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Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

Return of Private Foundation

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

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

OMB No. 1545-0052

2009

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

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

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

Name of foundation: LANGSTON FAMILY FOUNDATION

A Employer identification number: 99-0330063

Number and street (or P O box number if mail is not delivered to street address): 3705 ARCTIC BLVD 485

Room/suite:

B Telephone number (see page 10 of the instructions): (480) 209-9729

City or town, state, and ZIP code: ANCHORAGE AK 99503-5774

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 6,240,838

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ *(Part I, column (d) must be on cash basis)*

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 page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	533,640			
	2 Check ▶☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	645	645		
	4 Dividends and interest from securities	91,078	91,078		
	5 a Gross rents	31,852	31,852		
	b Net rental income or (loss) -69,307				
	6 a Net gain or (loss) from sale of assets not on line 10	-261,012			
	b Gross sales price for all assets on line 6a 1,332,337				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	396,203	123,575		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	144,625		Column (c) not required because this is a non-operating private foundation without income on lines 10 or 11, above	49,654
	14 Other employee salaries and wages	900			181
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	3,770	0		0
	b Accounting fees (attach schedule)	2,575	0		200
	c Other professional fees (attach schedule)	33,370	33,370		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	24,731	10,876		4,781
	19 Depreciation (attach schedule) and depletion	49,659	46,593		
	20 Occupancy				
	21 Travel, conferences, and meetings	26,946	10,600		8,054
	22 Printing and publications				
	23 Other expenses (attach schedule)	44,156	35,886		250
	24 **Total operating and administrative expenses.** Add lines 13 through 23	330,732	137,325		63,120
	25 Contributions, gifts, grants paid	171,449			171,449
	26 **Total expenses and disbursements.** Add lines 24 and 25	502,181	137,325		234,569
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-105,978			
	b **Net investment income** (if negative, enter -0-)		0		
	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	-19,353	11,364	11,364
	2 Savings and temporary cash investments	378,373	598,803	598,803
	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 page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	4,183,040	3,854,895	3,827,563
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment. basis ▶ 1,797,179			
	Less accumulated depreciation (attach schedule) ▶ 75,942	1,745,651	1,721,237	1,794,961
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment. basis ▶ 15,332			
	Less accumulated depreciation (attach schedule) ▶ 7,185	11,213	8,147	8,147
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	6,298,924	6,194,446	6,240,838
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	6,298,924	6,194,446	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	6,298,924	6,194,446	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,298,924	6,194,446	

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	6,298,924
2	Enter amount from Part I, line 27a	2	-105,978
3	Other increases not included in line 2 (itemize) ▶ PPA-cash adjustment	3	1,500
4	Add lines 1, 2, and 3	4	6,194,446
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	6,194,446

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 BERNSTEIN - publicly traded securities			
b MORGAN STANLEY-publicly traded			
c MORGAN STANLEY-publicly traded			
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	883,528		1,144,587	-261,059
b	386,001		391,753	-5,752
c	62,808		57,008	5,800
d				
e				

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				-261,059
b				-5,752
c				5,800
d				
e				

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	-261,011
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) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	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 page 18 of 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 (col (b) divided by col. (c))
2008	187,954	4,631,354	0 040583
2007	127,250	1,131,559	0.112455
2006	13,500	267,226	0.050519
2005	12,500	247,682	0.050468
2004	12,500	245,162	0 050987

2	**Total** of line 1, column (d)	2	0.305012
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	0.061002
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,416,553
5	Multiply line 4 by line 3	5	330,421
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7	Add lines 5 and 6	7	330,421
8	Enter qualifying distributions from Part XII, line 4	8	234,569

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1		0
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		0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5		0
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,937			
b	Exempt foreign organizations—tax withheld at source — 6b:			
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0			
d	Backup withholding erroneously withheld — 6d:			
7	Total credits and payments Add lines 6a through 6d	7		1,937
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		0
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		1,937
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,937 **Refunded** ▶	11		0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0 (2) On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ AK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ langstonfamilyfoundatino.com

14 The books are in care of ▶ STEVE LANGSTON, DIRECTOR Telephone no. ▶ (480) 209-9729

Located at ▶ 9905 N 78th PLACE SCOTTSDALE AZ ZIP+4 ▶ 85258-1390

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?	☐	☒
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐	☒
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐	☒
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒	☐
	(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)?	☐	☒
	(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.)	☐	☒
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 ▶ ☐	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_____			
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 page 20 of 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?	☐	☒	
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

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 page 22 of the 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 page 22 of the instructions)? . . **5b** N/A

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

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

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

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

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

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? **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 (see page 22 of the 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 Attached Statement				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 page 23 of the 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 PROVIDE CHARITABLE DONATIONS TO EDUCATIONAL AND CHARITABLE INSTITUTIONS TO FURTHER THEIR RESPECTIVE PROGRAMS.	171,449
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	3,232,312
b	Average of monthly cash balances		1b	491,727
c	Fair market value of all other assets (see page 24 of the instructions)		1c	1,775,000
d	**Total** (add lines 1a, b, and c)		1d	5,499,039
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	5,499,039
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	82,486
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	5,416,553
6	**Minimum investment return.** Enter 5% of line 5		6	270,828

Part XI Distributable Amount (see page 25 of the 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	270,828
2a	Tax on investment income for 2009 from Part VI, line 5	2a	0		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	270,828
4	Recoveries of amounts treated as qualifying distributions			4	1,500
5	Add lines 3 and 4			5	272,328
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	272,328

Part XII Qualifying Distributions (see page 25 of the 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	234,569
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	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	234,569
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 page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	234,569

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				272,328
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 0				
b	From 2005 0				
c	From 2006 0				
d	From 2007 19,751				
e	From 2008 0				
f	Total of lines 3a through e	19,751			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 234,569				
a	Applied to 2008, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2009 distributable amount				234,569
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2009	19,751			19,751
	(If an amount appears in column (d), the same amount must be shown in column (a).)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				18,008
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9:				
a	Excess from 2005 0				
b	Excess from 2006 0				
c	Excess from 2007 0				
d	Excess from 2008 0				
e	Excess from 2009 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 ▶ N/A

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 page 28 of 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 page 28 of the 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

SEE LIST OF DIRECTORS, PART VIII

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

NO REQUIRED FORMS

c Any submission deadlines:

NO SUBMISSION DEADLINES

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

NO RESTRICTIONS; AWARDS GRANTED AT DISCRETION OF DIRECTORS

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*				
UNIV OF TEXAS GEOLOGY FOUNDATION P.O. Box B Austin TX 78713-8902		PUBLIC	Equip purch & maint	12,500
DIVIDE COUNTY AREA DOLLARS FOR SCHOLARS P.O. Box 5509 Bismarck ND 58506		PUBLIC	Post-secondary ed	4,000
ST LUKES COMMUNITY FOUNDATION 702 1st Street NW Crosby ND 58730		PUBLIC	Parks & rec equip; fire dept safety gear	4,500
NORTH STAR BOROUGH SCHOOL DISTRICT 520 5th Avenue Fairbanks AK 99701		PUBLIC	Racial education	5,000
DIVIDE COUNTY GIRL SCOUTS 523 31st Avenue SW Minot ND 58701		PUBLIC	Provide meeting/storage space	1,200
FAIRBANKS SYMPHONY ORCHESTRA PO Box 82104 Fairbanks AK 99708		PUBLIC	Young musicians education	5,000
BOY SCOUTS, TROOP 338 Crosby ND		PUBLIC	Purchase equipment	600
BLUE LINE HOCKEY CLUB P.O Box 538 Crosby ND 58730		PUBLIC	Skills clinic	2,000
DIVIDE COUNTY HIGH SCHOOL 604 4th St SE Crosby ND 58730		PUBLIC	Publish yearbook, basketball uniforms	1,300
OCEAN VIEW ELEMENTARY PTA 11911 Johns Rd Anchorage AK 99515		PUBLIC	Giving Tree program	1,750
NORTHERN ALASKA HOCKY ASS'N c/o Susan Clifton, Fin Mgr, 519 12 Ave Fairbanks AK		PUBLIC	Support team travel costs	3,000
SPECIAL OLYMPICS OF TANANA VALLEY P.O. Box 82425 Fairbanks AK 99708		PUBLIC	Expand sports program	5,000
DIVIDE COUNTY LIBRARY 204 1st St NE Crosby ND 58730		PUBLIC	Update circulation desk	650
CONCORDIA LUTHERAN CHURCH 301 Main St NW Crosby ND 58730		PUBLIC	Support of meetings; troop gift boxes	2,450
HU NA'E HAO KANTA dba CANTATE P.O. Box 1195 Hagatna GU 96932-1195		PUBLIC	Support youth education	2,500
AMERICAN MISSIONARY FELLOWSHIP 672 Conestoga Rd Villanova PA 19085		PUBLIC	Teen drug/alcohol counseling/education	5,000
Total . . See Attached Statement . . . . . ▶ **3a**				171,449
b *Approved for future payment*				
Total . . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	645	
4 Dividends and interest from securities			14	91,078	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property			16	-69,307	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-261,012	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-238,596	0
13 Total. Add line 12, columns (b), (d), and (e)				13	-238,596

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule.

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

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

Sign Here

X _____ 11-12-10 DIRECTOR

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ▶ ☐	Preparer's identifying number (see Signature on page 30 of the instructions)
Douglas A Morris	11/9/2010		P00148426

Firm's name (or yours if self-employed), address, and ZIP code: ALASKA ACCOUNTING SERVICES, INC.
3705 ARCTIC BLVD 485, ANCHORAGE, AK 99503-5774

EIN ▶ 92-0116386

Phone no (907) 276-5095

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	Employer identification number
LANGSTON FAMILY FOUNDATION	99-0330063

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 foundation

Check 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).

Name of organization	Employer identification number
LANGSTON FAMILY FOUNDATION	99-0330063

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	VIRGINIA LEE LANGSTON, deceased - IRA First Hawaiian Trust Dept, PO Box 3708 Honolulu HI 96811-3708 Foreign State or Province: Foreign Country:	$ 3,347	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	JD LANGSTON CREDIT SHELTER TRUST First Hawaiian Trust Dept, PO Box 3708 Honolulu HI 96811-3708 Foreign State or Province: Foreign Country:	$ 204,114	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3	VL LANGSTON TERMINATING TRUST First Hawaiian Trust Dept, PO Box 3708 Honolulu HI 96811-3708 Foreign State or Province: Foreign Country:	$ 189,259	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	VL LANGSTON TERMINATING TRUST First Hawaiian Trust Dept, PO Box 3708 Honolulu HI 96811-3708 Foreign State or Province Foreign Country.	$ 80,307	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
5	VL LANGSTON TERMINATING TRUST First Hawaiian Trust Dept, PO Box 3708 Honolulu HI 96811-3708 Foreign State or Province: Foreign Country:	$ 56,613	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
6	Foreign State or Province. Foreign Country:	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
LANGSTON FAMILY FOUNDATION	99-0330063

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	Stock and securities	$ 80,307	3/13/2009
5	Stock and securities	$ 56,613	4/1/2009
		$	
		$	
		$	
		$	

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
File by the extended due date for filing the return See instructions	LANGSTON FAMILY FOUNDATION	99-0330063
	Number, street, and room or suite no If a P O. box, see instructions.	For IRS use only
	3705 ARCTIC BLVD 485	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	ANCHORAGE AK 99503-5774	

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

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

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

- The books are in the care of ▶ DOUG MORRIS, CPA
  Telephone No. ▶ (907) 276-5095 FAX No. ▶ (907) 278-5096
- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . . . . ▶ [ ]. If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15/2010.

5 For calendar year 2009, or other tax year beginning _____, and ending _____.

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

7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return.

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

Signature and Verification

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

Signature ▶ Douglas A. Morris Title ▶ CPA Date ▶ 8/10/2010

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

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	LANGSTON FAMILY FOUNDATION	99-0330063
	Number, street, and room or suite no If a P.O box, see instructions 3705 ARCTIC BLVD 485	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ANCHORAGE AK 99503-5774	

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

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

- The books are in the care of ► DOUG MORRIS, CPA

Telephone No. ► (907) 276-5095 FAX No. ► (907) 278-5096

- 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 8/15/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► [X] calendar year 2009 or
► [ ] tax year beginning _____, and ending _____.

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

3 a	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	$ 1,500
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	$ 1,937
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.

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name: DESCHUTES CHILDRENS FOUNDATION				[ ] Person	[X] Business
Street: 1010 NW 14th St					
City: Bend		State: OR	Zip code: 97701	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Help needy, neglected, abused children					Amount: 5,500

Name: SAFE KIDS CENTRAL OREGON				[ ] Person	[X] Business
Street: 2500 NE Neff Rd					
City: Bend		State: OR	Zip code: 97701	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Children safety education/equipment					Amount: 3,000

Name: CONCORDIA UNIVERSITY-IRVINE				[ ] Person	[X] Business
Street: 1530 Concordia					
City: Irvine		State: CA	Zip code: 92612	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Library books; student internet camera					Amount: 10,099

Name: LUTHERAN CHURCH OF GUAM				[ ] Person	[X] Business
Street: 787 W Marine Corps Dr					
City: Hagatna		State: GU	Zip code: 96910	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Missionary church building					Amount: 2,000

Name: VASHON ISLAND CHORALE				[ ] Person	[X] Business
Street: P.O Box 2325					
City: Vashon		State: WA	Zip code: 98070-2325	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Rent event venue					Amount: 2,000

Name: VASHON OPERA				[ ] Person	[X] Business
Street: 10407 SW Cowan Rd					
City: Vashon		State: WA	Zip code: 98070	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Support inaugural season of opera					Amount: 3,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name: TRINITY LUTHERAN SCHOOL				[ ] Person [X] Business	
Street: 2550 NE Butler Market Rd					
City: Bend		State: OR	Zip code: 97701	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Tuition assistance for needy children					Amount: 5,000

Name: BEND PARKS & REC FOUNDATION				[ ] Person [X] Business	
Street: P.O. Box 1212					
City: Bend		State: OR	Zip code: 97709	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Kids summer program					Amount: 1,250

Name: VASHON ISLAND HIGH SCHOOL				[ ] Person [X] Business	
Street: 20120 Vashon Hwy SW					
City: Vashon		State: WA	Zip code: 98070	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Drama sound system					Amount: 2,000

Name: ANCHORAGE GOSPEL RESCUE MISSION				[ ] Person [X] Business	
Street: 2823 E Tudor Rd					
City: Anchorage		State: AK	Zip code: 99507	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Thanksgiving meals for homeless					Amount: 1,000

Name: ROTARY CLUB OF FOUR PEAKS				[ ] Person [X] Business	
Street: P.O. Box 18111					
City: Fountain Hills		State: AZ	Zip code: 85269	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Youth education program					Amount: 1,500

Name: THE SHELLY COHEN FOUNDATION				[ ] Person [X] Business	
Street: 16807 E Palisades Blvd 201					
City: Fountain Hills		State: AZ	Zip code: 85268	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Driver training DVD production					Amount: 5,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name: FOUNTAIN HILLS PTO				[ ] Person [X] Business	
Street: 13771 N Fountain Hills Blvd 114					
City: Fountain Hills		State: AZ	Zip code: 85268	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Arts department; 2009 Falcon Fiesta					Amount: 4,000

Name: FOUNTAIN HILLS HIGH SCHOOL				[ ] Person [X] Business	
Street: 16100 E Palisades Blvd					
City: Fountain Hills		State: AZ	Zip code: 85268	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Support athletics programs; jr class prom					Amount: 7,500

Name: FOUNDATION FLIGHTING BLINDNESS				[ ] Person [X] Business	
Street: 11435 Cronhill Drive					
City: Owings Mills		State: MD	Zip code: 21117	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Research degenerative diseases					Amount: 5,000

Name: ELKS LODGE NO 2846				[ ] Person [X] Business	
Street: 16752 E Glenbrook Blvd					
City: Fountain Hills		State: AZ	Zip code: 85268	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Support troops; needy children					Amount: 1,250

Name: ARIZONA SWISH FOUNDATION				[ ] Person [X] Business	
Street:					
City:		State: AZ	Zip code:	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Support girls basketball					Amount: 800

Name: KEMPE FOUNDATION				[ ] Person [X] Business	
Street: 13123 E 16th Ave, B390					
City: Aurora		State: CO	Zip code: 80045	Foreign Country:	
Relationship:	Foundation Status: PUBLIC				
Purpose of grant/contribution: Support abused & neglected children					Amount: 5,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
FOUNTAIN HILLS COMMUNITY THEATRE — [ ] Person [X] Business

Street			
11445 N Saguaro Blvd			
City	State	Zip code	Foreign Country
Fountain Hills	AZ	85268	
Relationship	Foundation Status		
	PUBLIC		

Purpose of grant/contribution	Amount
Annual fundraiser; youth theatre support	10,000

Name
YOUNG LIFE — [ ] Person [X] Business

Street			
7120 Old Seward Hwy 201			
City	State	Zip code	Foreign Country
Anchorage	AK	99518	
Relationship	Foundation Status		
	PUBLIC		

Purpose of grant/contribution	Amount
Support fundraiser; volunteer development/training	9,600

Name
GRACE CHRISTIAN SCHOOL — [ ] Person [X] Business

Street			
12407 Pintail St			
City	State	Zip code	Foreign Country
Anchorage	AK	99516	
Relationship	Foundation Status		
	PUBLIC		

Purpose of grant/contribution	Amount
Gymnasium expansion	10,000

Name
NEW GRACE CHRISTIAN CHURCH — [ ] Person [X] Business

Street			
10821 Totem Road			
City	State	Zip code	Foreign Country
Anchorage	AK	99516	
Relationship	Foundation Status		
	PUBLIC		

Purpose of grant/contribution	Amount
Children's ministry; holiday food boxes	7,000

Name
ANCHOR LUTHERAN SCHOOL — [ ] Person [X] Business

Street			
8100 Arctic Blvd			
City	State	Zip code	Foreign Country
Anchorage	AK	99518-3003	
Relationship	Foundation Status		
	PUBLIC		

Purpose of grant/contribution	Amount
Early grades lap books	1,000

Name
REAL LIFE FOUNDATION — [ ] Person [X] Business

Street			
32nd St / University Pkwy, 4th Floor			
City	State	Zip code	Foreign Country
Bonifacio Global City, Taguig		1200	Philippines
Relationship	Foundation Status		
	PUBLIC		

Purpose of grant/contribution	Amount
Clothes for homeless, needy	2,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name		Person	Business		
CRISIS PREGNANCY CENTER		[ ]	[X]		
Street					
2900 Boniface Pkwy					
City	State	Zip code	Foreign Country		
Anchorage	AK	99504			
Relationship	Foundation Status				
	PUBLIC				
Purpose of grant/contribution					Amount
Ultrasound supplies					1,000

Name		Person	Business		
ARC OF ANCHORAGE		[ ]	[X]		
Street					
2211 Arca Dr					
City	State	Zip code	Foreign Country		
Anchorage	AK	99508-3462			
Relationship	Foundation Status				
	PUBLIC				
Purpose of grant/contribution					Amount
Disabled persons housing project					5,000

Name		Person	Business		
ALASKA FAMILY COUNCIL		[ ]	[X]		
Street					
P O. Box 231425					
City	State	Zip code	Foreign Country		
Anchorage	AK	99523			
Relationship	Foundation Status				
	PUBLIC				
Purpose of grant/contribution					Amount
Internet filters lobbying on public computers					4,000

Name		Person	Business		
		[ ]	[ ]		
Street					
City	State	Zip code	Foreign Country		
Relationship	Foundation Status				
Purpose of grant/contribution					Amount

Name		Person	Business		
		[ ]	[ ]		
Street					
City	State	Zip code	Foreign Country		
Relationship	Foundation Status				
Purpose of grant/contribution					Amount

Name		Person	Business		
		[ ]	[ ]		
Street					
City	State	Zip code	Foreign Country		
Relationship	Foundation Status				
Purpose of grant/contribution					Amount

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Line 16a (990-PF) - Legal Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BLISS, WILKINS & CLAYTON	3,770			

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ALASKA ACCOUNTING SERVICES	2,575			200

Line 16c (990-PF) - Other Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	AXA ADVISORS-investment mgt fee	3,388	3,388		
2	BERNSTEIN-investment mgt fee	20,509	20,509		
3	MORGAN STANLEY-investment mgt fee	9,473	9,473		
4					
5	Totals	33,370	33,370	0	0

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Payroll taxes	13,963			4,781
2	Real estate taxes	8,080	8,080		
3	Section 4940 taxes	-108			
4	Foreign taxes	2,796	2,796		
5					
6	Totals:	24,731	10,876	0	4,781

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Line 19 (990-PF) - Depreciation and Depletion

	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Laptop computers	8/14/2007	SL 5, HY	5.	12,932	3,879	2,586		
2	Laptop computer	5/11/2008	SL 5, HY	5	2,400	240	480		
3	Condo-Wyoming	4/20/2008	SL 40, MM	40	775,000	13,724	19,375	19,375	
4	Condo-Hawaii	5/29/2008	SL 40, MM	40.	1,000,000	15,625	25 000	25,000	
5	Rental furniture/fixtures	7/1/2009	SL 5, HY	5.	22,179		2,218	2,218	
6									
7	Totals						49 659	46,593	0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement	0	0	0	0
2	Bank fees	327			250
3	Education	198			
4	Insurance	3,173	1,373		
5	Licenses	348			
6	Office	3,363			
7	Phone & internet	2,102			
8	Postage	132			
9	Rental expense-HOA dues, misc, rep/maint, utils	34,513	34,513		
10					
	Totals.	44,156	35,886	0	250

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	AXA investment account		105,781	106,452	73,707	94,899
2	BERNSTEIN investment account		3,457,373	3,003,698	2,283,104	2,965,560
3	MORGAN STANLEY investment account		619,886	744,745	527,346	767,104
	Totals:		4,183,040	3,854,895	2,884,157	3,827,563

Part II, Line 11 (990-PF) - Investments - Land, Buildings, and Equipment

	Item or Category	Cost or Other Basis	Accumulated Depreciation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	CONDO-Wyoming	775,000	33,099	761,276	741,901	775,000
2	CONDO-Hawaii	1,000,000	40,625	984,375	959,375	1,000,000
3	FURNITURE & FIXTURES	22,179	2,218	0	19,961	19,961
	Totals.	1,797,179	75,942	1,745,651	1,721,237	1,794,961

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Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		15,332	4,119	7,185	11,213	8,147	8,147
	Item or Category	Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	LAPTOP COMPUTERS	15,332	4,119	7,185	11,213	8,147	8,147

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss
1	BERNSTEIN - publicly traded securities					883,528	0	1,144,587	-261,059
2	MORGAN STANLEY-publicly traded					386,001	0	391,753	-5,752
3	MORGAN STANLEY-publicly traded					62,808	0	57,008	5,800
4									
5	Totals					1,332,337	0	1,593,348	-261,011

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation	Benefits	Expense Account
1	STEVE A. LANGSTON		9805 N 78th Pl	Scottsdale	AZ	85258-1390		Director	8	33,940		
2	LARRY J. LANGSTON		60840 Willow Cr Lp	Bend	OR	97702		Director	8	28,130		
3	BRIAN D SWANSON		502 McAnders St	Crosby	ND	58730		Director	3	10,667		
4	JUDY ANSCHUETZ		3311 Princeton Wy	Anchorage	AK	99508		Director	1	0		
5	SUSAN K. LANGSTON		12045 Woodchase	Anchorage	AK	99516-2050		Director	10	38,654		
6	MICHELE POESCHEL		109 Chief Charlie Dr	Fairbanks	AK	99709-4862		Director	6	21,743		
7	NANETTE L. CHARRON		PO Box 7809	Agat	GU	96928-7809		Director	3	11,491		
8												
	Totals									144,625	0	0