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

2009

Department 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.	The Barrios Trust 653 11th Street Oakland, CA 94607	A Employer identification number 94-3323331
		B Telephone number (see the instructions) 510-465-6511
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) \$ 1,709,164.	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u> (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"/>
		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)
1	Contributions, gifts, grants, etc, received (att sch)				
2	Ch <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	242.	242.	N/A	
4	Dividends and interest from securities	68,301.	68,301.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	-64,255.			
b	Gross sales price for all assets on line 6a	243,561.			
c	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/(loss) (att sch)				
11	Other income (attach schedule) See Statement 1	98.			
12	Total. Add lines 1 through 11	4,386.	68,543.		
13	Compensation of officers, directors, trustees, etc	3,250.			3,250.
14	Other employee salaries and wages	2,224.			2,224.
15	Pension plans, employee benefits	3,012.			3,012.
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 2	3,190.			3,190.
c	Other prof fees (attach sch) See St 3	20,767.	20,767.		
17	Interest				
18	Taxes (attach schedule)(see instr) See Stm 4	577.	577.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	495.			495.
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 5	1,980.	211.		1,769.
24	Total operating and administrative expenses. Add lines 13 through 23	35,495.	21,555.		13,940.
25	Contributions, gifts, grants paid Part XV	70,645.			70,645.
26	Total expenses and disbursements. Add lines 24 and 25	106,140.	21,555.		84,585.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-101,754.			
b	Net investment income (if negative, enter 0)		46,988.		
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			
	2 Savings and temporary cash investments	72,287.	87,124.	87,124.
	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) Statement 6	394,440.	389,449.	389,449.
	b Investments — corporate stock (attach schedule) Statement 7	363,738.	456,593.	456,593.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment, basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) Statement 8	660,232.	773,243.	773,243.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe See Statement 9)	2,062.	2,755.	2,755.	
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item l)	1,492,759.	1,709,164.	1,709,164.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 10)		1,077.	
	23 Total liabilities (add lines 17 through 22)	0.	1,077.	
NET FUND ASSETS OR	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	1,492,759.	1,708,087.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	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)	1,492,759.	1,708,087.	
31 Total liabilities and net assets/fund balances (see the instructions)	1,492,759.	1,709,164.		

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	1,492,759.
2 Enter amount from Part I, line 27a	2	-101,754.
3 Other increases not included in line 2 (itemize) See Statement 11	3	317,082.
4 Add lines 1, 2, and 3	4	1,708,087.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,708,087.

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)
1a Capital Gain Distribution	P	Various	Various
b Sale of Publicly Traded Securities	P	Various	Various
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 7,708.			7,708.
b 235,853.		307,816.	-71,963.
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			7,708.
b			-71,963.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<input type="checkbox"/> If gain, also enter in Part I, line 7 <input type="checkbox"/> If (loss), enter -0- in Part I, line 7	2	-64,255.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	0.

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	294,236.	2,889,079.	0.101844
	2007	197,592.	3,173,484.	0.062263
	2006	175,888.	4,184,542.	0.042033
	2005	168,500.	3,015,497.	0.055878
	2004	172,900.	2,979,013.	0.058039
2 Total of line 1, column (d)				2 0.320057
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 0.064011
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5				4 1,546,275.
5 Multiply line 4 by line 3				5 98,979.
6 Enter 1% of net investment income (1% of Part I, line 27b)				6 470.
7 Add lines 5 and 6				7 99,449.
8 Enter qualifying distributions from Part XII, line 4				8 84,585.

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 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 type="checkbox"/> and enter 1% of Part I, line 27b	1	940.
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	940.
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	940.
6	Credits/Payments:		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	4,025.
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	4,025.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	3,085.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 3,085. <input checked="" type="checkbox"/> Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
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.		
1c		X
d		
e		
2		X
3		X
4a		X
4b		N/A
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		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)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ <u>Joanne Casey</u> Telephone no. ▶ <u>510-465-6511</u> Located at ▶ <u>653 11th Street Oakland, CA</u> ZIP + 4 ▶ <u>94607</u>		
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	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? Stmt 15 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Stmt 12 <input checked="" type="checkbox"/> Yes <input 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	X
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 ▶ 20__ , 20__ , 20__ , 20__ <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 ▶ 20__ , 20__ , 20__ , 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If 'Yes' to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
	6b	X
	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
See Statement 12		3,250.	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				

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 N/A	

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	1,504,179.
b Average of monthly cash balances	1b	63,234.
c Fair market value of all other assets (see instructions)	1c	2,409.
d Total (add lines 1a, b, and c)	1d	1,569,822.
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	1,569,822.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	23,547.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,546,275.
6 Minimum investment return. Enter 5% of line 5	6	77,314.

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	77,314.
2a Tax on investment income for 2009 from Part VI, line 5	2a	940.	
b Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	940.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	76,374.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	76,374.	
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	76,374.	

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	84,585.
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	84,585.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	84,585.

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				76,374.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	27,155.			
b From 2005	20,795.			
c From 2006				
d From 2007	43,854.			
e From 2008	149,782.			
f Total of lines 3a through e	241,586.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 84,585.				
a Applied to 2008, but not more than line 2a			0.	
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				76,374.
e Remaining amount distributed out of corpus	8,211.			
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	249,797.			
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				0.
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)	27,155.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	222,642.			
10 Analysis of line 9.				
a Excess from 2005	20,795.			
b Excess from 2006				
c Excess from 2007	43,854.			
d Excess from 2008	149,782.			
e Excess from 2009	8,211.			

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

N/A

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

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

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization had \$5,000 or more in assets at any time during the year – see 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).)
See Statement 13

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 14				
Total				▶ 3a 70,645.
b Approved for future payment				
Total				▶ 3b

The Barrios Trust

94-3323331

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Income Investment Psp	\$ -24.		
Refund of Taxes	122.		
Total	<u>\$ 98.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 3,065.			\$ 3,065.
Payroll Tax Preparation	125.			125.
Total	<u>\$ 3,190.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 3,190.</u>

Statement 3
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
Investment Management Fees	\$ 20,767.	\$ 20,767.		
Total	<u>\$ 20,767.</u>	<u>\$ 20,767.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes Withheld	\$ 577.	\$ 577.		
Total	<u>\$ 577.</u>	<u>\$ 577.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

The Barrios Trust

94-3323331

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Design	\$ 523.			\$ 523.
Filing Fees	30.			30.
Investment Expense	127.	\$ 127.		
Investment Expense Psp	84.	84.		
Misc Exp	268.			268.
Office Supplies	180.			180.
Workers' Compensation	768.			768.
Total	\$ 1,980.	\$ 211.		\$ 1,769.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
US Treas 3.0% 7/15/12, 33,000 Sh	Mkt Val	\$ 42,657.	\$ 42,657.
FNMA 6.0% 6/1/2035, 56,000 Sh	Mkt Val	32,901.	32,901.
FHLMC 5.50% 11/1/2037, 62,000 Sh	Mkt Val	41,190.	41,190.
FNMA 6.00% 5/1/2038, 115,000 Sh	Mkt Val	86,194.	86,194.
FNMA 6.00% 9/1/2038, 28,000 Sh	Mkt Val	22,357.	22,357.
FNMA 6.00% 10/1/2038, 56,000 Sh	Mkt Val	27,550.	27,550.
FNMA 6.00% 10/1/2038, 32,000 Sh	Mkt Val	25,959.	25,959.
FNMA 5.0% 2/1/36, 5,000 Sh	Mkt Val	3,369.	3,369.
FNMA 5.5% 6/1/38, 1,000 Sh	Mkt Val	779.	779.
FNMA 6.00% 9/1/2038, 9,000 Sh	Mkt Val	6,779.	6,779.
FNMA 5.5% 11/1/38, 16,000 Sh	Mkt Val	12,200.	12,200.
FNMA 6.0% 11/1/38, 15,000 Sh	Mkt Val	14,026.	14,026.
US Treas 2.375% 4/15/11, 39,000 Sh	Mkt Val	43,729.	43,729.
US Treas 4.0% 2/15/15, 28,000 Sh	Mkt Val	29,759.	29,759.
		\$ 389,449.	\$ 389,449.
Total		\$ 389,449.	\$ 389,449.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Ancor Ltd, 97 Sh	Mkt Val	\$ 2,149.	\$ 2,149.
BG Group PLC, 52 Sh	Mkt Val	4,706.	4,706.
BP PLC, 124 Sh	Mkt Val	7,188.	7,188.
BNP Paribas, 25 Sh	Mkt Val	1,004.	1,004.
Banco Santander, 275 Sh	Mkt Val	4,521.	4,521.
Bayer AG, 37 Sh	Mkt Val	2,953.	2,953.
Canon Inc., 172 Sh	Mkt Val	7,279.	7,279.
GlaxoSmithKline PLC, 198 Sh	Mkt Val	8,366.	8,366.

The Barrios Trust

94-3323331

Statement 7 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Hong-Kong Electric Hldgs, 490 Sh	Mkt Val	\$ 2,646.	\$ 2,646.
ING Groep NV, 250 Sh	Mkt Val	2,453.	2,453.
KAO Corp. - JPY, 250 Sh	Mkt Val	5,840.	5,840.
National Australia Bank, 180 Sh	Mkt Val	4,396.	4,396.
National Grid PLC, 51 Sh	Mkt Val	2,773.	2,773.
Nippon Tel & Tel, 177 Sh	Mkt Val	3,494.	3,494.
Reed Elsevier NV, 173 Sh	Mkt Val	4,221.	4,221.
Royal Dutch Shell PLC, 98 Sh	Mkt Val	5,891.	5,891.
Sasol Ltd, 78 Sh	Mkt Val	3,115.	3,115.
Societe Generale, 338 Sh	Mkt Val	5,030.	5,030.
Stora Enso, 210 Sh	Mkt Val	1,447.	1,447.
Telecom Corp. New Zealand, 188 Sh	Mkt Val	1,690.	1,690.
Telstra Ltd, 292 Sh	Mkt Val	4,468.	4,468.
Total SA, 134 Sh	Mkt Val	8,581.	8,581.
Toyota Motor, 53 Sh	Mkt Val	4,460.	4,460.
Unilever PLC, 303 Sh	Mkt Val	9,666.	9,666.
Accenture Ltd, 105 Sh	Mkt Val	4,358.	4,358.
Whirlpool Corp., 15 Sh	Mkt Val	1,210.	1,210.
Argo Group, 69 Sh	Mkt Val	2,010.	2,010.
Arvinmeritor Inc, 200 Sh	Mkt Val	2,236.	2,236.
Braskem SA, 175 Sh	Mkt Val	2,872.	2,872.
DR Horton Inc, 90 Sh	Mkt Val	978.	978.
Debenhams PLC, 285 Sh	Mkt Val	1,388.	1,388.
Hatchijuni Bank Ltd, 25 Sh	Mkt Val	1,467.	1,467.
KB Home, 30 Sh	Mkt Val	410.	410.
Lennar Corp, 75 Sh	Mkt Val	958.	958.
Micron Technology, 235 Sh	Mkt Val	2,482.	2,482.
Old Republic International, 160 Sh	Mkt Val	1,606.	1,606.
Pulte Homes Inc, 163 Sh	Mkt Val	1,630.	1,630.
Transforce Income Fund, 110 Sh	Mkt Val	877.	877.
Flextronics Intl LTD, 143 Sh	Mkt Val	1,045.	1,045.
Biovail Corp, 110 Sh	Mkt Val	1,535.	1,535.
Brasil Telecom Participaco, 37 Sh	Mkt Val	1,078.	1,078.
Briggs & Stratton Corp, 95 Sh	Mkt Val	1,777.	1,777.
Ciments Francais Spon ADR, 30 Sh	Mkt Val	1,570.	1,570.
Cincinnati Bell Inc, 330 Sh	Mkt Val	1,139.	1,139.
Clariant Ag-CHF, 100 Sh	Mkt Val	1,170.	1,170.
Egstra Hldgs Ltd-Zar, 250 Sh	Mkt Val	194.	194.
First Pacific Ltd Spon ADR, 730 Sh	Mkt Val	2,190.	2,190.
Home Retail Grp-Gbp, 85 Sh	Mkt Val	1,549.	1,549.
Huntsman Corp, 150 Sh	Mkt Val	1,693.	1,693.
Keycorp New, 45 Sh	Mkt Val	250.	250.
Magna Intl Cl A, 25 Sh	Mkt Val	1,264.	1,264.
Louisiana Pacific Corp, 50 Sh	Mkt Val	349.	349.
Magyar Telekom Telecomm Ltd, 145 Sh	Mkt Val	2,770.	2,770.
Masco Corp DE, 135 Sh	Mkt Val	1,864.	1,864.
Paperlinx Ltd, 150 Sh	Mkt Val	403.	403.
Promise Co Ltd Unspn ADR, 110 Sh	Mkt Val	412.	412.
Quiksilver Inc, 150 Sh	Mkt Val	303.	303.
Supervalu Inc, 210 Sh	Mkt Val	2,669.	2,669.
Teijin Ltd ADR, 45 Sh	Mkt Val	1,463.	1,463.
Telecom Argetina SA ADR, 70 Sh	Mkt Val	1,177.	1,177.
Tenet Healthcare Corp, 170 Sh	Mkt Val	916.	916.
Tim Participacoes S A-Brl, 35 Sh	Mkt Val	1,040.	1,040.
Valeo Spons ADR-Usd, 130 Sh	Mkt Val	2,282.	2,282.

The Barrios Trust

94-3323331

Statement 7 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Vishay Intertechnology Inc, 200 Sh	Mkt Val	\$ 1,670.	\$ 1,670.
Wolseley PLC Spon, 550 Sh	Mkt Val	1,144.	1,144.
Alcatel-Lucent ADR, 435 Sh	Mkt Val	1,444.	1,444.
Bank of America Corp, 19 Sh	Mkt Val	286.	286.
Singapore Telecomm, 188 Sh	Mkt Val	4,127.	4,127.
Taiwan Semiconductor, 409 Sh	Mkt Val	4,679.	4,679.
Takeda Pharmaceutical, 218 Sh	Mkt Val	4,480.	4,480.
Tokio Marine Hldgs Inc, 194 Sh	Mkt Val	5,279.	5,279.
United Overseas Bank Ltd, 110 Sh	Mkt Val	3,073.	3,073.
Telefonica SA Spon ADR, 90 Sh	Mkt Val	7,517.	7,517.
Bunge Ltd, 55 Sh	Mkt Val	3,511.	3,511.
Alcon Inc, 50 Sh	Mkt Val	8,218.	8,218.
Allergan Inc, 100 Sh	Mkt Val	6,301.	6,301.
C R Bard Inc NJ, 60 Sh	Mkt Val	4,674.	4,674.
Becton Dickinson & Co, 55 Sh	Mkt Val	4,337.	4,337.
Burlington Northern Santa Fe, 45 Sh	Mkt Val	4,438.	4,438.
CME Grp Inc Class A, 11 Sh	Mkt Val	3,696.	3,696.
Emerson Electric Co, 100 Sh	Mkt Val	4,260.	4,260.
Gilead Sciences Inc, 150 Sh	Mkt Val	6,491.	6,491.
Intuit Inc, 140 Sh	Mkt Val	4,302.	4,302.
McDonalds Corp, 75 Sh	Mkt Val	4,683.	4,683.
Monsanto Co New, 45 Sh	Mkt Val	3,679.	3,679.
Nike Inc Cl B, 50 Sh	Mkt Val	3,304.	3,304.
Norfolk Southern Corp, 35 Sh	Mkt Val	1,834.	1,834.
Parker-Hannifin Corp, 72 Sh	Mkt Val	3,879.	3,879.
Praxair Inc, 75 Sh	Mkt Val	6,023.	6,023.
Proctor & Gamble Co, 75 Sh	Mkt Val	4,547.	4,547.
Schlumberger Ltd, 95 Sh	Mkt Val	6,183.	6,183.
Stanley Works, 125 Sh	Mkt Val	6,439.	6,439.
Teva Pharmaceutical Inds, 105 Sh	Mkt Val	5,899.	5,899.
United Technologies Corp, 75 Sh	Mkt Val	5,206.	5,206.
Varian Medical Sys Inc, 80 Sh	Mkt Val	3,748.	3,748.
Waste Mgmt Inc, 160 Sh	Mkt Val	5,410.	5,410.
Western Union Co, 265 Sh	Mkt Val	4,995.	4,995.
Xerox Corp, 70 Sh	Mkt Val	592.	592.
Activision Blizzard Inc, 380 Sh	Mkt Val	4,222.	4,222.
Akamai Technologies Inc, 85 Sh	Mkt Val	2,154.	2,154.
EMC Corp-Mass, 125 Sh	Mkt Val	2,184.	2,184.
Expeditors Intl of Wash Inc, 85 Sh	Mkt Val	2,955.	2,955.
Express Scripts Inc, 55 Sh	Mkt Val	4,753.	4,753.
Goldman Sachs Group Inc, 25 Sh	Mkt Val	4,221.	4,221.
Googles Inc, 9 Sh	Mkt Val	5,580.	5,580.
Illinois Tool Works, 95 Sh	Mkt Val	4,559.	4,559.
Intel Corp, 275 Sh	Mkt Val	5,610.	5,610.
IBM Corp, 30 Sh	Mkt Val	3,927.	3,927.
Jacobs Engineering Group, 75 Sh	Mkt Val	2,821.	2,821.
Omnicom Group, 140 Sh	Mkt Val	5,481.	5,481.
Qualcomm Inc, 165 Sh	Mkt Val	7,633.	7,633.
Quest Diagnostics Inc, 70 Sh	Mkt Val	4,226.	4,226.
Ross Stores Inc, 85 Sh	Mkt Val	3,630.	3,630.
Stryker Corp, 45 Sh	Mkt Val	2,266.	2,266.
Wells Fargo & Co, 70 Sh	Mkt Val	1,889.	1,889.
XTO Energy Inc, 137 Sh	Mkt Val	6,375.	6,375.
Waters Corp, 40 Sh	Mkt Val	2,478.	2,478.
Carrefour, 377 Sh	Mkt Val	3,574.	3,574.

The Barrios Trust

94-3323331

Statement 7 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Novartis, 161 Sh	Mkt Val	\$ 8,763.	\$ 8,763.
Seven & I Hldgs Co, 63 Sh	Mkt Val	2,608.	2,608.
Vodafone Group, 216 Sh	Mkt Val	4,987.	4,987.
Zurich Fincl Svcs, 125 Sh	Mkt Val	2,718.	2,718.
Willis Group Holdings, 100 Sh	Mkt Val	2,638.	2,638.
AIOI Ins Co, 35 Sh	Mkt Val	674.	674.
Arkema Spon, 45 Sh	Mkt Val	1,665.	1,665.
Black & Decker Corp, 50 Sh	Mkt Val	3,241.	3,241.
Brasil Telecom SA, 21 Sh	Mkt Val	336.	336.
CIA Saneamento, 35 Sh	Mkt Val	1,369.	1,369.
Dynegy Inc, 240 Sh	Mkt Val	434.	434.
Embraer-Empresa, 60 Sh	Mkt Val	1,327.	1,327.
Fifth Third Bancorp, 200 Sh	Mkt Val	1,950.	1,950.
Gallagher Arthur J & Co, 60 Sh	Mkt Val	1,351.	1,351.
H Lundbeck, 125 Sh	Mkt Val	2,274.	2,274.
Idemitsu Kosan Co, 60 Sh	Mkt Val	870.	870.
Intl Flavors & Fragrances Inc, 30 Sh	Mkt Val	1,234.	1,234.
King Pharmaceuticals Inc, 245 Sh	Mkt Val	3,006.	3,006.
Marshall & Ilsley Corp, 85 Sh	Mkt Val	463.	463.
JC Penny Co, 30 Sh	Mkt Val	798.	798.
Peugeot Citroen, 15 Sh	Mkt Val	510.	510.
Premier Foods PLC, 330 Sh	Mkt Val	1,980.	1,980.
Regions Financial Corp, 125 Sh	Mkt Val	661.	661.
Sara Lee Corp, 185 Sh	Mkt Val	2,253.	2,253.
Seiko Epson Corp, 225 Sh	Mkt Val	1,789.	1,789.
Suntrust Banks Inc, 40 Sh	Mkt Val	812.	812.
Symrise AS Unspn, 50 Sh	Mkt Val	1,073.	1,073.
Telecom Corp New Zealand, 225 Sh	Mkt Val	2,023.	2,023.
Tesoro Corp, 110 Sh	Mkt Val	1,491.	1,491.
Tomkins FH PLC, 140 Sh	Mkt Val	1,749.	1,749.
USG Corp, 115 Sh	Mkt Val	1,616.	1,616.
Virtus Investment Partners Inc, 130 Sh	Mkt Val	207.	207.
Vivo Participacoes, 30 Sh	Mkt Val	930.	930.
Ziopns Bancorp, 80 Sh	Mkt Val	986.	986.
	Total	\$ 456,593.	\$ 456,593.

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
M.O.T. Family Investors	Mkt Val	\$ 90,183.	\$ 90,183.
Total Other Investments		\$ 90,183.	\$ 90,183.
 <u>Other Publicly Traded Securities</u>			
Fixed Income Shares Ser C 9,636 Sh	Mkt Val	117,462.	117,462.
Fixed Income Shares Ser M 13,493 Sh	Mkt Val	130,207.	130,207.
AIM Energy Fund Cl. A, 463.395 Sh	Mkt Val	16,463.	16,463.
Fundamental Investors Fd, 7,261.839 Sh	Mkt Val	237,680.	237,680.

The Barrios Trust

94-3323331

Statement 8 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

Other Publicly Traded Securities

Growth Fd of America Cl A, 5,080.717 Sh	Mkt Val	\$	138,856.	\$	138,856.
Ivy Global Natural Res. Fd, 779.656 Sh	Mkt Val		14,416.		14,416.
Jennison Natural Resources, 393.543 Sh	Mkt Val		17,768.		17,768.
Pimco Comm. Strategy Fd, 1,247.91 Sh	Mkt Val		10,208.		10,208.
Total Other Publicly Traded Securities		\$	<u>683,060.</u>	\$	<u>683,060.</u>
	Total	\$	<u>773,243.</u>	\$	<u>773,243.</u>

Statement 9
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Purchased Interest	\$ 2,755.	\$ 2,755.
Total	<u>\$ 2,755.</u>	<u>\$ 2,755.</u>

Statement 10
Form 990-PF, Part II, Line 22
Other Liabilities

Security Trades Pending Settlement	\$	1,077.
Total	<u>\$</u>	<u>1,077.</u>

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

FMV Adjustment of Investments	\$	317,082.
Total	<u>\$</u>	<u>317,082.</u>

The Barrios Trust

94-3323331

Statement 12
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Warren Wilson 653 11th Street Oakland, CA 94607	President 5.00	\$ 0.	\$ 0.	\$ 0.
Joanne Casey 653 11th Street Oakland, CA 94607	Vice President 5.00	0.	0.	0.
Natalie Delagnes Talbott 653 11th Street Oakland, CA 94607	Director 0.25	750.	0.	0.
Margot Maurer 653 11th Street Oakland, CA 94607	Director 0.25	250.	0.	0.
Laurel Nathanson 653 11th Street Oakland, CA 94607	Director 0.25	750.	0.	0.
Lori Perenon 653 11th Street Oakland, CA 94607	Director 0.25	750.	0.	0.
Donald Carter 653 11th Street Oakland, CA 94607	Director 0.25	750.	0.	0.
		Total \$ 3,250.	\$ 0.	\$ 0.

Statement 13
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

Warren Wilson
Joanne Casey

The Barrios Trust

94-3323331

Statement 14
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Oakland College Prep School 6100 Broadway Oakland, CA 94618	N/A	School	Scholarships for high school students who demonstrated academic ability and financial need.	\$ 17,395.
Girls Inc. of Alameda Co 13666 East 14th Street San Leandro, CA 94578,	N/A	509(a) (1)	To support the Eureka Program which is an academic mentoring program for high school girls	7,500.
Youth Tennis Advantage 650 California Street, 4th Fl. San Francisco, CA 94108	N/A	509(a) (1)	To support the expansion of a San Francisco-based program to four public playgrounds in Oakland. Program provides tennis instruction to elementary and middle school children.	7,500.
Wee Poets 2012 Grant Street, Suite 2 Berkeley, CA 94703	N/A	509(a) (1)	Fund for production of student programs on educational cable channel	3,000.
Northern Light School 4500 Redwood Road Oakland, CA 94619	N/A	School	Scholarship fund for elementary school children	10,000.
The Crucible 1260 7th Street Oakland, CA 94607	N/A	509(a) (1)	Summer Youth Program	5,000.
Students Run Oakland PO Box 10696 Oakland, CA 94610	N/A	509(a) (1)	Preparing Oakland High school students to run LA marathon	10,000.

The Barrios Trust

94-3323331

Statement 14 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Prescott Circus Theatre 3864 Brown Avenue Oakland, CA 94619	N/A	509(a) (1)	General Support	\$ 10,000.
ASUC - Camp WOW 2nd Floor Eshleman Hall #4500 Berkeley, CA 94720	N/A	509(a) (1)	General Support	250.
			Total	\$ <u>70,645.</u>

Statement 15
Part VII-B, Question 1(a)(3)
Statements Regarding Activities For Which Form 4720 May Be Required

Warren Wilson and Joanne Casey provide space rent free to the Trust. The leasing of property by a disqualified person to a private foundation without charge is not an act of self dealing under Reg. Section 53.4941(d)-2(b)(2).

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- 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 The Barrios Trust	Employer identification number 94-3323331
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions 653 11th Street	
	City, town or post office, state, and ZIP code For a foreign address, see instructions Oakland, CA 94607	

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

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

- The books are in the care of ▶ Joanne Casey

Telephone No. ▶ 510-465-6511 FAX No ▶ _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 10, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:
▶ calendar year 20 09 or
▶ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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	\$ 4,025.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 4,025.
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

