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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. Otherwise, print or type. See Specific Instructions.	Name of foundation MACTON FOUNDATION	A Employer identification number 95-4834371
	Number and street (or P O box number if mail is not delivered to street address) Room/Suite 11726 SAN VICENTE BLVD. 625	B Telephone number (310) 571-3202
	City or town, state, and ZIP code LOS ANGELES, CA 90049-5078	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) \$ 838,469.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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 <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)
1 Contributions, gifts, grants, etc., received	87,617.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	754.	754.		STATEMENT 2
4 Dividends and interest from securities	18,938.	18,938.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	12,441.			STATEMENT 1
b Gross sales price for all assets on line 6a	163,995.			
7 Capital gain net income (from Part IV, line 2)		87,740.		
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	200.	-1,243.	0.	STATEMENT 4
12 Total. Add lines 1 through 11	119,950.	106,189.	0.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
16b Accounting fees	3,438.	2,292.	0.	1,146.
c Other professional fees				
17 Interest	299.	299.	0.	0.
18 Taxes	601.	223.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	998.	998.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	5,336.	3,812.	0.	1,146.
25 Contributions, gifts, grants paid	194,250.			194,250.
26 Total expenses and disbursements. Add lines 24 and 25	199,586.	3,812.	0.	195,396.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-79,636.			
b Net investment income (if negative, enter -0-)		102,377.		
c Adjusted net income (if negative, enter -0-)			0.	

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 OPERATING AND ADMINISTRATIVE EXPENSES
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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	13,786.	8,327.	8,327.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	825,976.	751,583.	830,142.
	c Investments - corporate bonds			
Liabilities	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 ▶)			
	16 Total assets (to be completed by all filers)	839,762.	759,910.	838,469.
	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 and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	839,762.	759,910.		
30 Total net assets or fund balances	839,762.	759,910.		
31 Total liabilities and net assets/fund balances	839,762.	759,910.		

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	839,762.
2 Enter amount from Part I, line 27a	2	-79,636.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	760,126.
5 Decreases not included in line 2 (itemize) ▶ NON-DEDUCTIBLE EXPENSES	5	216.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	759,910.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 163,995.		76,255.	87,740.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			87,740.

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	87,740.
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	96,250.	618,781.	.155548
2007	56,500.	562,321.	.100476
2006	43,540.	391,144.	.111315
2005	66,193.	369,417.	.179182
2004	58,421.	419,228.	.139354

2 Total of line 1, column (d)	2	.685875
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	.137175
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	768,809.
5 Multiply line 4 by line 3	5	105,461.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,024.
7 Add lines 5 and 6	7	106,485.
8 Enter qualifying distributions from Part XII, line 4	8	195,396.

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)

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits and payments. Total tax due is 824.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes Yes/No columns. Includes sub-rows 1a-1c for political activities. Total of 9 'X' marks.

Part VII-A Statements Regarding Activities (continued)

11. At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12. Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14. The books are in care of ► <u>WILLIAM L. HORTON</u> Telephone no. ► <u>(310) 571-3202</u> Located at ► <u>11726 SAN VICENTE BLVD, SUITE 625, LOS ANGELES, CA</u> ZIP+4 ► <u>90049-5078</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 <input type="checkbox"/> N/A	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.) <input type="checkbox"/> N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) <input type="checkbox"/> N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM L. HORTON 11726 SAN VICENTE BLVD. LOS ANGELES, CA 90049	PRESIDENT 1.00	0.	0.	0.
DARYN M. HORTON 11726 SAN VICENTE BLVD. LOS ANGELES, CA 90049	SEC/TREASURER 0.00	0.	0.	0.
KATHERINE BURFORD 11726 SAN VICENTE BLVD. LOS ANGELES, CA 90049	VICE PRESIDENT 0.00	0.	0.	0.
LAURA FUREY 11726 SAN VICENTE BLVD. LOS ANGELES, CA 90049	VICE PRESIDENT 3.00	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	
3 All other program-related investments. See instructions.	

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	770,972.
b Average of monthly cash balances	1b	9,545.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	780,517.
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	780,517.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,708.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	768,809.
6 Minimum investment return. Enter 5% of line 5	6	38,440.

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	38,440.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,024.	
b Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	1,024.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	37,416.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	37,416.	
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	37,416.	

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	195,396.
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	195,396.
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	1,024.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	194,372.

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				37,416.
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	38,318.			
b From 2005	48,236.			
c From 2006	24,903.			
d From 2007	30,194.			
e From 2008	65,480.			
f Total of lines 3a through e	207,131.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	195,396.			
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				37,416.
e Remaining amount distributed out of corpus	157,980.			
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:	365,111.			
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	38,318.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	326,793.			
10 Analysis of line 9:				
a Excess from 2005	48,236.			
b Excess from 2006	24,903.			
c Excess from 2007	30,194.			
d Excess from 2008	65,480.			
e Excess from 2009	157,980.			

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
<i>a Paid during the year</i>				
SEE STATEMENT 11				
Total				▶ 3a 194,250.
<i>b Approved for future payment</i>				
NONE				
Total				▶ 3b 0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

MACTON FOUNDATION

Employer identification number

95-4834371

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation. 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

-
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

MACTON FOUNDATION

95-4834371

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HORTON COMMUNITY PROPERTY TRUST 13550 D'ESTE DRIVE PACIFIC PALISADES, CA 90272	\$ 71,501.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	LAYRA H. FUREY 2430 LANTERMAN TERRACE LOS ANGELES, CA 90039	\$ 16,116.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

MACTON FOUNDATION

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 900 SHS SEMPRA ENERGY	D	08/02/02	07/16/09
b 70 SHS SEMPRA ENERGY	D	08/02/02	07/16/09
c 500 SHS KRAFT FOODS	P	04/04/07	10/14/09
d 1060 SHS SEMPRA ENERGY	D	08/02/02	12/04/09
e 225 SHS PFIZER	P	06/22/01	12/04/09
f 1450 SHS MICROSOFT	D	01/02/03	12/04/09
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 43,230.		18,972.	24,258.
b 3,362.		1,476.	1,886.
c 12,956.		15,496.	-2,540.
d 57,429.		22,345.	35,084.
e 4,088.		9,870.	-5,782.
f 42,930.		8,096.	34,834.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			24,258.
b			1,886.
c			-2,540.
d			35,084.
e			-5,782.
f			34,834.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	87,740.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
900 SHS SEMPRA ENERGY	43,230.	41,057.	0.	0.	08/02/02	07/16/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
70 SHS SEMPRA ENERGY	3,362.	2,904.	0.	0.	DONATED	08/02/02 07/16/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
500 SHS KRAFT FOODS	12,956.	15,496.	0.	0.	PURCHASED	04/04/07 10/14/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1060 SHS SEMPRA ENERGY	57,429.	43,979.	0.	0.	13,450.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
225 SHS PFIZER	4,088.	9,870.	0.	0.	-5,782.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1450 SHS MICROSOFT	42,930.	38,248.	0.	0.	4,682.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	12,441.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
CROWELL, WEEDON	21.
INTERNAL REVENUE SERVICE	23.
KINDER MORGAN	710.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	754.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CROWELL, WEEDON	18,882.	0.	18,882.
KINDER MORGAN	56.	0.	56.
TOTAL TO FM 990-PF, PART I, LN 4	18,938.	0.	18,938.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN - ORD BUSINESS LOSS	-1,264.	-1,264.	0.
KINDER MORGAN - SEC 1231 GAIN	21.	21.	0.
FEDERAL TAX REFUND - 2008	1,443.	0.	0.
KINDER MORGAN	0.	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	200.	-1,243.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HOLTHOUSE CARLIN & VAN TRIGT	3,438.	2,292.	0.	1,146.
TO FORM 990-PF, PG 1, LN 16B	3,438.	2,292.	0.	1,146.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX - 2008	378.	0.	0.	0.	
FRANCHISE TAX BOARD TAX- 2008	223.	223.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	601.	223.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	15.	15.	0.	0.	
POSTAGE	34.	34.	0.	0.	
IDC EXPENSES	854.	854.	0.	0.	
FILING FEES - 2008	95.	95.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	998.	998.	0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
INVESTMENTS IN SECURITIES	751,583.	830,142.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	751,583.	830,142.		

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 9

NAME OF CONTRIBUTOR

ADDRESS

LAURA FUREY

2430 LANTERMAN PLACE
LOS ANGELES, CA 90039

HORTON COMMUNITY PROPERTY TRUST

13550 D'ESTE DRIVE
PACIFIC PALISADES, CA 90272

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

WILLIAM L. HORTON

DARYN M. HORTON

LAURA FUREY

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ANGELS ATTIC 516 COLORADO AVE. SANTA MONICA , CA 90401	NONE RESTORATION OF MUSEUM		5,000.
CAMERATA PACIFICA P.O. BOX 30116 SANTA BARBARA, CA 93110	NONE SUPPORT CHAMBER MUSIC ON WEST COAST		1,000.
DARTMOUTH COLLEGE FUND 7 LEBANON ST. SUITE 305 HANOVER, NH 03755-0107	NONE PROVIDE SUPERIOR SECONDARY EDUCATION		250.
HARVARD BUSINES SCHOOL SOLDIERS FIELD BOSTON, MA 02163	NONE PROVIDE GRADUATE BUSINESS EDUCATION		250.
HARVARD-WESTLAKE SCHOOL 3700 COLDWATER CANYON NORTH HOLLYWOOD, CA 91604	NONE PROVIDE SUPERIOR SECONDARY EDUCATION		8,000.
HOLLENBECK PALMS 573 SOUTH BOYLE AVE. LOS ANGELES, CA 90033	NONE PROVIDE FOR SENIOR CITIZEN NEEDS		2,000.
JOHN THOMAS DYE SCHOOL 11414 CHALON ROAD LOS ANGELES, CA 90049-1700	NONE PROVIDE SUPERIOR SECONDARY EDUCATION		5,000.
KCET 4401 SUNSET BLVD. LOS ANGELES, CA 90027	NONE SUPPORT PUBLIC TELEVISION		250.

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KCRW 1900. PICO BLVD. SANTA MONICA, CA 90405	NONE SUPPORT PUBLIC RADIO	250.
KUSC P.O. BOX 77913 LOS ANGELES, CA 90007	NONE SUPPORT PUBLIC RADIO	250.
LACMA ANNUAL FUND 5905 WILSHIRE BLVD LOS ANGELES, CA 90036	NONE ENHANCE AMERICAN ART EDUCATION	500.
MARLBOROUGH SCHOOL 250 SOUTH ROSSMORE AVE. LOS ANGELES, CA 90004	NONE PROVIDE SUPERIOR SECONDARY EDUCATION	111,000.
THE NATURE CONSERVANCY 201 MISSION ST. 4TH FLOOR SAN FRANCISCO, CA 94105	NONE SUPPORT NATURAL RESOURCE PRESERVATION	5,000.
PARISH OF ST. MATTHEW P.O. BOX 37 PACIFIC PALISADES, CA 90272	NONE PROVIDE RELIGIOUS SERVICES & OUTREACH	2,500.
RANCHO SANTA ANA BOTANIC GARDEN 1500 NORTH COLLEGE AVE. CLAREMONT , CA 91711	NONE SUPPORT NATURAL RESOURCE PRESERVATION	500.
STANFORD FUND 326 GALVEZ STREET STANFORD, CA 93405-6105	NONE PROVIDE SUPERIOR SECONDARY EDUCATION	250.
SUSTAINABLE CONSERVATION 98 BATTERY ST. SUITE 302 SAN FRANCISCO, CA 94111	NONE SUPPORT NATURAL RESOURCE PRESERVATION	5,000.
UNITED WAY OF GREATER LOS ANGELES WEST SIXTH STREET LOS ANGELES, CA 90014	NONE SUPPORT NEEDY L.A. COMMUNITY MEMBERS	250.

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ST. MATTHEWS MUSIC GUILD P.O.. BOX 37 PACIFIC PALISADES, CA 90272	NONE PROVIDE SUPPORT FOR THE MUSICAL ARTS	2,000.
DA CAMERA SOCIETY 10 CHESTER PLACE LOS ANGELES, CA 90007	NONE SUPPORT OF CLASSICAL MUSICAL PROGRAMS	250.
TEACH FOR AMERICA 315 WEST 36TH ST., 7TH FLOOR NEW YORK, NY 10018	NONE SUPPORT FOR TEACHER TRAINING	10,000.
THE HUNTINGTON 1151 OXFORD ROAD SAN MARINO, CA 91108	NONE SUPPORT CULTURAL PROGRAMS	25,000.
CALIFORNIA ART CLUB 75 SOUTH GRAND AVE. PASADENA, CA 91105	NONE SUPPORT AMERICAN ART	1,000.
LAS MADRINAS 291 LORING AVE. LOS ANGELES, CA 90024	NONE SUPPORT OF DISADVANTAGED LATINO WOMEN	500.
LOS ANGELES OPERA 135 N. GRAND AVE. LOS ANGELES, CA 90012	NONE SUPPORT OPERA PERFORMANCES	250.
LOS ANGELES PHILHARMONIC 151 SOUTH GRAND AVE. LOS ANGELES, CA 90012	NONE SUPPORT MUSICAL PERFORMANCES	3,000.
NATURAL HISTORY MUSEUM 900 EXPOSITION BLVD. LOS ANGELES, CA 90007	NONE SUPPORT AMERICAN ART	500.
SAINT JOHN'S HEALTH CENTER FOUNDATION 1328 22ND ST. SANTA MONICA, CA 90404	NONE SUPPORT NON-PROFIT HOSPITAL	1,000.

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GIRLS AND GANGS
1000 N. ALAMEDA ST., SUITE 240
LOS ANGELES, CA 90012

NONE
SUPPORT JUVENILE
JUSTICE SYSTEM
PROGRAMS

2,500.

HEAL THE BAY
1444 9TH STREET SANTA MONICA,
CA 90401

NONE
SUPPORT NATURAL
RESOURCE PRESERVATION

500.

LANDON SCHOOL
6101 WILSON LANE BETHESDA, MD
20817-3107

NONE
PROVIDE SUPERIOR
SECONDARY EDUCATION

500.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

194,250.