BOX 4 MERCER ISLAND, WA 98040 | A Employer identification number 91-0833426 |
| | | B Telephone number (see the instructions) |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | C If exemption application is pending, check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 19,657,653. (Part I, column (d) must be on cash basis) | | D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| 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 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 (att sch) | 4,000. | | | | |
| | 2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B | | | | | |
| | 3 Interest on savings and temporary cash investments | 393,291. | 393,291. | N/A | | |
| | 4 Dividends and interest from securities | 33,545. | 33,545. | | | |
| | 5a Gross rents | | | | | |
| | b Net rental income or (loss) | | | | | |
| | 6a Net gain/(loss) from sale of assets not on line 10 | 207,433. | | | | |
| | b Gross sales price for all assets on line 6a | 1,901,843. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 207,433. | | | |
| | 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/(loss) (att sch) | | | | | | |
| 11 Other income (attach schedule) | SEE STATEMENT 1 | 464,152. | 464,152. | | | |
| 12 Total. Add lines 1 through 11 | | 1,102,421. | 1,098,421. | | | |
| ADMINISTRATIVE AND EXPENSES | 13 Compensation of officers, directors, trustees, etc. | 82,000. | 41,000. | | 41,000. | |
| | 14 Other employee salaries and wages | 80,254. | 40,127. | | 40,127. | |
| | 15 Pension plans, employee benefits | 338,900. | 169,450. | | 169,450. | |
| | 16a Legal fees (attach schedule) | SEE ST 2 | 20,080. | 10,040. | | 10,040. |
| | b Accounting fees (attach sch) | SEE ST 3 | 11,015. | 5,508. | | 5,507. |
| | c Other prof fees (attach sch) | SEE ST 4 | 79,796. | 39,898. | | 39,898. |
| | 17 Interest | | 20,847. | 10,424. | | 10,423. |
| | 18 Taxes (attach schedule)(see instr) | SEE STM 5 | 78,185. | 30,092. | | 30,093. |
| | 19 Depreciation (attach sch) and depletion | | | | | |
| | 20 Occupancy | | 11,118. | 5,559. | | 5,559. |
| | 21 Travel, conferences, and meetings | | | | | |
| | 22 Printing and publications | | | | | |
| 23 Other expenses (attach schedule) | SEE STATEMENT 6 | 39,743. | 19,872. | | 19,872. | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 761,938. | 371,970. | | 371,969. | |
| 25 Contributions, gifts, grants paid PART XV | | 811,700. | | | 811,700. | |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 1,573,638. | 371,970. | | 1,183,669. | |
| 27 Subtract line 26 from line 12: | | | | | | |
| a Excess of revenue over expenses and disbursements | | -471,217. | | | | |
| b Net investment income (if negative, enter -0-) | | | 726,451. | | | |
| c Adjusted net income (if negative, enter -0-) | | | | | | |

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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 | | 100,565. | 100,565. |
| | 2 Savings and temporary cash investments | 440,238. | 250,938. | 250,938. |
| | 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 the instructions) | | | |
| | 7 Other notes and loans receivable (attach sch) | | | |
| | Less: allowance for doubtful accounts | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments – U.S. and state government obligations (attach schedule) | | | |
| | b Investments – corporate stock (attach schedule) STATEMENT 7 | 905,721. | 1,712,210. | 1,693,417. |
| | c Investments – corporate bonds (attach schedule) | 997,505. | | |
| | 11 Investments – land, buildings, and equipment: basis | | | |
| LIABILITIES | Less: accumulated depreciation (attach schedule) | | | |
| | 12 Investments – mortgage loans | 10,576,729. | 7,648,128. | 7,648,128. |
| | 13 Investments – other (attach schedule) STATEMENT 8 | 5,551,145. | 8,568,501. | 9,964,605. |
| | 14 Land, buildings, and equipment basis | 2,549. | | |
| | Less: accumulated depreciation (attach schedule) SEE STMT 9 | 2,549. | | |
| | 15 Other assets (describe) | | | |
| | 16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I) | 18,471,338. | 18,280,342. | 19,657,653. |
| | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| NET FUND ASSETS OR BALANCES | 20 Loans from officers, directors, trustees, & other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | 375,900. | 313,163. | |
| | 22 Other liabilities (describe SEE STATEMENT 10) | | 343,814. | |
| | 23 Total liabilities (add lines 17 through 22) | 375,900. | 656,977. | |
| | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. | | | |
| NET FUND ASSETS OR BALANCES | 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 | 18,095,438. | 17,623,365. | |
| | 28 Paid-in or capital surplus, or land, building, and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances (see the instructions) | 18,095,438. | 17,623,365. | |
| NET FUND ASSETS OR BALANCES | 31 Total liabilities and net assets/fund balances (see the instructions) | 18,471,338. | 18,280,342. | |

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 | 18,095,438. |
| 2 Enter amount from Part I, line 27a | 2 | -471,217. |
| 3 Other increases not included in line 2 (itemize) | 3 | |
| 4 Add lines 1, 2, and 3 | 4 | 17,624,221. |
| 5 Decreases not included in line 2 (itemize) SEE STATEMENT 11 | 5 | 856. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 | 6 | 17,623,365. |

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 shares MLC Company) | | (b) How acquired P — Purchase D — Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|--|--|--|---|-------------------------------------|
| 1 a SEE STATEMENT 12 | | | | |
| 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 | | | (l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h)) |
|---|--------------------------------------|---|---|
| (i) Fair Market Value as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of column (i) over column (j), if any | |
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| | | | | |
|---|---|--|---|----------|
| 2 Capital gain net income or (net capital loss). | <div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> | | 2 | 207,433. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). | <div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div> | | 3 | 31,194. |

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 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 (column (b) divided by column (c)) |
|--|---------------------------------------|--|--|
| 2008 | 996,522. | 19,826,972. | 0.050261 |
| 2007 | 936,769. | 20,678,307. | 0.045302 |
| 2006 | 861,829. | 19,283,497. | 0.044693 |
| 2005 | 850,374. | 18,223,693. | 0.046663 |
| 2004 | 840,139. | 17,695,754. | 0.047477 |

| | | |
|--|---|-------------|
| 2 Total of line 1, column (d) | 2 | 0.234396 |
| 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 | 0.046879 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 19,291,606. |
| 5 Multiply line 4 by line 3 | 5 | 904,371. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 7,265. |
| 7 Add lines 5 and 6 | 7 | 911,636. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 1,183,669. |

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.

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

| | | | |
|--|----|---------|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.) | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | 1 | 7,265. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 | 7,265. |
| 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 | 7,265. |
| 6 Credits/Payments: | | | |
| a 2009 estimated tax pmts and 2008 overpayment credited to 2009 | 6a | 34,066. | |
| 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 | 34,066. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 0. | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 26,801. | |
| 11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 12,000. Refunded | 11 | 14,801. | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|---|-----|-----|
| 1 a 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 the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i> | | X |
| c Did the foundation file Form 1120-POL for this year? | | 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? <i>If 'Yes,' attach a detailed description of the activities</i> | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i> | | X |
| 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If 'Yes,' has it filed a tax return on Form 990-T for this year? | | N/A |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i> | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i> | X | |
| 8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) WA | | |
| b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i> | X | |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i> | | X |
| 10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i> | | X |

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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 instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u> | 13 | X | |
| 14 | The books are in care of <u>PAUL R. CRESSMAN, SR.</u> Telephone no <u>(425) 451-1202</u> Located at <u>11033 NE 24TH, SUITE 200, BELLEVUE, WA</u> ZIP + 4 <u>98004</u> | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> | | | N/A |

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

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

| | Yes | No |
|---|---|-----|
| 1a During the year did the foundation (either directly or indirectly): | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | 1b | N/A |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u> | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 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 the instructions) | 2b | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u> | | |
| 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) | 3b | N/A |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | X |

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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 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 instructions)?

5b N/A

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

N/A

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

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? ☐ Yes ☒ No

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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 |
|--|--|---|---|---------------------------------------|
| PAUL R. CRESSMAN, SR. 11033 NE 24TH ST, SUITE 200 BELLEVUE, WA 98004 | PRES/TRUSTEE 12.00 | 67,000. | 0. | 0. |
| KYLE T. CRESSMAN 3834 175TH AVENUE NE # 202 REDMOND, WA 98052 | TRUSTEE 4.00 | 5,000. | 0. | 0. |
| PAUL R. CRESSMAN, JR. 999 THIRD AVENUE, SUITE 3800 SEATTLE, WA 98104 | TRUSTEE 4.00 | 5,000. | 0. | 0. |
| LEE KRAFT 11033 NE 24TH ST, SUITE 200 BELLEVUE, WA 98004 | TRUSTEE 4.00 | 5,000. | 0. | 0. |

2 Compensation of five highest-paid employees (other than those included on line 1— see 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 | | | | |
| | 0 | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see 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

0

Part IX-A Summary of Direct Charitable Activities

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

| | Expenses |
|---------------|----------|
| 1 NONE | |
| | |
| 2 | |
| | |
| 3 | |
| | |
| 4 | |
| | |

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

| 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 | 1,757,135. |
| b | Average of monthly cash balances | 1b | 922,716. |
| c | Fair market value of all other assets (see instructions) | 1c | 16,905,536. |
| d | Total (add lines 1a, b, and c) | 1d | 19,585,387. |
| 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 | 19,585,387. |
| 4 | Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) | 4 | 293,781. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 19,291,606. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 964,580. |

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 | 964,580. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 7,265. |
| b | Income tax for 2009 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 7,265. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 957,315. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 957,315. |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 957,315. |

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 | 1,183,669. |
| b | Program-related investments — total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 1,183,669. |
| 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 instructions) | 5 | 7,265. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 1,176,404. |

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.

BAA

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 957,315. |
| 2 Undistributed income, if any, as of the end of 2009 | | | | |
| a Enter amount for 2008 only | | | 942,800. | |
| b Total for prior years. 20____, 20____, 20____ | | 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 ▶ \$ 1,183,669. | | | | |
| a Applied to 2008, but not more than line 2a | | | 942,800. | |
| 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 | | | | 240,869. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0. | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b Taxable amount — see instructions | | 0. | | |
| e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount — see instructions | | | 0. | |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 716,446. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | 0. | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions) | 0. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2005 | | | | |
| b Excess from 2006 | | | | |
| c Excess from 2007 | | | | |
| d Excess from 2008 | | | | |
| e Excess from 2009 | | | | |

BAA

Form 990-PF (2009)

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

| Recipient | 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 |
|---|--|--------------------------------------|-------------------------------------|-----------------|
| Name and address (home or business) | | | | |
| <i>a Paid during the year</i> SEE STATEMENT ATTACHED | NONE | N/A | CHARITABLE | 811,700. |
| Total | | | | 811,700. |
| <i>b Approved for future payment</i> | | | | |
| Total | | | | |

2009

FEDERAL STATEMENTS

PAGE 1

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

| | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|--------------------|-----------------------------|---------------------------------|-------------------------------|
| MISCELLANEOUS | \$ 552. | \$ 552. | |
| PARTNERSHIP INCOME | 463,600. | 463,600. | |
| TOTAL | \$ 464,152. | \$ 464,152. | 0. |

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|--------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| | \$ 20,080. | \$ 10,040. | | \$ 10,040. |
| TOTAL | \$ 20,080. | \$ 10,040. | | \$ 10,040. |

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| STEVEN A. FINLEY, CPA | \$ 11,015. | \$ 5,508. | | \$ 5,507. |
| TOTAL | \$ 11,015. | \$ 5,508. | | \$ 5,507. |

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| APPRAISAL FEES | \$ 500. | \$ 250. | | \$ 250. |
| INVESTMENT FEES | 79,296. | 39,648. | | 39,648. |
| TOTAL | \$ 79,796. | \$ 39,898. | | \$ 39,898. |

BYRON & ALICE LOCKWOOD FOUNDATION

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STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|----------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| EXCISE TAXES | \$ 18,000. | | | |
| PAYROLL TAXES | 19,017. | \$ 9,508. | | \$ 9,509. |
| PROPERTY TAXES | 41,168. | 20,584. | | 20,584. |
| TOTAL | \$ 78,185. | \$ 30,092. | | \$ 30,093. |

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| CONSULTING | \$ 33,688. | \$ 16,844. | | \$ 16,844. |
| DUES & PUBLICATIONS | 824. | 412. | | 412. |
| INSURANCE | 1,402. | 701. | | 701. |
| MISCELLANEOUS | 851. | 426. | | 425. |
| OFFICE EXPENSE | 739. | 369. | | 370. |
| OTHER PROPERTY EXPENSES | 1,768. | 884. | | 884. |
| TELEPHONE | 471. | 236. | | 236. |
| TOTAL | \$ 39,743. | \$ 19,872. | | \$ 19,872. |

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

| CORPORATE STOCKS | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|-----------------------------------|---------------------|----------------------|----------------------|
| 10,800 SHS BANK OF AMERICA | COST | \$ 301,728. | \$ 162,648. |
| 322 SHS CITADEL BROADCASTING | COST | 1,490. | 5. |
| 3,800 SHS REALTY INCOME CORP | COST | 97,966. | 98,458. |
| 7,500 SHS SPECTRA ENERGY | COST | 201,977. | 153,825. |
| 54 SHS FAIRPOINT COMMUNICATIONS | COST | 426. | 2. |
| 5,000 SHS BRISTOL MYERS SQUIBB CO | COST | 101,304. | 126,250. |
| 2,800 SHS GENUINE PARTS | COST | 99,788. | 106,288. |
| 3,800 SHS NYSE EURONEXT | COST | 101,307. | 96,140. |
| 3,700 SHS PROCTOR & GAMBLE CO | COST | 203,299. | 224,331. |
| 6,800 SHS VERIZON COMMUNICATIONS | COST | 203,167. | 225,284. |
| 7,000 SHS WASHINGTON FEDERAL | COST | 101,205. | 135,380. |
| 3,100 SHS WEYERHAEUSER CO | COST | 99,000. | 133,734. |
| 2,820 SHS EMERSON ELECTRIC CO | COST | 99,678. | 120,132. |
| 3,440 SHS DISNEY WALT CO | COST | 99,875. | 110,940. |
| TOTAL | | \$ 1,712,210. | \$ 1,693,417. |

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

| | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|------------------------------------|---------------------|----------------------|----------------------|
| <u>OTHER INVESTMENTS</u> | | | |
| RENO TERMINAL | COST | \$ 1,448,766. | \$ 1,778,094. |
| DIAMOND MARINA LLC | COST | 248,327. | 529,690. |
| BELLEVUE OFFICE BUILDING | COST | 1,116,411. | 1,347,221. |
| EASTERBROOK PROPERTY | COST | 642,000. | 1,223,200. |
| WALLACE PROPERTIES/WASHINGTON PARK | COST | 716,293. | 1,027,500. |
| MILL CREEK SOUTH RETAIL CENTER | COST | 599,379. | 610,000. |
| WRP GATEWAY LLC | COST | 880,245. | 855,500. |
| BOLSER REAL ESTATE | COST | 2,917,080. | 2,593,400. |
| | TOTAL | <u>\$ 8,568,501.</u> | <u>\$ 9,964,605.</u> |

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

| CATEGORY | BASIS | ACCUM. DEPREC. | BOOK VALUE | FAIR MARKET VALUE |
|---------------|------------------|-------------------|---------------|----------------------|
| MISCELLANEOUS | \$ 2,549. | \$ 2,549. | \$ 0. | \$ 0. |
| TOTAL | <u>\$ 2,549.</u> | <u>\$ 2,549.</u> | <u>\$ 0.</u> | <u>\$ 0.</u> |

STATEMENT 10
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

| | |
|-------------------------------|--------------------|
| DEFERRED COMPENSATION PAYABLE | \$ 249,261. |
| TAXES PAYABLE - STOEL RIVES | 94,553. |
| TOTAL | <u>\$ 343,814.</u> |

STATEMENT 11
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

| | |
|------------------------|----------------|
| NONDEDUCTIBLE EXPENSES | \$ 856. |
| TOTAL | <u>\$ 856.</u> |

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

STATEMENT 12
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| ITEM | (A) DESCRIPTION | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|-----------------------------------|---------------------|----------------------|------------------|
| 1 | 300 BANK OF AMERICA PFD | PURCHASED | 11/03/2008 | 5/20/2009 |
| 2 | 2,800 WEYERHAEUSER CO | PURCHASED | 6/08/2009 | 6/19/2009 |
| 3 | 7,400 GENERAL ELECTRIC | PURCHASED | 6/08/2009 | 6/23/2009 |
| 4 | 4,400 ALASKA AIR GROUP | PURCHASED | 8/15/2008 | 8/07/2009 |
| 5 | 1,100 ALASKA AIR GROUP | PURCHASED | 6/02/2009 | 8/07/2009 |
| 6 | 5,500 ALASKA AIR GROUP | PURCHASED | 6/02/2009 | 9/08/2009 |
| 7 | 1,250,000 GMAC LLC 8/28/12 6.875% | PURCHASED | 3/10/2008 | 11/12/2009 |
| 8 | 100,000 GMAC LLC 8/28/12 6.875% | PURCHASED | 8/07/2009 | 11/12/2009 |

| ITEM | (E) GROSS SALES | (F) DEPREC. ALLOWED | (G) COST BASIS | (H) GAIN (LOSS) | (I) FMV 12/31/69 | (J) ADJ. BAS. 12/31/69 | (K) EXCESS (I) - (J) | (L) GAIN (LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 1 | 201,490. | | 200,044. | 1,446. | | | | \$ 1,446. |
| 2 | 88,951. | | 100,054. | -11,103. | | | | -11,103. |
| 3 | 87,393. | | 100,728. | -13,335. | | | | -13,335. |
| 4 | 105,289. | | 100,513. | 4,776. | | | | 4,776. |
| 5 | 26,322. | | 16,879. | 9,443. | | | | 9,443. |
| 6 | 124,752. | | 84,394. | 40,358. | | | | 40,358. |
| 7 | 1173746. | | 997,507. | 176,239. | | | | 176,239. |
| 8 | 93,900. | | 94,291. | -391. | | | | -391. |
| | | | | | | | TOTAL | \$ 207,433. |

STATEMENT 13
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: BYRON & ALICE LOCKWOOD FOUNDATION
NAME: LEE KRAFT, EXECUTIVE DIRECTOR
CARE OF: P.O. BOX 4
STREET ADDRESS: MERCER ISLAND, WA 98040
CITY, STATE, ZIP CODE:
TELEPHONE:
FORM AND CONTENT: APPLICATIONS MUST BE IN WRITING AND INCLUDE A SPECIFIC PROJECT AND GRANT REQUEST ALONG WITH AMOUNT REQUESTED, A LIST OF OFFICERS, BOARD OF DIRECTORS AND THEIR AFFILIATIONS, A LIST OF MAJOR CONTRIBUTORS, AND A COPY OF THE ORGANIZATION'S LATEST 990 FORM.
SUBMISSION DEADLINES: OCTOBER 1 OF EACH CALENDAR YEAR
RESTRICTIONS ON AWARDS: MUST BE LOCATED IN KING COUNTY, WASHINGTON

PART XV – GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR 2009

All organizations listed are 501(c)3 charitable organizations

The Byron and Alice Lockwood Foundation grant seekers provide the Lockwood Foundation with 501(c)3 letters from the IRS, a list of officers and directors and if requesting more than \$1,000.00, Form 990. All grantees are known to Lockwood trustees and /or personal visits are made to certain entities by Lockwood trustees.

| | | |
|---|--|--------|
| Assistance League of the Eastside | Operating funds for local eastside chapter of national organization which purchases clothing and school supplies for low income youth upon referral from school counselors | 6,000 |
| Assistance League of Seattle | Operating funds for Seattle chapter for Operation School Bell providing clothing and school supplies for low income youth | 6,000 |
| AGC Education Foundation | Provides funds for apprenticeship programs in construction | 5,000 |
| AGC Education Foundation | 5 year commitment to support scholarships for construction programs | 10,000 |
| Anti-Defamation League | Funds for Jewish organization to combat prejudice against Jewish people | 12,000 |
| Bellevue College Foundation A State Public College | Scholarship funds and general funds for academic excellence and plurality at this state community college | 26,500 |
| Bellevue Schools Foundation | Operating funds for public school system | 200 |
| Bridge Ministries | Operating funds for organization which provides wheel chairs and other help | 30,000 |
| Childhaven | Operating funds for organization which assists abused children and their parents for disabled low income persons | 5,000 |
| Child Care Resources | Organization trains people on welfare and immigrants for childcare jobs | 5,000 |
| Children's Response Center | Clinic at Hospital for children who have been sexually abused | 5,000 |
| Country Doctor | Walk-in Clinic for people without insurance or ability to obtain health care elsewhere | 10,000 |
| Crisis Clinic | Funds for organization which provides telephone help lines for teens in crisis | 10,000 |
| Eastside Domestic Violence Program | Operating funds to provide housing for women and children who have left violent households | 20,000 |

| | | |
|---------------------------------------|---|--------|
| Eastside Academy | Operating funds for this non-profit alternative high school for disadvantaged and at-risk kids. Help kids to obtain a diploma and treatment for addiction | 40,000 |
| Evergreen Health Center | Operating funds for charity care at Evergreen Hospital | 10,000 |
| Evergreen Freedom Foundation | Organization that espouses freedom of rights under the constitution | 5,000 |
| Farestart | Food service training program for homeless and disadvantaged men and women | 10,000 |
| Friends of Rainier | Operating Funds for State Home for mentally retarded people | 5,000 |
| Friends of Youth | Provides housing, meals and jobs for homeless youths ages 16-19 | 15,000 |
| Habitat for Humanity—E. King County | Builds homes for homeless people in E. King County | 5,000 |
| Hope Link | Operating funds for organization which provide food bank, child care, housing, etc. | 30,000 |
| Kindering Center | Operating funds for organization which helps children with autism and other early childhood disabilities | 5,000 |
| Mercer Island Youth and Family | Food Bank, clothing for families in need | 5,000 |
| Museum of Flight | Funds provided for a new wing of the Flight Museum dedicated to history and airplanes from the 1 st and 2 nd World Wars | 50,000 |
| The Millionaire Club | Operating funds for organization which secures jobs for homeless men and women plus meals and housing | 10,000 |
| Neighborhood Health Centers | Provides health care and dental services to people with no insurance or income | 5,000 |
| Northwest Burn Foundation | Funds to support the Emergency Housing Program for those whose children have suffered severe burns. | 10,000 |
| Northwest Harvest | Funds to support feeding low income children for breakfast and lunch at school | 5,000 |
| North HelpLine | Food Bank for families in need in north Seattle area | 5,000 |
| Northwest School for Hearing Impaired | Operating funds for school for children with severe hearing loss or deafness | 7,500 |
| Overlake Hospital Foundation | Operating funds for non-reimbursed emergency care. | 25,000 |
| Overlake Service League | Emergency assistance and clothes and scholarships for youth based on need | 5,000 |
| Pacific NW Ballet | Funds to support outreach for students who otherwise could not experience ballet | 5,000 |
| Pediatric Care Center | Operating funds for Center that cares for babies born with AIDS | 10,000 |

| | | |
|---|---|--------|
| Planned Parenthood | Operating funds for organization which gives reproductive rights information to those in need | 10,000 |
| Puget Sound Blood Bank | Operating funds for blood, bone and tissue banks to help those in need | 40,000 |
| Rotary First Harvest | Organization provides food to food banks for the needy | 10,000 |
| Salvation Army | Operating funds for homeless outreach | 10,000 |
| Seattle Biomedical Research Institute | Operating funds for research for diagnostics treatments and vaccines for HIV/AIDS, TB and other infectious diseases | 45,000 |
| Seattle Urban Academy | School for children who have dropped out of public school and are in need | 10,000 |
| Seattle University | Scholarship fund in the Honors Program to needy students | 10,000 |
| Swedish Medical Center Foundation | Operating funds to provide for non-reimbursed care. | 10,000 |
| Seattle Education Access | Organization provides programs in technology for children in foster care or homeless children | 5,000 |
| Senior Services of King County | Operating funds for organization which provides meals on wheels, transportation services for home bound senior citizens | 10,000 |
| Seattle Central Community College A State Public College | Operating funds provided to assist the faculty obtain outside training at this college with predominantly minority students and for student scholarships. | 50,000 |
| Seattle Youth Garden | Trains young people in need of a job landscaping skills | 5,000 |
| Treehouse | Operating funds for organization which provides foster care and help for abused and neglected children | 10,000 |
| University of Washington College of Forest Resources | Scholarship funds and general funds for the Department of Forestry | 50,000 |
| University of Washington Communications Department | Scholarship funds for the Department of Communications in name of Beezley. | 5,000 |
| University of Washington Construction Mgt. Dept. | Scholarship funds for the Construction Management Department. | 10,000 |
| Union Gospel Mission | Operating funds to support programs for the homeless and the poor such as dental care, meals, housing and rehabilitation | 50,000 |
| Washington Cash | Non-Profit organization which helps people with a start-up business to get them off welfare | 12,500 |
| Washington State Neurofibromatosis Families | Operating funds for organization which supports children with Neurofibromatosis | 10,000 |

| | | |
|--------------------------|---|--------|
| Washington Women in Need | Operating funds for organization which provides funds to needy women for education, health and dental care | 5,000 |
| Wellspring Families | Services for homeless families including temporary housing | 11,000 |
| Youth Eastside Services | Operating funds for organization which provides programs for teen-agers who are homeless, have substance abuse problems or mental health problems | 10,000 |
| YWCA | Provides temporary shelter, clothing and education to women in need | 5,000 |


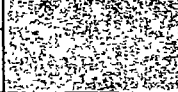
| | | |
|----------------------------|--|-------------------------|
| TOTAL FOR YEAR 2009 | | <u>\$811,700</u> |
|----------------------------|--|-------------------------|

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

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

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

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

| | | | |
|---|---|--|--------------------------------|
| Type or print | Name of Exempt Organization |  | Employer identification number |
| | BYRON & ALICE LOCKWOOD FOUNDATION | | 91-0833426 |
| | Number, street, and room or suite number. If a P.O. box, see instructions | | For IRS use only |
| File by the extended due date for filing the return. See instructions | P.O. Box 4 |  | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions | | |
| | Mercer Island, WA 98040 | | |

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

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

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

- The books are in care of PAUL R. CROSSMAN
Telephone No (425) 451-1202 FAX No _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until NOV 15, 2010
- 5 For calendar year 2009, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension INFORMATION NECESSARY TO COMPLETE
THE RETURN IS NOT YET AVAILABLE.

| | | |
|---|----|-----------|
| 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions | 8a | \$ 34,066 |
| 8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | 8b | \$ 34,066 |
| 8c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs | 8c | \$ 0 |

Signature and Verification

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

Signature [Signature] Title CPA Date 8/16/10