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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 _____, **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.	Name of foundation THE BILL MUSTER FOUNDATION	A Employer identification number 95-4215790
Otherwise, print or type.	Number and street (or P O box number if mail is not delivered to street address) Room/suite 4640 ADMIRALTY WAY #402	B Telephone number 310-301-3545
See Specific Instructions.	City or town, state, and ZIP code MARINA DEL REY, CA 90292	C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,204,241. (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	302.	302.		STATEMENT 1
	4 Dividends and interest from securities	37,428.	37,428.		STATEMENT 2
	5a Gross rents	24,310.			STATEMENT 3
	b Net rental income or (loss) 5,631.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	-17,002.			
	b Gross sales price for all assets on line 6a 79,175.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	45,038.	37,730.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,000.	4,666.		9,334.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,800.	0.		0.
	c Other professional fees	2,116.	2,116.		0.
	17 Interest	71.	71.		0.
	18 Taxes STMT 7	360.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	18,942.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	38,289.	6,853.		9,334.
	25 Contributions, gifts, grants paid	69,000.			69,000.
26 Total expenses and disbursements. Add lines 24 and 25	107,289.	6,853.		78,334.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-62,251.				
b Net investment income (if negative, enter -0-)		30,877.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		15,252.	25,240.	25,240.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 9	670,506.	618,710.	676,490.
	c	Investments - corporate bonds	STMT 10	410,991.	406,783.	404,211.
	11	Investments - land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 11)		-51,057.	-67,292.	98,300.	
16	Total assets (to be completed by all filers)		1,045,692.	983,441.	1,204,241.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		1,037,606.	1,037,606.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		8,086.	-54,165.		
30	Total net assets or fund balances		1,045,692.	983,441.		
31	Total liabilities and net assets/fund balances		1,045,692.	983,441.		

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	1,045,692.
2	Enter amount from Part I, line 27a	2	-62,251.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	983,441.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	983,441.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SALE OF MUTUAL FUNDS - SEE ATTACHED			
b STATEMENT	P	VARIOUS	VARIOUS
c SALE OF MUTUAL FUNDS - SEE ATTACHED			
d STATEMENT	P	VARIOUS	VARIOUS
e K-1 MEADOWLAKE ASSOCIATES	D	VARIOUS	VARIOUS

(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 6,307.		6,116.	191.
c			
d 72,868.		89,913.	-17,045.
e		148.	-148.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			191.
c			
d			-17,045.
e			-148.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-17,002.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	78,000.	1,237,096.	.063051
2007	77,204.	1,356,832.	.056900
2006	76,680.	1,310,784.	.058499
2005	76,179.	1,224,142.	.062231
2004	75,055.	1,228,171.	.061111

2 Total of line 1, column (d)	2	.301792
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	.060358
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,110,657.
5 Multiply line 4 by line 3	5	67,037.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	309.
7 Add lines 5 and 6	7	67,346.
8 Enter qualifying distributions from Part XII, line 4	8	78,334.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	309.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	309.
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	309.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	706.
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	706.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	397.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ► <u>N/A</u>	X		
14	The books are in care of ► <u>VICKI F. MAGASINN</u> Telephone no. ► <u>310-301-3545</u> Located at ► <u>4640 ADMIRALTY WAY #402, MARINA DEL REY, CA</u> ZIP+4 ► <u>90292</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

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) 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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
VICKI F. MAGASINN 4640 ADMIRALTY WAY, SUITE 402 MARINA DEL REY, CA 90292	PRESIDENT/DIRECTOR 1.50	14,000.	0.	0.
JONATHAN M. FELDMAN 4640 ADMIRALTY WAY, SUITE 402 MARINA DEL REY, CA 90292	SECRETARY/TREASURER 0.50	0.	0.	0.

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

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

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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

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.

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	1,011,357.
b	Average of monthly cash balances	1b	17,914.
c	Fair market value of all other assets	1c	98,300.
d	Total (add lines 1a, b, and c)	1d	1,127,571.
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	1,127,571.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,914.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,110,657.
6	Minimum investment return. Enter 5% of line 5	6	55,533.

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	55,533.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	309.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	723.
c	Add lines 2a and 2b	2c	1,032.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,501.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	54,501.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	54,501.

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	78,334.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	78,334.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	309.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	78,025.

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				54,501.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	15,414.			
b From 2005	17,421.			
c From 2006	13,998.			
d From 2007	12,162.			
e From 2008	17,431.			
f Total of lines 3a through e	76,426.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	78,334.			
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				54,501.
e Remaining amount distributed out of corpus	23,833.			
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:	100,259.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	15,414.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	84,845.			
10 Analysis of line 9:				
a Excess from 2005	17,421.			
b Excess from 2006	13,998.			
c Excess from 2007	12,162.			
d Excess from 2008	17,431.			
e Excess from 2009	23,833.			

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

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

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

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

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

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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)				
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE			69,000.
Total				▶ 3a 69,000.
b Approved for future payment				
NONE				
Total				▶ 3b 0.

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

SOURCE	AMOUNT
K-1: MEADOWLAKE ASSOCIATES	291.
REBER/RUSSELL - SCHWAB	3.
UNION BANK OF CALIFORNIA	8.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	302.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
REBER/RUSSELL COMPANY	6,482.	0.	6,482.
VANGUARD GROUP	30,946.	0.	30,946.
TOTAL TO FM 990-PF, PART I, LN 4	37,428.	0.	37,428.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
K-1 MEADOWLAKE ASSOCIATES	2	24,310.
TOTAL TO FORM 990-PF, PART I, LINE 5A		24,310.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
K-1 MEADOWLAKE ASSOCIATES RENTAL EXPENSES		18,679.	
K-1 MEADOWLAKE ASSOCIATES STATE TAXES PAID		0.	
- SUBTOTAL -	2		18,679.
TOTAL RENTAL EXPENSES			18,679.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			5,631.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	2,800.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,800.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	2,116.	2,116.		0.
TO FORM 990-PF, PG 1, LN 16C	2,116.	2,116.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	35.	0.		0.
STATE ESTIMATED TAX	325.	0.		0.
TO FORM 990-PF, PG 1, LN 18	360.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEADOWLAKE ASSOCIATES NON-DEDUCTIBLE EXPENSE	263.	0.		0.
K-1 MEADOWLAKE ASSOCIATES RENTAL EXPENSES	18,679.	0.		0.
TO FORM 990-PF, PG 1, LN 23	18,942.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK- SEE ATTACHED SCHEDULE	618,710.	676,490.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	618,710.	676,490.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS- SEE ATTACHED SCHEDULE	406,783.	404,211.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	406,783.	404,211.	

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MEADOWLAKE ASSOCIATES PARTNERSHIP	-51,057.	-67,292.	98,300.
TO FORM 990-PF, PART II, LINE 15	-51,057.	-67,292.	98,300.

First Western Investment Advisors
TAXABLE INCOME REPORT
THE BILL MUSTER FOUNDATION
14938230 (Formerly 51147011)
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Cost Basis	Amort. or Accretion	Proceeds	Dividends	Gain Or Loss	
							Short Term	Long Term
DFA Large Cap International Fund								
09-10-07	12-21-09	2,2070	55.64		40.12			-15.52
06-10-08	12-21-09	6,7840	164.51		123.33			-41.18
03-10-08	12-21-09	0,8520	19.76		15.49			-4.27
09-09-08	12-21-09	1,9160	37.86		34.83			-3.03
12-08-09	12-21-09	3,5670	66.14		64.85		-1.29	
09-09-09	12-21-09	1,0650	19.38		19.36		-0.02	
06-09-09	12-21-09	5,9080	93.88		107.41		13.53	
04-03-02	12-21-09	86,3380	1,197.41		1,569.61			372.20
			1,654.58	0.00	1,975.00		12.22	308.20
Russell U.S. Core Equity Fund CII								
04-02-08	01-12-09	2,3970	72.72		43.98		-28.74	
07-02-08	01-12-09	3,1940	91.26		58.61		-32.65	
08-26-08	01-12-09	1,9080	53.94		35.01		-18.93	
10-02-08	01-12-09	1,0530	25.46		19.32		-6.14	
12-19-08	01-12-09	5,7480	107.31		105.48		-1.83	
04-03-07	01-12-09	2,1320	72.15		39.12			-33.03
12-14-07	01-12-09	12,1740	401.86		223.39			-178.47
12-14-07	01-12-09	20,8050	686.77		381.78			-304.99
12-06-91	01-12-09	5,0850	124.28		93.31			-30.97
12-06-91	07-16-09	48,5910	1,187.62		1,000.00			-187.62
12-06-91	12-21-09	38,4717	940.29		935.63			-4.66
12-21-09	12-21-09	2,7800	67.60		67.61		0.01	
04-22-92	12-21-09	226,0183	5,449.57		5,496.76			47.19
			9,280.83	0.00	8,500.00		-88.28	-692.55
Russell U.S. Small & Mid Cap Fund CII								
12-16-05	07-16-09	98,6220	3,044.46		1,481.30			-1,563.16
12-16-05	07-16-09	34,5340	1,066.07		518.70			-547.37
12-16-05	10-05-09	34,2450	1,057.15		585.93			-471.22
12-13-06	10-05-09	110,5540	3,157.43		1,891.58			-1,265.85
12-13-06	10-05-09	64,9070	1,853.73		1,110.56			-743.17
12-13-06	10-05-09	1,5340	43.80		26.25			-17.55

First Western Investment Advisors
TAXABLE INCOME REPORT
THE BILL MUSTER FOUNDATION
14938230 (Formerly 51147011)
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Cost Basis	Amort. or Accretion	Proceeds	Dividends	Gain Or Loss		
							Short Term	Long Term	
11-14-91	10-05-09	63 4530	1,645.20		1,085 68			-559 52	
11-14-91	12-21-09	111 1730	2,882.48		2,000.00		0.00	-882.48	
			14,750.32	0 00	8,700.00			-6,050.32	
Russell U.S. Quantitative Equity Fund CI I									
12-17-07	01-12-09	36 9580	1,249.92		760.97			-488.95	
09-24-03	01-12-09	11.6090	336.07		239.03			-97.04	
09-24-03	12-21-09	252.3290	7,304.65		6,500.00			-804.65	
			8,890.63	0 00	7,500.00		0.00	-1,390.63	
Russell Emerging Markets CIS									
12-14-07	07-16-09	62.9780	1,395 60		882.32			-513.28	
12-14-07	07-16-09	23.9720	531.22		335 85			-195.37	
12-14-07	07-16-09	12 3990	274 76		173 71			-101.05	
07-08-08	07-16-09	43.1340	836.79		604 31			-232.48	
12-19-08	07-16-09	22.0610	220.17		309.07		88.90		
12-29-08	07-16-09	49 5890	477.05		694.74		217.69		
12-21-09	12-21-09	12.0400	205.53		205.52		-0.01		
12-29-08	12-21-09	46 5420	447 73		794.48		346.75		
			4,388 85	0 00	4,000.00		653.33	-1,042.18	
Russell Investment Grade Bond Fund CI I									
08-02-95	01-12-09	100.6040	2,105.64		2,000.00			-105 64	
08-02-95	07-16-09	99.4530	2,081.55		2,000.00			-81.55	
12-02-09	12-21-09	5.9960	128 32		126.76		-1 56		
11-03-09	12-21-09	7 7770	165.18		164.41		-0 77		
12-21-09	12-21-09	15.4520	326 66		326.65		-0.01		
12-21-09	12-21-09	8 9770	189 78		189 77		-0.01		
10-02-09	12-21-09	7 0010	147.79		148 00		0.21	69.97	
08-02-95	12-21-09	333.2270	6,974.44		7,044.41				
			12,119 36	0 00	12,000 00		-2 14	-117 22	
Russell Short Duration Bond CI S									
08-02-95	01-12-09	112 6760	2,074 42		2,000 00			-74 42	
08-02-95	07-16-09	109 6490	2,018 69		2,000 00			-18.69	
10-02-09	10-05-09	4 9590	92 88		92 93		0 05		

First Western Investment Advisors
TAXABLE INCOME REPORT
THE BILL MUSTER FOUNDATION
14938230 (Formerly 51147011)
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Cost Basis	Amort. or Accretion	Proceeds	Dividends	Gain Or Loss		
							Short Term	Long Term	
09-02-09	10-05-09	5.7240	106.52		107.27		0.75		
08-02-95	10-05-09	253.6937	4,670.62		4,754.22			83.60	
10-03-95	10-05-09	70.6079	1,297.10		1,323.19			26.09	
08-04-09	10-05-09	6.2900	115.42		117.87		2.45		
10-02-97	10-05-09	5.5773	102.29		104.52			2.23	
			10,477.93	0.00	10,500.00		3.25	18.82	
Russell Intl Developed Markets Fund I									
08-26-08	01-12-09	17.4710	596.47		404.80		-191.67		
12-29-08	01-12-09	68.8480	1,596.59		1,595.20		-1.39		
12-13-06	07-16-09	58.0720	2,703.24		1,500.00			-1,203.24	
12-13-06	10-05-09	7.7570	361.09		228.68			-132.41	
12-13-06	10-05-09	28.8500	1,342.99		850.50			-492.49	
12-13-06	10-05-09	28.6190	1,332.20		843.69			-488.51	
12-14-07	10-05-09	58.7940	2,551.65		1,733.24			-818.41	
12-14-07	10-05-09	35.4100	1,536.80		1,043.89			-492.91	
12-14-07	12-21-09	11.2960	490.25		329.73			-160.52	
12-14-07	12-21-09	22.9620	996.54		670.27			-326.27	
			13,507.82	0.00	9,200.00		-193.06	-4,114.76	
Russell Real Estate Fund S									
12-09-05	10-05-09	1.9940	88.97		54.00			-34.97	
12-14-07	10-05-09	44.3480	1,751.75		1,200.94			-550.81	
12-14-07	10-05-09	7.7780	307.23		210.63			-96.60	
12-14-07	10-05-09	1.3930	55.01		37.72			-17.29	
12-17-07	10-05-09	28.6090	1,100.00		774.72			-325.28	
07-02-08	10-05-09	0.8120	29.97		21.99			-7.98	
07-02-08	12-21-09	1.1220	41.41		33.38			-8.03	
10-02-08	12-21-09	2.3420	83.23		69.68			-13.55	
12-21-09	12-21-09	3.9090	116.29		116.29		0.00		
10-02-09	12-21-09	2.6230	69.28		78.04		8.76		
12-19-08	12-21-09	2.3620	55.95		70.27			14.32	
08-02-95	12-21-09	21.2550	483.73		632.34			148.61	
			4,182.83	0.00	3,300.00		8.76	-891.59	

First Western Investment Advisors
TAXABLE INCOME REPORT
THE BILL MUSTER FOUNDATION
14938230 (Formerly 51147011)
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Cost Basis	Amort. or Accretion	Proceeds	Dividends	Gain Or Loss	
							Short Term	Long Term
Russell U.S. Growth Fund Class I								
09-24-03	01-12-09	198.0200	1,338.03		1,000.00			-338.03
09-24-03	07-16-09	165.0170	1,115.03		1,000.00			-115.03
09-24-03	10-05-09	755.2870	5,103.52		5,000.00			-103.52
			7,556.58	0.00	7,000.00		0.00	-556.58
Russell U.S. Value Fund I								
07-08-08	01-12-09	62.0400	516.79		313.30		-203.49	-652.70
12-17-07	01-12-09	135.9800	1,339.40		686.70			-350.61
12-17-07	07-16-09	86.3560	850.61		500.00			-309.90
12-17-07	10-05-09	100.9430	994.29		684.39			-1,202.42
09-24-03	10-05-09	636.5200	5,518.03		4,315.61			-2,515.62
			9,219.11	0.00	6,500.00		-203.49	764.21
TOTAL GAINS							679.10	-17,808.66
TOTAL LOSSES							-488.51	190.59
TOTAL REALIZED GAIN/LOSS					79,175.00			-17,044.45
								-16,853.86

The Bill Muster Foundation

TIN# 14938230

Schedule of Assets for the year ended 12/31/2009

	<u>Book Value</u>	<u>FMV</u>
Savings and Temporary Cash Investments		
Union Bank	19,226	19,226
Schwab Money Market	6,015	6,015
Total Savings and Temporary Cash Investments	<u>25,240</u>	<u>25,240</u>
Prepaid Taxes		
Investments- Corporate Stock		
DFA Large Cap International Fund	4,212	5,781
Russell U.S Core Equity Fund C1 I	15,538	16,680
Russell U.S Small & Mid Cap Fund C1 I	21,266	17,058
Russell U.S Quantitative Equity Fund C1 I	17,851	16,290
Russell Emerging Markets CI S	3,336	6,961
Russell Intl Developed Markets Fund I	21,871	21,511
Russell Real Estate Fund S	8,095	10,803
Russell U S Growth Fund Class I	7,338	8,393
Russell U.S Value Fund I	9,230	8,799
Vanguard Wellington Fund Admiral Shares	509,972	564,214
Total Investments- Corporate Stock	<u>618,710</u>	<u>676,490</u>
Investments- Corporate Bonds		
Russell Investment Grade Bond Fund I	35,680	36,775
Russell Short Duration Bond C1 S	30,343	31,308
Vanguard Short-Term Investment Grade Fund Admiral	340,760	336,127
Total Investments- Corporate Bonds	<u>406,783</u>	<u>404,211</u>
Meadowlake Associates Partnership Interest	-67,292	98,300
Total Assets	<u><u>983,441</u></u>	<u><u>1,204,240</u></u>

THE BILL MUSTER FOUNDATION

2009 Charitable Contributions

January 1, 2009 - December 31, 2009

<u>Name & Address of Charity</u>	<u>Amount of Contribution</u>	<u>Charitable Purpose</u>
Hospice of the Valley 1510 East Flower Phoenix, AZ 85014	700.00	Charitable
Phoenix Suns Charities 201 E. Jefferson Street Phoenix, AZ 85004	3,500.00	Charitable
ASU Women's Golf c/o Missy Kaye P.O. Box 872505 Tempe, AZ 85287-2505	2,707.00	Education
Horizons for Homeless Children 1705 Columbus Ave. Roxbury, MA 02119	50.00	Charitable
The Humane Society of the United States P O. Box52137 Phoenix, AZ 85-72	235.00	Charitable
Arizona Humane Society 9226 N. 13 th Avenue Phoenix, AZ 85021	115.00	Charitable
People for the Ethical Treatment of Animals P.O. Box 95681 Washington D.C., 20080	140.00	Charitable
America's Second Harvest (now Feeding America) P. O. Box 96749 Washington D.C., 90090	15.00	Charitable

ASPCA 424 E, 92 nd St. New York, NY 10128-6804	460.00	Charitable
Celebrity Fight Night 2111 E. Highland Ave., Suite 135 Phoenix, AZ 85016	5,000.00	Charitable
Scottsdale Active 20/30 Foundation c/o Jason Hersh Dynamic Sound Systems 9805 E. Bell Rd., Ste 130 Scottsdale, AZ 85260	200.00	Charitable
Children's Diabetes Foundation 777 Grant St., Ste 302 Denver, CO 80203	100.00	Charitable
National Football Foundation c/o Bill Riddle 5260 W. Mohawk Lane Glendale, AZ 85308	2,700.00	Charitable
Autistic Kids Fdn 1200 N. Milwaukee Ave. Glenview, ILL 60025	3,513.00	Charitable
World Wildlife Fund 1250 Twenty-fourth St. NW, Washington. DC 20037	100.00	Charitable
The City of Hope 114 E. 72 nd Street, Apt. 7C New York, NY 10021	15.00	Charitable
American Cancer Society 2929 E. Thomas Phoenix, AZ 85016	1,450.00	Charitable

Sea Horse Hawaii Foundation 73-4460 Queen Kaahumanu Hwy, Ste 118 Kailua Kona, HI 96740	1,500.00	Charitable
Tempe Symphonic Wind Ensemble 5916 S. Rita Land Tempe, AZ 85283	1,000.00	Charitable
Joy of Athletics Foundation P O. Box 216 Richmond, MA 01254	600.00	Charitable
DRCNet Foundation P.O. Box 18402 Washington, DC 20036-8404	450.00	Charitable
Friends of the Watts Towers Arts Center 1727 East 107 th St. Los Angeles, CA 90002	400.00	Charitable
International Documentary Association 1201 W. 5 th Street, M320 Los Angeles, CA 90017-1461	10,000.00	Charitable
Internat'l Cultic Studies Assoc P.O. Box 2265 Bonita Springs, FL 34133	1,500.00	Charitable
Arizona Beagle Rescue 1059 W. Lindner Ave. Mesa, AZ 85210-6738	100.00	Charitable
KPFA Radio 466 Green St. San Francisco, CA 94133	100.00	Charitable
Compos De Nicaragua 164 Washington St. Littleton, NH 03561	600.00	Charitable

Truthout P.O. Box 231278 Encinitas, CA 92023	600.00	Charitable
Marijuana Policy Project Foundation P.O. Box 77492 Capital Hill Washington D.C., 20013	350.00	Charitable
First Methodist Church 331 S. Cooper Rd. Gilbert, AZ 85233-6201	100.00	Charitable
KPFK Public Radio 3729 Cahuenga Blvd. West North Hollywood, CA 91604	200.00	Charitable
SATW Convention P.O. Box 34611 Indianapolis, IN 46234	1,290.00	Charitable
Arizona Historical Society 1300 N. College Ave. Tempe, AZ 85281	1,000.00	Charitable
Kuli Mela Association 14319 Addison St., Ste 5 Sherman Oaks, CA 91423	500.00	Charitable
Eric Friedheim National Journalism Library National Press Club 529 14 th St., NW, 4 th Floor Washington, D.C. 20045	500.00	Charitable
Louisiana Folk Roots, Inc. 101 W. Vermillion St. Lafayette, LA 70501	500.00	Charitable

The Committee For Missing Children, Inc. P. O. Box 5944 Tucson, AZ 85703	100.00	Charitable
National Association of Free Clinics 1800 Diagonal Road, Ste 600 Alexandria, VA 22314	500.00	Charitable
UC Regents, University of California Library Development and Outreach Davidson Library UCSB Santa Barbara, CA 93106-9101	2,010.00	Educational
The Southern Poverty Law Center P.O. Box 548 Montgomery, AL 36104	100.00	Charitable
Office of University Advancement Western Oregon University 345 N. Monmouth Ave. Monmouth, OR 97361	100.00	Educational
Prescott College 220 Grove Ave. Prescott, AZ 86301	100.00	Educational
Physicians for Social Responsibility 1875 Connecticut Ave., NW #1012 Washington, D.C. 20009	100.00	Charitable
Rainforest Action Network 221 Pine St., Ste 500 San Francisco, CA 94104	100.00	Charitable
American Rivers P.O. Box 961558 Washington, D.C. 20077-7106	100.00	Charitable

Human Rights Watch 350 Fifth Ave, 34 th Floor New York, NY 10118-3299	100.00	Charitable
Jimmy Carter, The Carter Center One Copenhill Ave. P. O. Box 105056 Atlanta, GA 30348-9804	100.00	Charitable
Tree People 12601 Mulholland Dr. Beverly Hills, CA 90210	100.00	Charitable
McDowell Sonoran Land Trust 16435 N. Scottsdale Rd., Ste 110 Scottsdale, AZ 85254	100.00	Charitable
St. Jude Children's Research Hospital 501 St. Jude Place Memphis, TN 38105	100.00	Charitable
Our House c/o Grant Associates 5670 Wilshire Blvd. #1590 Los Angeles, CA 90036	11,350.00	Charitable
SATW Convention 7044 South 13 th St. Oak Creek, WI 15354	11,650.00	Charitable
TOTAL.	\$69,000.00	

Application for Extension of Time To File an Exempt Organization Return

▶ 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 BILL MUSTER FOUNDATION	Employer identification number 95-4215790
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 4640 ADMIRALTY WAY #402	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MARINA DEL REY, CA 90292	

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 (sec 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 |

VICKI F. MAGASINN

- The books are in the care of ▶ **4640 ADMIRALTY WAY #402 - MARINA DEL REY, CA 90292**
Telephone No. ▶ **310-301-3545** 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 **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2009** or
▶ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	309.
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	\$	706.
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