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

OMB No 1545-0052

**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 **APR 1, 2009**, and ending **MAR 31, 2010**

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 <b>KEMPER AND LEILA WILLIAMS FOUNDATION, INC.</b>		A Employer identification number <b>23-7336090</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>533 ROYAL STREET</b>		B Telephone number <b>(504) 556-7659</b>
	City or town, state, and ZIP code <b>NEW ORLEANS, LA 70130</b>		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) \$ <b>317,213,116.</b> (Part I, column (d) must be on cash basis)		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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	1,098,432.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	160,875.	160,875.	160,875.	Statement 1
4	Dividends and interest from securities	4,323,438.	4,323,438.	4,323,438.	Statement 2
5a	Gross rents	436,153.	436,153.	436,153.	Statement 3
b	Net rental income or (loss) 320,336.				Statement 4
6a	Net gain or (loss) from sale of assets not on line 10	<3,946,307.>			
b	Gross sales price for all assets on line 6a 25,617,971.				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain			394,698.	
9	Income modifications				
10a	Gross sales less returns and allowances 240,914.				Statement 5
b	Less: Cost of goods sold 115,320.				
c	Gross profit or (loss) 125,594.			125,594.	
11	Other income 1,299,534.	1,299,534.	1,299,534.	1,299,534.	Statement 6
12	Total. Add lines 1 through 11	3,497,719.	6,085,995.	6,740,292.	
13	Compensation of officers, directors, trustees, etc	581,500.	0.	0.	581,500.
14	Other employee salaries and wages	3,255,903.	0.	0.	3,255,903.
15	Pension plans, employee benefits	617,087.	0.	0.	617,087.
16a	Legal fees Stmt 7	46,719.	0.	0.	46,719.
b	Accounting fees Stmt 8	16,433.	0.	0.	16,433.
c	Other professional fees Stmt 9	764,431.	716,696.	716,696.	47,734.
17	Interest				
18	Taxes Stmt 10	295,016.	67,371.	67,371.	253,186.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	37,133.	0.	0.	37,133.
22	Printing and publications	285,569.	0.	0.	285,569.
23	Other expenses Stmt 11	3,377,926.	131,533.	131,533.	2,696,393.
24	Total operating and administrative expenses. Add lines 13 through 23	9,277,717.	915,600.	915,600.	7,837,657.
25	Contributions, gifts, grants paid	69,719.			69,719.
26	Total expenses and disbursements. Add lines 24 and 25	9,347,436.	915,600.	915,600.	7,907,376.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<5,849,717.>			
b	Net investment income (if negative, enter -0-)		5,170,395.		
c	Adjusted net income (if negative, enter -0-)			5,824,692.	

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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			131,858.	135,311.	135,311.
	2 Savings and temporary cash investments			54,358,964.	41,214,401.	41,214,401.
	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 ▶ 2,049,897.					
	Less: allowance for doubtful accounts ▶			369,972.	2,049,897.	2,049,897.
	8 Inventories for sale or use			183,717.	170,187.	170,187.
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations Stmt 13			28,108,365.	30,067,384.	31,217,290.
	b Investments - corporate stock Stmt 14			117,825,595.	113,513,431.	158,262,641.
	c Investments - corporate bonds Stmt 15			10,739,931.	16,208,883.	17,066,640.
11 Investments - land, buildings, and equipment, basis ▶ 3,537,389.						
Less: accumulated depreciation ▶			3,537,389.	3,537,389.	4,560,400.	
12 Investments - mortgage loans						
13 Investments - other Stmt 16			10,337,277.	10,945,279.	9,713,913.	
14 Land, buildings, and equipment: basis ▶ 18,895,243.						
Less: accumulated depreciation ▶			17,535,675.	18,895,243.	21,264,125.	
15 Other assets (describe ▶ Statement 17)			25,012,886.	26,465,345.	31,558,311.	
16 Total assets (to be completed by all filers)			268,141,629.	263,202,750.	317,213,116.	
Liabilities	17 Accounts payable and accrued expenses			18,952.	28,090.	
	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 ▶ Statement 18)			500,000.	550,000.	
23 Total liabilities (add lines 17 through 22)			518,952.	578,090.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			267,622,677.	262,624,660.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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			267,622,677.	262,624,660.		
31 Total liabilities and net assets/fund balances			268,141,629.	263,202,750.		

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	267,622,677.
2 Enter amount from Part I, line 27a	2	<5,849,717.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 12	3	851,700.
4 Add lines 1, 2, and 3	4	262,624,660.
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	262,624,660.

**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 SEE SCHEDULE #3	P	09/01/09	09/01/09
b SEE SCHEDULE #3	P	Various	Various
c CABLEVISION	P	Various	Various
d SHORT-TERM LOSSES FROM PASS-THROUGHS	P	Various	Various
e LONG-TERM LOSSES FROM PASS-THROUGHS	P	Various	Various

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,882,768.		1,426,101.	456,667.
b 23,734,975.		27,930,000.	<4,195,025.>
c 228.			228.
d		61,969.	<61,969.>
e		146,208.	<146,208.>

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			456,667.
b			<4,195,025.>
c			228.
d			<61,969.>
e			<146,208.>

  

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	<3,946,307.>
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	394,698.

**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	9,951,418.	255,487,037.	.038951
2007	13,119,125.	296,390,471.	.044263
2006	9,661,372.	287,920,483.	.033556
2005	9,107,324.	273,205,994.	.033335
2004	4,671,947.	124,293,388.	.037588

  

2 Total of line 1, column (d)	2	.187693
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	.037539
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	246,559,418.
5 Multiply line 4 by line 3	5	9,255,594.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	51,704.
7 Add lines 5 and 6	7	9,307,298.
8 Enter qualifying distributions from Part XII, line 4 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.	8	9,309,076.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	51,704.
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	51,704.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	51,704.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	70,800.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	70,800.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	19,096.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 19,096. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> LA		
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	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)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**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 <b>www.hnoc.org</b>	13	X	
14	The books are in care of <b>KATHY SLIMP, FINANCIAL ADMINISTRATOR</b> Telephone no. <b>504/598-7136</b> Located at <b>533 ROYAL STREET, NEW ORLEANS, LA</b> ZIP+4 <b>70130</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b> <b>N/A</b>			

**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
<b>1a</b> 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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"/>	1b	X
<b>c</b> 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
<b>2</b> 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)):		
<b>a</b> 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>N/A</b>		
<b>b</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.) <b>N/A</b>	2b	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <b>N/A</b>		
<b>3a</b> 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>b</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) <b>N/A</b>	3b	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

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

6b

X

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
See Statement 19		581,500.	7,775.	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
ALFRED LEMMON	DIR, WMS RESEARCH CTR			
1935 VALENCE ST., NEW ORLEANS, LA	40.00	116,000.	5,800.	0.
MICHAEL COHN - 2806 URSULINES AVE.,	CFO			
NEW ORLEANS, LA 70119	40.00	108,000.	0.	0.
JACK PRUITT - 539 DUMAINE, APT. B,	DIR., DEVELOPMENT			
NEW ORLEANS, LA 70116	40.00	85,000.	4,250.	0.
JOHN H. LAWRENCE	DIR., CURATORIAL PROGRAMS			
526 MARENGO ST., NEW ORLEANS, LA	40.00	80,145.	4,007.	0.
MARGARET K. SLIMP - 1328 HARMONY	DIR., FINANCE			
ST., NEW ORLEANS, LA 70115	40.00	78,090.	3,905.	0.
Total number of other employees paid over \$50,000				24

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**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
VILLERE & CO. INVESTMENT ADV. - 601 POYDRAS ST., SUITE 1808, NEW ORLEANS, LA 70130	INVESTMENT ADVISOR	314,516.
CITIBANK SMITH BARNEY 399 PARK AVE., NEW YORK, NY 10022	INVESTMENT ADVISOR	224,557.
JPMORGAN CHASE, NA 201 ST. CHARLES AVE., NEW ORLEANS, LA 70170	BANKING/CUSTODIAL	147,141.
KOCH & WILSON 1100 JACKSON AVE., NEW ORLEANS, LA 70130	ARCHITECTURAL SERVICES	107,940.
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 THE HISTORIC NEW ORLEANS COLLECTION (INCLUDES SET-ASIDES) SEE SCHEDULE #5 FOR DETAILS	8,387,657.
2 See Statement 20	56,084.
3 See Statement 21	11,135.
4 See Statement 22	1,500.

**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	
2	
All other program-related investments. See instructions.	
3 NONE	0.
Total. Add lines 1 through 3	0.

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	239,649,139.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	136,516.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	10,528,475.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	250,314,130.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	250,314,130.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	3,754,712.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	246,559,418.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	12,327,971.

**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.)

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

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	7,907,376.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	851,700.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	550,000.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	9,309,076.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	51,704.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	9,257,372.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				0.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ► \$ <b>N/A</b>				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				0.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below.				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009				

**Part XIV Private Operating Foundations** (see 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 **11/15/99**

**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	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	5,824,692.	7,317,688.	12,485,399.	9,747,845.	35,375,624.
<b>b</b> 85% of line 2a	4,950,988.	6,220,035.	10,612,589.	8,285,668.	30,069,280.
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	9,309,076.	10,021,877.	13,285,759.	9,661,372.	42,278,084.
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities	9,309,076.	10,021,877.	13,285,759.	9,661,372.	42,278,084.
<b>3</b> Subtract line 2d from line 2c					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					0.
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	8,218,647.	8,516,235.	9,879,683.	9,597,349.	36,211,914.
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
<b>(3)</b> Largest amount of support from an exempt organization					0.
<b>(4)</b> Gross investment income					0.

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

**1 Information Regarding Foundation Managers:**

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

**None**

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

**None**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

**NOT APPLICABLE**

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

**NOT APPLICABLE**

**c** Any submission deadlines:

**NOT APPLICABLE**

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

**NOT APPLICABLE**

**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
<b>a Paid during the year</b>				
JENNIFER SPEAR 301-2770 SOPHIA STREET VANCOUVER, BRITISH COLUMBIA, CANADA V5T 0A4	NONE	N/A	AWARD BEST PUB. WORK ON LOUISIANA HISTORY	1,500.
EMILY CLARK - TULANE UNIVERSITY - DIANE WOEST FELLOWSHIP - 5510 LAUREL STREET NEW ORLEANS, LA	NONE	N/A	FELLOWSHIPS AWARDED TO SCHOLARS PURSUING RESEARCH PR	4,000.
JOHN M. HUFFMAN - HARVARD UNIVERSITY - DIANE WOEST FELLOWSHIP - 14 DICKSON STREET SOMERVILLE, MA	NONE	N/A	FELLOWSHIPS AWARDED TO SCHOLARS PURSUING RESEARCH PR	3,135.
SUZANNE RIVECCA, SAN FRANCISCO - DIANE WOEST FELLOWSHIP - 701 MANGELS AVENUE SAN FRANCISCO, CA	NONE	N/A	FELLOWSHIPS AWARDED TO SCHOLARS PURSUING RESEARCH PR	4,000.
ST. MARY PARISH POLICE JURY FRANKLIN, LA 70538	NONE	NONE	ASSIST IN FUNDING OF PARK OPERATIONS	56,084.
VIEUX CARRE PROPERTY OWNERS, RESIDENTS & ASSOCIATES - 816 NORTH RAMPART ST. NEW ORLEANS,	NONE	NOT FOR PROFIT	MEMBERSHIP DONATION	1,000.
<b>Total</b>				<b>69,719.</b>
<b>b Approved for future payment</b>				
None				
<b>Total</b>				<b>0.</b>

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
				23,720.
				3,035.
				43,355.
				55,395.
				8,500.
		14	160,875.	
		14	4,323,438.	
		16	354,426.	<34,090.>
		14	1,165,529.	
		18	<3,946,307.>	
				125,594.
	0.		2,057,961.	225,509.
				2,283,470.

Form **990-PF** (2009)



**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

**KEMPER AND LEILA WILLIAMS  
FOUNDATION, INC.**

Employer identification number

**23-7336090**

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

KEMPER AND LEILA WILLIAMS  
FOUNDATION, INC.

## Employer identification number

23-7336090

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	See Schedule #1  SEE SCHEDULE #1	\$ 316,350.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	See Schedule #1  SEE SCHEDULE #1	\$ 519,330.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Name of organization

KEMPER AND LEILA WILLIAMS  
FOUNDATION, INC.

Employer identification number

23-7336090

**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
2	SEE SCHEDULE #1	\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

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Source	Amount
INTEREST FROM PASS-THROUGHS	21,434.
TEMPORARY INVESTMENTS	139,441.
Total to Form 990-PF, Part I, line 3, Column A	160,875.

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Form 990-PF Dividends and Interest from Securities Statement 2

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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DIVIDENDS FROM PASS-THROUGHS	50,878.	0.	50,878.
SECURITIES	4,272,560.	0.	4,272,560.
Total to Fm 990-PF, Part I, ln 4	4,323,438.	0.	4,323,438.

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Form 990-PF Rental Income Statement 3

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Kind and Location of Property	Activity Number	Gross Rental Income
PARKING LOT	1	
FARM	2	54,560.
525 Chartres St.	4	247,593.
516-20-24 Royal St.	5	134,000.
Total to Form 990-PF, Part I, line 5a		436,153.

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Form 990-PF Rental Expenses Statement 4

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Description	Activity Number	Amount	Total
REAL ESTATE TAX		34,090.	
- SubTotal -	1		34,090.
REAL ESTATE TAX		1,030.	
INSURANCE		1,630.	
- SubTotal -	2		2,660.

General Operating Expenses		19,324.	
INSURANCE		10,743.	
REAL ESTATE TAX		17,129.	
REPAIRS		3,364.	
- SubTotal -	4		50,560.
INSURANCE		6,030.	
REAL ESTATE TAX		15,122.	
General Operating Expenses		7,355.	
- SubTotal -	5		28,507.
Total rental expenses			115,817.
Net rental Income to Form 990-PF, Part I, line 5b			320,336.

Form 990-PF	Income and Cost of Goods Sold Included on Part I, Line 10	Statement	5
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## Income

1. Gross receipts . . . . .	240,914	
2. Returns and allowances . . . . .		
3. Line 1 less line 2 . . . . .		240,914
4. Cost of goods sold (line 15) . . . . .	115,320	
5. Gross profit (line 3 less line 4). . . . .		125,594
6. Other Income . . . . .		
7. Gross Income (add lines 5 and 6) . . . . .		125,594

## Cost of Goods Sold

8. Inventory at beginning of year . . . . .	183,717	
9. Merchandise purchased. . . . .	101,790	
10. Cost of labor. . . . .		
11. Materials and supplies . . . . .		
12. Other costs. . . . .		
13. Add lines 8 through 12 . . . . .		285,507
14. Inventory at end of year . . . . .	170,187	
15. Cost of goods sold (line 13 less line 14). .		115,320

Form 990-PF	Other Income	Statement	6
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
OIL & GAS ROYALTIES	1,025,489.	1,025,489.	1,025,489.
INCOME FROM PASS-THROUGHS	139,721.	139,721.	139,721.
ROYALTIES FROM PASS-THROUGHS	319.	319.	319.
ADMISSIONS	23,720.	0.	23,720.
BOOK SALES/PRODUCT ROY	3,035.	0.	3,035.
DUPLICATION FEES	43,355.	0.	43,355.
SPECIAL EVENTS	55,395.	0.	55,395.
MPS CATALOG	8,500.	0.	8,500.
Total to Form 990-PF, Part I, line 11	1,299,534.	1,165,529.	1,299,534.

Form 990-PF	Legal Fees	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL	46,719.	0.	0.	46,719.
To Fm 990-PF, Pg 1, ln 16a	46,719.	0.	0.	46,719.

Form 990-PF	Accounting Fees	Statement	8
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	16,433.	0.	0.	16,433.
To Form 990-PF, Pg 1, ln 16b	16,433.	0.	0.	16,433.

Form 990-PF	Other Professional Fees			Statement	9
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
BANK TRUSTEE	159,115.	111,380.	111,380.	47,734.	
INVESTMENT ADVISOR	597,816.	597,816.	597,816.	0.	
ROYALTY VERIFICATION	7,500.	7,500.	7,500.	0.	
To Form 990-PF, Pg 1, ln 16c	764,431.	716,696.	716,696.	47,734.	

Form 990-PF	Taxes			Statement	10
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PAYROLL TAXES	253,186.	0.	0.	253,186.	
LESS: FEDERAL EXCISE TAX REFUND	<25,541.>	0.	0.	0.	
REAL ESTATE TAX	34,090.	34,090.	34,090.	0.	
REAL ESTATE TAX	1,030.	1,030.	1,030.	0.	
REAL ESTATE TAX	17,129.	17,129.	17,129.	0.	
REAL ESTATE TAX	15,122.	15,122.	15,122.	0.	
To Form 990-PF, Pg 1, ln 18	295,016.	67,371.	67,371.	253,186.	

Form 990-PF	Other Expenses			Statement	11
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
SEE SCHEDULE #2 EXPENSES FROM PASS-THROUGH ENTITIES	3,259,669.	13,276.	13,276.	2,696,393.	
INSURANCE	69,811.	69,811.	69,811.	0.	
General Operating Expenses	1,630.	1,630.	1,630.	0.	
INSURANCE	19,324.	19,324.	19,324.	0.	
REPAIRS	10,743.	10,743.	10,743.	0.	
INSURANCE	3,364.	3,364.	3,364.	0.	
General Operating Expenses	6,030.	6,030.	6,030.	0.	
To Form 990-PF, Pg 1, ln 23	7,355.	7,355.	7,355.	0.	
	3,377,926.	131,533.	131,533.	2,696,393.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	12
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Description	Amount
ART, BOOKS & MANUSCRIPTS ACQUIRED DURING YEAR	851,700.
Total to Form 990-PF, Part III, line 3	851,700.

Form 990-PF	U.S. and State/City Government Obligations	Statement	13
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. GOV. BONDS - SCH. #4	X		30,067,384.	31,217,290.
Total U.S. Government Obligations			30,067,384.	31,217,290.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			30,067,384.	31,217,290.

Form 990-PF	Corporate Stock	Statement	14
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Description	Book Value	Fair Market Value
CORPORATE STOCK - SCH. #4	113,513,431.	158,262,641.
Total to Form 990-PF, Part II, line 10b	113,513,431.	158,262,641.

Form 990-PF	Corporate Bonds	Statement	15
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Description	Book Value	Fair Market Value
CORPORATE BONDS - SCH. #4	16,208,883.	17,066,640.
Total to Form 990-PF, Part II, line 10c	16,208,883.	17,066,640.

Form 990-PF	Other Investments	Statement 16
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Description	Valuation Method	Book Value	Fair Market Value
OTHER INVESTMENTS - SCH #4	COST	10,945,279.	9,713,913.
Total to Form 990-PF, Part II, line 13		10,945,279.	9,713,913.

Form 990-PF	Other Assets	Statement 17
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
MINERAL INTEREST	423,165.	423,165.	3,917,778.
ART, BOOKS & MANUSCRIPTS	24,589,721.	26,042,180.	27,640,533.
To Form 990-PF, Part II, line 15	25,012,886.	26,465,345.	31,558,311.

Form 990-PF	Other Liabilities	Statement 18
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Description	BOY Amount	EOY Amount
SET-ASIDE APPROVED 2/27/2008	500,000.	550,000.
Total to Form 990-PF, Part II, line 22	500,000.	550,000.



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Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 19
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
MARY LOUISE CHRISTOVICH 2520 PRYTANIA ST. NEW ORLEANS, LA 70130	BOARD CHAIRMAN 5.00	48,000.	0.	0.
JOHN E. WALKER 108 W. WILLIAM DAVID PARKWAY METAIRIE, LA 70005	DIRECTOR 5.00	48,000.	0.	0.
R. ANDREW JARDINE 7003 LONGVUE DR. MANDEVILLE, LA 70448	DIRECTOR 5.00	48,000.	0.	0.
R. HUNTER PIERSON, JR. 456 AUDUBON ST. NEW ORLEANS, LA 70118	DIRECTOR 5.00	48,000.	0.	0.
E. ALEXANDRA STAFFORD 401 IONA ST. METAIRIE, LA 70005	DIRECTOR 5.00	48,000.	0.	0.
FRED M. SMITH 5000 FOLSE DR. METAIRIE, LA 70006	DIRECTOR 5.00	48,000.	0.	0.
CHARLES A. SNYDER 909 POYDRAS ST., SUITE 2300 NEW ORLEANS, LA 70112	PRESIDENT OF BOARD 25.00	138,000.	0.	0.
PRISCILLA LAWRENCE 526 MARENGO ST. NEW ORLEANS, LA 70115	EXECUTIVE DIRECTOR 40.00	155,500.	7,775.	0.
Totals included on 990-PF, Page 6, Part VIII		581,500.	7,775.	0.

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Form 990-PF	Summary of Direct Charitable Activities	Statement	20
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Activity Two

ST. MARY PARISH POLICE JURY F/B/O THE KEMPER WILLIAMS PARK - THE KEMPER AND LEILA WILLIAMS FOUNDATION PROVIDES FINANCIAL ASSISTANCE TO OPERATE THE KEMPER WILLIAMS PARK SERVING RESIDENTS OF ST. MARY PARISH AND THE SURROUNDING AREA. CONSTRUCTION AND OPERATION OF THE PARK WERE PROVIDED FOR IN THE WILLS OF KEMPER AND LEILA WILLIAMS AND ACCOMPLISHED THROUGH AN ACT OF DONATION ON JULY 26, 1978. MONIES ARE PAID SEMI-ANNUALLY TO THE ST. MARY PARISH POLICE JURY AS THE PARK OPERATOR.

Expenses

To Form 990-PF, Part IX-A, line 2

56,084.

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Form 990-PF	Summary of Direct Charitable Activities	Statement	21
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Activity Three

THE DIANE WOEST FELLOWSHIP - THE DIANE WOEST FELLOWSHIP IS AWARDED TO SCHOLARS PURSUING RESEARCH PROJECTS IN LOUISIANA HISTORY THAT UTILIZE IN PART HOLDINGS AT THE HISTORIC NEW ORLEANS COLLECTION. IN FY 2010 FELLOWSHIP PAYMENTS WERE MADE TO EMILY CLARK, JOHN M. HUFFMAN AND SUZANNE RIVECCA.

Expenses

To Form 990-PF, Part IX-A, line 3

11,135.

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Form 990-PF	Summary of Direct Charitable Activities	Statement	22
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Activity Four

KEMPER WILLIAMS PRIZE - THE WILLIAMS PRIZE IS AWARDED EACH YEAR TO THE AUTHOR OF THE BEST PUBLISHED WORK ON LOUISIANA HISTORY. THE 2009 WILLIAMS PRIZE WAS AWARDED TO JENNIFER SPEAR.

Expenses

To Form 990-PF, Part IX-A, line 4

1,500.

KEMPER AND LEILA WILLIAMS FOUNDATION  
23-7336090  
FY 3-31-10  
SCHEDULE #1

**Cash Contributions of \$5,000 or More**

<b>Donated By</b>	<b>Date/Purpose</b>	<b>Amount</b>
Mr. and Mrs. Robert J. Patrick 3 Garden Lane New Orleans, LA 70124	5/18/2009 2009 Antiques Forum	\$5,000
Mr. Hersh Cohen ClearBridge Advisors 620 8th Avenue, 48th Floor New York, NY 10018	10/5/2009 2010 Symposium	\$10,000
Mr. Sandy J. Villere St. Denis J. Villere & Co. 601 Poydras Street Suite 1808 New Orleans, Louisiana 70130	10/8/2009 2010 Symposium	\$7,500
Mr. and Mrs. Shelby E. Russ, Jr. Associated Office Systems 400 Poydras Street, Suite 1700 New Orleans, Louisiana 70130	12/14/2009 2010 Symposium	\$10,000
Mr. David Kerstein The Helis Foundation 228 St. Charles Ave., Suite 912 New Orleans, Louisiana 70130	8/21/2009 Acquisition Funds – DeLaRonde Paintings	\$100,000
Mr. David Kerstein The Helis Foundation 228 St. Charles Ave., Suite 912 New Orleans, Louisiana 70130	12/16/2009 Acquisition Funds – DeLaRonde Paintings	\$100,000
Mr. and Mrs. R. Hunter Pierson, Jr. 456 Audubon St. New Orleans, Louisiana 70118	12/16/2009 Membership 2010	\$5,000
Mr. John G. Turner and Mr. Jerry G. Fischer 2355 Olive St. Baton Rouge, LA 70806	1/15/2010 Membership 2010	\$5,000

Mr. Michael Liebaert The Azby Fund 650 Poydras Street, Suite 2521 New Orleans, Louisiana 70130	1/26/2010 Perrilliat House	\$50,000
Mr. Chip Murphy 14 Edgehill Road Little Rock, AZ 72207	2/18/2010 Unsolicited	\$5,050
Mr. Brad Adams 228 St. Charles Ave., Suite 81 New Orleans, LA 70130	2/18/2010 Unsolicited	\$9,800
Mr. Kerry St. Pé Barataria-Terrebonne National Estuary Program P.O. Box 2663 Thibodaux, LA 70301	12/7/2009 Wetland Project	\$9,000
Total Cash Contributions of \$5,000 or More		\$316,350

KEMPER AND LEILA WILLIAMS FOUNDATION

23-7336090 FY 3-31-10 SCHEDULE #1

DONATIONS TO THE HISTORIC NEW ORLEANS COLLECTION

NON-CASH CONTRIBUTIONS OF \$5,000.00 OR MORE

Barbre, Burt L. 2506 Gravier Street New Orleans, Louisiana 70119	2009-08-03 Portrait of Armand J. Piron	\$ 8,600.00 (EV)
Carroll Jr., Walter 1750 St. Charles Ave. Suite 606 New Orleans, Louisiana 70130-6719	2009-08-27 Edward George Washington Butler, Jr. papers, including correspondence from Edward George Washington Butler, Jr. while serving as secretary to the United States Legation, Berlin, Kingdom of Prussia to his parents Edward George Washington Butler, Sr. and Frances Parke Lewis in Louisiana	\$ 6,000.00 (EV)
Cullison III, William R. 360 Audubon St. New Orleans, Louisiana 70118	2009-12-21 Artwork by Ellsworth Woodward: 2 etchings and a drawing	\$ 5,200.00 (EV)
Dauer, Mark P 7932 Ferrara Dr. Harahan, Louisiana 70123	2009-12-21 Edwards's Botanical register : or, Ornamental flower-garden and shrubbery : consisting of coloured figures of plants and shrubs cultivated in British gardens, accompanied by their history, best method of treatment in cultivation, propagation &c. [Designs by Sydenham Edwards and others.] Continued by John Lindley; 3 volumes	\$ 5,400.00 (EV)

Didier, Don 436 7th Street New Orleans, Louisiana 70115	2009-12-29 Group of 92 artworks by New Orleans artists or relating to New Orleans architecture and history	\$ 14,400.00 (EV)
Dixon, David 6554 Oakland Dr. New Orleans, Louisiana 70118	2009-06-16 David Dixon papers: Includes photographs, scrapbooks, correspondence, reports, film footage, artifacts, and ephemera related to David Dixon's work in establishing the New Orleans Saints football team and the Louisiana Superdome, as well as World Championship Tennis and The United States Football League.	\$ 18,000.00 (EV)
Donnels, Joan 634 St. Peter St. New Orleans, Louisiana 70116	2010-03-11 Negatives, photographs and photographic equipment having belonged to Johnny Donnels	\$ 25,000.00 (EV)
Geiser III, John 1632 Eighth Street, Apt. A New Orleans, Louisiana 70115-4408	2009-07-08 Group of furniture formerly belonging to the Geiser family	\$ 6,900.00 (EV)
Hecker, Carolyn 5212 Haring Ct. Metairie, Louisiana 70006-1031	2009-06-26 John Pierce Muller papers, Including: photographs, correspondence, clippings, and ephemera documenting the life and career of John Pierce Muller who worked as a camera operator for the Harcol Film Company, MGM News of the Day, and camera director for WDSU-TV. (1913-1966).	\$ 7,000.00 (EV)
Hysell, Harvey Benson, Estate of Brainerd S. Montgomery, Attorney 228 St. Charles Ave. #1138 New Orleans, Louisiana 70130	2009-05-26 Harvey Benson Hysell papers, including diaries, photograph albums, scrapbooks,	\$ 9,500.00 (EV)

Mrs. Diane Carney Executrix for the Estate 4020 Camp Street New Orleans, Louisiana 70115	correspondence, promotional material, and ephemera related to Ballet Hysell, The New Orleans Ballet, and Ballet Hysell School.	
James II, Dr. and Mrs. Trenton L. Rural Box 14507 Baton Rouge, Louisiana 70898	2010-01-21 Newcomb ceramics	\$ 18,750.00 (EV)
James II, Dr. and Mrs. Trenton L. Rural Box 14507 Baton Rouge, Louisiana 70898	2009-12-07 Newcomb ceramics	\$ 17,550.00 (EV)
Le Petit Théâtre du Vieux Carré 616 St. Peter Street New Orleans, Louisiana 70116	2009-04-23 Le Petit Théâtre du Vieux Carré archive: Records of Le Petit Théâtre du Vieux Carré including the archives and library.	\$ 27,630.00 (EV)
Martyn, Barry American Music Records, George Buck Foundation 3621 Burgundy Street New Orleans, Louisiana 70117	2009-04-03 Barry Martyn Jazz Oral History Collection, addition	\$ 5,400.00 (EV)
Nelson, Laura Simon P. O. Box 82615 Baton Rouge, Louisiana 70884-2615	2009-12-21 Two oil paintings by New Orleans artist William Woodward	\$ 50,000.00 (EV)
Shaffer, Margaret M. 2678 Highway 311 Schriever, Louisiana 70395-3270  and  Shaffer Jr., Milhado Lee 2678 Highway 311 Schriever, Louisiana 70395-3270	2009-09-02 Shaffer family papers: Includes correspondence, financial and legal documents, record books, and ephemera related to the Shaffer family and related business concerns such as Ardoyne Plantation, Crescent Farm Plantation, Southdown	\$ 20,000.00 (EV)

Plantation, Magnolia  
Plantation, Sugar Operators  
Inc., Southdown Sugar  
Refining Co., and the Crescent  
Magnolia Planting and  
Manufacturing Co.

**The Historic New Orleans  
Collection, acquisition made  
possible by the Diana Helis  
Henry Fund of The Helis  
Foundation  
and  
the Laussat Society of The  
Historic New Orleans Collection**

2009-08-17  
Portraits of Pierre Denis and  
Marie Madeleine Broutin de la  
Ronde

**\$200,000.00 (EV)**

**\$ 25,000.00 (EV)**

Twiss, Col. Edward  
Dolberries  
Barton Orchard  
Tipton St. John  
Witney  
Sidmouth  
United Kingdom (UK)  
EX 10 0AN

2010-03-01  
Butler family papers, including  
letters from, E.G.W. Butler to  
his brother [Anthony W. Butler];  
to Frances [Frances Parke  
Lewis]; from Law[rence Lewis  
Butler] to E. G. W. Butler; and  
correspondence to E. G. W.  
Butler from various people.

**\$ 34,000.00 (EV)**

Wiegand, Ed (Bequest)  
Estate of Ed Wiegand  
539 Bienville Street  
New Orleans, Louisiana 70130  
Mr. James Lamantia  
Representative of Mr. Wiegand's  
estate

2009-07-28  
Group of artworks from the  
estate of Ed Wiegand

**\$ 15,000.00 (EV)**

**NON-CASH CONTRIBUTIONS (\$5,000.00 or more):**

**\$519,330.00**



SCHEDULE #2

Kemper and Leila Williams Foundation  
23-7336090  
990-PF, Other Expenses  
FYE 3-31-2010

Description	Expenses Per Net Investment Books Income	Adjusted Net Income	Charitable Purposes
Insurance Premiums	274,948.83		274,948.83
Memberships	16,678.00		16,678.00
Subscriptions	10,269.60		10,269.60
Parking	3,791.65		3,791.65
Postage & Freight	58,124.64		58,124.64
Moving/Storage	21,604.27		21,604.27
Repairs	33,156.02		33,156.02
Telephone	32,989.78		32,989.78
Utilities	202,771.21		202,771.21
Van	638.43		638.43
Courtyard/Grounds	4,636.08		4,636.08
Service/Maintenance Contr	130,225.12		130,225.12
Exhibits/Receptions	114,587.92		114,587.92
Software/Microfilm	70,164.05		70,164.05
Conservation	31,922.34		31,922.34
Advertising	236,970.67		236,970.67
Public Relations/Meetings	54,767.08		54,767.08
Dept. Operating Expenses	144,965.75		144,965.75
Art Acquisitions	851,699.82		851,699.82
Appraisals	3,500.00	3,500.00	-
Office Equip/Furnishings	71,216.56		71,216.56
Collection Processing/Dev	16,776.05		16,776.05
Inventory Shrinkage	598.12		598.12
Ed. Outreach/Seminars	193,099.19		193,099.19
Capital Imp Major Repairs	87,606.47		87,606.47
Feasibility Study	9,776.25	9,776.25	-
Translation & Conservation - Surrey	31,819.56		31,819.56
Expense/Williams Prize	365.82		365.82
Set-Aside Approved 2/2008	550,000.00		0
Total Schedule 2 Expenses	3,259,669.28	13,276.25	2,696,393.03

Kemper and Leila Williams Foundation

23-7336090

990-PF, Part IX, FYE 3/31/2010

Schedule #3

March 31, 2010 DESCRIPTION	PAR/SHARES	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST	NET SHORT TERM		NET LONG TERM	
						GAIN	(LOSS)	GAIN	(LOSS)
GNMA Pool #562232	12,553.68	11-Feb-04	15-Apr-09	\$12,553.68	\$12,930.29				(\$376.61)
Lomas Series A Pool 60011	16.65	19-Feb-82	28-Apr-09	\$16.65	\$10.82			\$5.83	
Time Warner Cable	0.40	28-Jun-99	10-Apr-09	\$10.22	\$61.35				(\$51.13)
Time Warner New	0.67	28-Jun-99	10-Apr-09	\$14.15	\$77.94				(\$63.79)
Colonial Bank	1,600,000.00	26-Aug-99	2-Apr-09	\$252,000.00	\$1,419,058.12				(\$1,167,058.12)
Lomas Series A Pool 60011	16.65	19-Feb-82	28-Apr-09	\$16.65	\$10.82			\$5.83	
Motorola Litigation Settlement		n/a	6-May-09	\$4,753.41	\$0.00			\$4,753.41	
Alleghany Corp	0.24	13-Feb-95	8-May-09	\$60.22	\$18.52			\$41.70	
GNMA Pool #562232	20,804.28	11-Feb-04	15-May-09	\$20,804.28	\$21,428.41				(\$624.13)
Lomas Series A Pool 60011	16.79	19-Feb-82	27-May-09	\$16.79	\$10.91			\$5.88	
Collective Brands	50,000.00	10-Jul-07	6-May-09	\$746,260.76	\$1,593,106.96				(\$846,846.20)
Collective Brands	50,000.00	10-Jul-07	6-May-09	\$752,145.61	\$1,517,960.62				(\$765,815.01)
Collective Brands	40,000.00	10-Jul-07	7-May-09	\$629,611.77	\$1,204,135.56				(\$574,523.79)
Collective Brands	60,000.00	10-Jul-07	7-May-09	\$941,759.73	\$1,512,509.93				(\$570,750.20)
Lomas Series A Pool 60011	16.79	19-Feb-82	27-May-09	\$16.79	\$10.91			\$5.88	
AIG Class Action Settlement	1,054.46	n/a	18-Jun-09	\$1,054.46	\$0.00			\$1,054.46	
GNMA Pool #562232	16,714.80	11-Feb-04	15-Jun-09	\$16,714.80	\$17,216.24				(\$501.44)
Lomas Series A Pool 60011	16.93	19-Feb-82	26-Jun-09	\$16.93	\$11.00			\$5.93	
US Treasury NTS due 5/31/09	5,000,000.00	various	1-Jun-09	\$5,000,000.00	\$4,986,330.00			\$13,670.00	
Lomas Series A Pool 60011	16.93	19-Feb-82	26-Jun-09	\$16.93	\$11.00			\$5.93	
GNMA Pool #562232	27,190.50	11-Feb-04	15-Jul-09	\$27,190.50	\$28,006.22				(\$815.72)
Lomas Series A Pool 60011	24.88	19-Feb-82	27-Jul-09	\$24.88	\$16.17			\$8.71	
Lomas Series A Pool 60011	24.88	19-Feb-82	27-Jul-09	\$24.88	\$16.17			\$8.71	
GNMA Pool #562232	13,760.37	11-Feb-04	17-Aug-09	\$13,760.37	\$14,173.18				(\$412.81)
Lomas Series A Pool 60011	25.08	19-Feb-82	25-Aug-09	\$25.08	\$16.30			\$8.78	
US Treasury NTS due 8/15/09	1,000.00	19-Jan-00	17-Aug-09	\$1,000.00	\$950.78			\$49.22	
US Treasury NTS due 8/15/09	500,000.00	19-Jan-00	17-Aug-09	\$500,000.00	\$475,390.00			\$24,610.00	
US Treasury NTS due 8/15/09	499,000.00	19-Jan-00	17-Aug-09	\$499,000.00	\$474,439.22			\$24,560.78	
Colonial Bank	2,370,000.00	07-Dec-05	19-Aug-09	\$112,575.00	\$2,101,979.83				(\$1,989,404.83)
Lomas Series A Pool 60011	25.08	19-Feb-82	25-Aug-09	\$25.08	\$16.30			\$8.78	
GNMA Pool #562232	8,384.40	11-Feb-04	15-Sep-09	\$8,384.40	\$8,635.93				(\$251.53)

March 31, 2010 DESCRIPTION	PAR/SHARES	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST	NET SHORT TERM		NET LONG TERM	
						GAIN	(LOSS)	GAIN	(LOSS)
Lomas Series A Pool 60011	14 50	19-Feb-82	28-Sep-09	\$14 50	\$9 42			\$5 08	
Lomas Series A Pool 60011	14 50	19-Feb-82	28-Sep-09	\$14 50	\$9 42			\$5 08	
Wells Fargo New	10,000 00	08-May-91	25-Sep-09	\$292,892 46	\$28,409 09			\$264,483 37	
GNMA Pool #562232	19,322 21	11-Feb-04	15-Oct-09	\$19,322 31	\$19,901 98				(\$579 67)
Lomas Series A Pool 60011	21 23	19-Feb-82	27-Oct-09	\$21 23	\$13 79			\$7 44	
Euronet Worldwide	43,200 00	various	22-Oct-09	\$1,075,025 92	\$853,728 14			\$221,297 78	
Euronet Worldwide	5,000 00	various	26-Oct-09	\$125,946 75	\$89,469 60			\$36,477 15	
Lomas Series A Pool 60011	21 23	19-Feb-82	27-Oct-09	\$21 23	\$13 79			\$7 44	
Lomas Series A Pool 60011	85 25	19-Feb-82	30-Nov-09	\$85 25	\$55 39			\$29 86	
GNMA Pool #562232	8,689 26	11-Feb-04	16-Nov-09	\$8,689 26	\$8,949 94				(\$260 68)
Lomas Series A Pool 60011	85 25	19-Feb-82	30-Nov-09	\$85 25	\$55 39			\$29 86	
Lssi Settlement		n/a	26-Oct-09	\$48,502 29	\$0 00			\$48,502 29	
Ice House		01-Sep-09	1-Sep-09	\$1,882,768 26	\$1,426,101 26	\$456,667 00			(\$365 84)
GNMA Pool #562232	12,194 64	11-Feb-04	15-Dec-09	\$12,194 64	\$12,560 48				
Lomas Series A Pool 60011	16 63	19-Feb-82	29-Dec-09	\$16 63	\$10 81			\$5 82	
Lomas Series A Pool 60011	16 63	19-Feb-82	29-Dec-09	\$16 63	\$10 81			\$5 82	
Invesco Settlement		n/a	18-Dec-09	\$677 61	\$0 00			\$677 61	
St. Paul/Travelers Settlement		n/a	28-Jan-10	\$1,541 00	\$0 00			\$1,541 00	
AOL/Time Warner Settlement		n/a	14-Jan-10	\$1,833 01	\$0 00			\$1,833 01	(\$1,194 23)
GNMA Pool #562232	39,807 81	11-Feb-04	15-Jan-10	\$39,807 81	\$41,002 04				
Lomas Series A Pool 60011	13 24	19-Feb-82	26-Jan-10	\$13 24	\$8 60			\$4 64	
Lomas Series A Pool 60011	13 24	19-Feb-82	26-Jan-10	\$13 24	\$8 60			\$4 64	
BNSF	8,000 00	19-Mar-02	17-Feb-10	\$800,000 00	\$245,388 00			\$554,612 00	(\$341 92)
GNMA Pool #562232	11,397 27	11-Feb-04	16-Feb-10	\$11,397 27	\$11,739 19				
Lomas Series A Pool 60011	3 37	19-Feb-82	25-Feb-10	\$3 37	\$2 19			\$1 18	
Cheesecake Factory	23,001 00	25-Aug-06	18-Feb-10	\$539,649 49	\$534,724 93			\$4,924 56	(\$202,418 52)
Cheesecake Factory	206,999 00	25-Aug-06	18-Feb-10	\$4,856,610 85	\$5,059,029 37				
Lomas Series A Pool 60011	3 37	19-Feb-82	25-Feb-10	\$3 37	\$2 19			\$1 18	
Quest Diagnostics	112,000 00	17-Oct-06	9-Feb-10	\$6,237,794 32	\$5,616,777 44			\$621,016 88	
Lomas Series A Pool 60011	3 39	19-Feb-82	29-Mar-10	\$3 39	\$2 20			\$1 19	
GNMA Pool #562232	19,004 88	11-Feb-04	15-Mar-10	\$19,004 88	\$19,575 03				(\$570 15)
Lomas Series A Pool 60011	3 39	19-Feb-82	29-Mar-10	\$3 39	\$2 20			\$1 19	
Riverside Capital Gains	Cap Gains Distribution		31-Aug-09	\$22,195 00	\$0 00			\$22,195 00	
Riverside Capital Gains	Cap Gains Distribution		30-Sep-09	\$69,965 00	\$0 00			\$69,965 00	
Riverside Capital Gains	Cap Gains Distribution		28-Feb-10	\$11,756 00	\$0 00			\$11,756 00	

March 31, 2010 DESCRIPTION	PAR/SHARES	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST	NET SHORT TERM		NET LONG TERM	
						GAIN	(LOSS)	GAIN	(LOSS)
TOTALS				\$25,617,743 37	\$29,356,100 79	\$456,667 00	\$0 00	\$1,928,201 90	(\$6,123,226 32)
						\$456,667 00			(\$4,195,024 42)

**Kemper & Leila Williams Foundation**  
**990-PF Part II Schedule 4**  
**FYE 3/31/2010**

Government Bonds

Shares or Par

Value	Asset Description	Book Value	Market Value
5,146,515.00	U S TREAS INFL IDX 0.875% 4/15/10	5,097,911.01	5,147,698.70
2,359,340.00	U S TREAS INFL IDX 1.875% 7/15/13	2,308,932.31	2,496,299.69
3,615,060.00	U S TREAS INFL IDX 3.000% 7/15/12	3,641,362.04	3,894,106.48
3,660,570.00	U S TREAS INFL IDX 3.375% 1/15/12	3,567,218.46	3,917,651.83
2,489,740.00	U S TREAS INFL IDX 3.500% 1/15/11	2,482,064.84	2,577,851.90
2,679,160.00	U S TREAS INFL IDX 3.625% 4/15/28	3,103,880.88	3,266,271.12
5,000,000.00	U S TREAS NTS 1.375% 5/15/12	5,038,281.25	5,030,850.00
3,000,000.00	U S TREAS NTS 3.125% 5/15/19	2,854,218.00	2,857,260.00
2,000,000.00	U S TREAS NTS 4.125% 8/15/10	1,973,515.63	2,029,300.00

Total - Government Bonds

\$30,067,384.42 \$31,217,289.72

Corporate Bonds

Shares or Par

Value	Asset Description	Book Value	Market Value
2,150,000.00	FIRST UN NATL BK MTN 7.800% 8/18/10	2,258,274.00	2,205,405.50
2,000,000.00	GE CAP CORP MTN 5.720% 8/22/11	2,000,000.00	2,025,880.00
39.11	LOMAS SER A POOL 60011 9.625% 2/1/11	25.42	37.10
3,000,000.00	NEW YORK LIFE MTN 4.600% 4/15/13	2,963,670.00	3,147,900.00
3,000,000.00	PRAXAIR INC 4.375% 3/31/14	2,990,520.00	3,193,230.00
5,000,000.00	WHITNEY NATL BK NEW 5.875% 4/01/17	3,952,500.00	4,361,250.00
25,000.00	EL PASO CORP 12.000% 12/12/13	23,687.50	29,250.00
873,438.54	GNMA POOL #562232X 5.000% 12/15/18	899,641.69	932,098.67
39.11	LOMAS SER A POOL 60011 9.625% 2/1/11	25.42	37.10
100,000.00	TRAVELERS COS INC 6.250% 3/15/67	67,000.00	98,436.00
17,844.21	JPMORGAN CORE BOND FUND	200,376.00	199,676.69
18,100.00	JPMORGAN MORTGAGE-BACKED SECURITIES	199,643.00	199,281.00
25,693.73	VANGUARD FXD INCM INTER-TERM FD ADM*	250,000.00	251,541.63
24,514.07	VANGUARD INTER TERM BD IDX FD SIGN*	251,520.38	265,487.42
12,000.00	VANGUARD TOTAL BD MKT IDX FD SIGN*	120,000.00	125,160.00
3,076.92	JPMORGAN TOTAL RETURN FUND SEL	32,000.00	31,969.23

Total - Corporate Bonds

16,208,883.41 17,066,640.34

Corporate Stocks

Shares or Par

Value	Asset Description	Book Value	Market Value
238.00	COMPANIA AZUCARERA CHUMBAGUA	685.45	-
400,000.00	3-D SYS CORP DEL	4,612,433.93	5,460,000.00
180,000.00	AAR CORP	5,455,223.08	4,467,600.00
72,000.00	ABBOTT LABS	3,126,081.60	3,792,960.00
480,866.00	AMERICAN VANGUARD CORP	4,132,483.61	3,919,057.90
6,500.00	BANK AMER CORP NON CUM CONV PFD L	4,554,395.95	6,337,727.50
140,000.00	CARTER INC	3,967,030.90	4,221,000.00
300,000.00	EPIQ SYS INC	3,659,466.06	3,729,000.00
211,800.00	EURONET WORLDWIDE INC	3,959,069.95	3,903,474.00

**Kemper & Leila Williams Foundation****990-PF Part II Schedule 4****FYE 3/31/2010**

230,000.00	GULF IS FABRICATION INC	4,039,446 12	5,002,500 00
300,000.00	HENRY JACK & ASSOC INC	2,282,175 14	7,218,000.00
400,000.00	ION GEOPHYSICAL CORP	3,174,129.70	1,968,000.00
450,000.00	LUMINEX CORP DEL	8,248,742.99	7,564,500 00
300,000.00	MARCUS CORP	5,269,973 57	3,897,000 00
65,000.00	MCDONALDS CORP	3,347,636 50	4,336,800.00
120,000.00	O REILLY AUTOMOTIVE INC	3,924,633 00	5,005,200 00
200,000.00	PHI INC NON VTG	5,117,370 95	4,236,000.00
130,200.00	PIONEER NAT RES CO	3,477,179 16	7,332,864 00
118,650.00	RESOURCE BANKSHARES INC	1,695,000.00	2,573,518 50
135,000.00	VARIAN MED SYS INC	6,512,236 67	7,469,550.00
150,000.00	WELLS FARGO & CO NEW	426,136.36	4,668,000 00
44,000.00	3M CO	737,897 28	3,677,080.00
15,000.00	ABBOTT LABS	701,409.45	790,200 00
5,000 00	AIR PRODS & CHEMS INC	356,459 00	369,750.00
2,358.00	ALLEGHANY CORP DEL	181,729 68	685,569.40
2,000 00	AMAZON.COM INC	145,255 40	271,540.00
10,000 00	AMGEN INC	543,728 00	598,375.00
10,000 00	ANADARKO PETE CORP	198,177 04	728,300.00
25,000 00	ANNALY CAP MGMT INC	418,985.00	429,500.00
606.00	AOL INC	30,968.34	15,319 68
8,000 00	AT & T INC	34,864.52	206,720.00
4,575.00	BCE INC NEW	175,925.00	134,515.52
362.00	BELL ALIANT REGL COMM UNIT 144A	10,863.62	-
60,000.00	BERKSHIRE HATHAWAY INC DEL CL B NEW	2,396,685.00	4,876,200.00
15,000.00	CANADIAN PAC RY LTD	114,916.11	845,721 00
2,000.00	CELGENE CORP	88,315.00	123,920 00
30,000.00	CENOVUS ENERGY INC	85,196.74	786,300.00
17,103.00	CHEVRON CORP	164,842.53	1,296,920 49
50,000.00	CHIMERA INVT CORP	154,892.50	194,500.00
30,000.00	CISCO SYS INC	563,860.50	780,900 00
30,000.00	COMCAST CORP NEW CL A SPL	668,178.84	539,100.00
10,000.00	CORNING INC	117,017.00	202,100.00
5,000.00	COSTCO WHSL CORP NEW	159,200.00	298,550.00
10,000 00	CVS CAREMARK CORP	256,700.00	365,600.00
30,000.00	DISNEY WALT CO	527,145.91	1,047,300.00
20,000 00	DOMINION RES INC VA NEW	447,400.00	822,200.00
30,000.00	DU PONT E I DE NEMOURS & CO	733,997.41	1,117,200.00
15,600 00	DUKE ENERGY HLDG CORP	210,197.38	254,592.00
30,000 00	EL PASO CORP	339,949.00	325,200.00
40,000.00	EMC CORP	694,604.36	721,600.00
30,000 00	ENCANA CORP	92,331.60	930,900.00
45,012 00	EXXON MOBIL CORP	254,556.61	3,014,903.76
50.00	FREEPORT-MCMORAN COPPER & GOLD	5,603.00	4,177.00
60,000.00	GENERAL ELEC CO	1,132,395 00	1,092,000.00
10,000.00	GENERAL MILLS INC	398,600.00	707,900.00
5,000.00	GLAXOSMITHKLINE PLC SPONSORED ADR	194,480.00	192,600.00
4,000.00	GRAINGER W W INC	279,672 00	432,480.00
15,000.00	HEINZ H J CO	556,762 00	684,150.00
15,000.00	HERSHEY CO	171,692 48	642,150.00
35,000.00	HOME DEPOT INC	1,122,443 00	1,132,250.00
40,000.00	INTEL CORP	262,575 00	891,600.00

**Kemper & Leila Williams Foundation****990-PF Part II Schedule 4****FYE 3/31/2010**

25,000.00	INTERNATIONAL BUSINESS MACHS CORP	1,088,353.74	3,206,250.00
10,000.00	INTERNATIONAL PAPER CO	318,913.69	246,100.00
5,000.00	J P MORGAN CHASE CAP XII PFD TR SEC	103,472.90	122,500.00
50,000.00	JOHNSON & JOHNSON	126,248.42	3,260,000.00
15,000.00	KIMBERLY CLARK CORP	676,570.02	943,200.00
15,000.00	KRAFT FOODS INC CL A	481,900.00	453,600.00
6,000.00	LILLY ELI & CO	465,478.00	217,320.00
50,000.00	LSI CORP	269,133.46	306,000.00
15,000.00	MCGRAW HILL COS INC	130,532.81	534,750.00
60,000.00	MDU RES GROUP INC	320,212.93	1,294,800.00
3,000.00	METLIFE INC PFD SER B 6.50%	45,537.00	73,650.00
80,000.00	MICROSOFT CORP	1,692,325.21	2,343,000.00
2,000.00	MONSANTO CO NEW	198,061.00	142,840.00
25,000.00	NATIONAL FUEL GAS CO N J	774,974.00	1,263,750.00
20,000.00	NISOURCE INC	417,668.00	316,000.00
5,000.00	NORFOLK SOUTHN CORP	166,349.50	279,450.00
10,000.00	OCCIDENTAL PETE CORP	482,636.00	845,400.00
15,077.00	PFIZER INC	104,367.30	258,570.55
15,000.00	PPG INDS INC	881,985.00	981,000.00
35,312.00	PROCTER & GAMBLE CO	914,302.37	2,234,190.24
5,000.00	RAYTHEON CO NEW	198,598.00	285,600.00
5,000.00	ROYAL DUTCH SHELL PLC SPONS ADR A	99,095.43	289,300.00
14,000.00	SCANA CORP NEW	367,485.20	526,260.00
22,000.00	SCHLUMBERGER LTD	283,347.50	1,396,120.00
30,000.00	SPECTRA ENERGY CORP	736,513.62	675,900.00
10,000.00	TEXAS INSTRS INC	173,800.00	244,700.00
1,673.00	TIME WARNER CABLE INC	149,673.83	89,187.63
6,666.00	TIME WARNER INC NEW NEW	423,406.04	208,445.82
30,000.00	TRAVELERS COS INC	1,168,179.00	1,618,200.00
20,000.00	UNITED PARCEL SVC INC CL B	1,255,734.60	1,288,200.00
15,000.00	VERISIGN INC	403,030.50	390,300.00
20,000.00	VERIZON COMMUNICATIONS	570,765.02	620,400.00
20,000.00	WAL MART STORES INC	610,340.58	1,112,000.00
5,000.00	WEYERHAEUSER CO	325,000.00	226,350.00
30,375.00	WHITNEY HLDG CORP	92,000.00	418,871.25
20,000.00	WINDSTREAM CORP	285,438.00	217,800.00

Total - Corporate Stocks	113,513,430.66	158,262,641.24
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## Other Investments - Alternative Investments

**Shares or Par**

Value	Asset Description	Book Value	Market Value
1,000,000.00	CCM INCOME FD LP	1,000,000.00	225,427.00
1,430,738.59	COMMONFUND GLBL DISTRESSED INV LLC	1,328,400.00	1,430,738.59
146,000.00	COMMONFUND HEDGED INVS CO B-1	2,000,000.00	2,249,860.00
2,304,894.48	COMMONFUND MULT STRAT GLBL HEDGED LP	2,000,000.00	2,304,894.48
1,087,919.08	COMMONFUND REALTY INVS	2,458,899.35	1,087,919.08
1,692,176.00	RIVERSIDE EUROPE FD III LP	2,157,979.71	2,415,073.59

Total - Alternative Investments	10,945,279.06	9,713,912.74
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**KEMPER AND LEILA WILLIAMS FOUNDATIONS**  
**23-7336090 FY 3/31/10 SCHEDULE #5**  
**PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

**1. MAJOR EXHIBITIONS, WILLIAMS GALLERY & ROYAL STREET LOCATIONS**

**Title:** *In the Spirit: Beyond the Music—Photographs by Michael P. Smith*

**Exhibition Dates:** March 11—September 13, 2009

**Exhibition Curators:** John H. Lawrence and Jude Solomon

**Programming:** Concert with Leslie Smith; panel discussion about M.P. Smith's career; illustrated lecture by Jeff L. Rosenheim

**Publications:** Illustrated catalogue; complete checklist

**Media:** Regional radio and television coverage and newspaper and magazine articles.

**Other:** Companion exhibition *25 Jazz Fests* at the Contemporary Arts Center of New Orleans drawn from the Michael P. Smith Archive on view from April—July 2009

**Title:** *Between Colony and State: Louisiana's Territorial Period, 1803—1812*

**Exhibition Dates:** January—April 2010

**Exhibition Curators:** John H. Lawrence, John Magill, Pamela Arceneaux

**Programming:** Annual symposium; commissioned concert themed to the period from the Louisiana Philharmonic Orchestra; numerous off-site presentations by the curators

**Publications:** An illustrated booklet with complete checklist was published. A 20 minute video involving interviews with additional experts and exploring other issues was produced and aired in the exhibition.

**Media:** Regional newspaper articles; local radio and television coverage and newspaper articles.

**2. MAJOR EXHIBITIONS, OTHER LOCATIONS**

**EXHIBITIONS AT THE WILLIAMS RESEARCH CENTER (410 CHARTRES STREET)**

**Title:** *Josephine Crawford: An Artist's Vision*

**Exhibition Dates:** April—September, 2009

**Exhibition Curator:** Judith H. Bonner

**Programming:** Lecture by author Louise Hoffman, and book signing

**Publications:** *Josephine Crawford. An Artist's Vision* (biography of Josephine Crawford written by Louise Hoffman and published by THNOC).

**Media:** local newspaper, radio and television coverage.

**Title:** *Louisiana and Cuba: Multiple Perspectives*

**Exhibition Dates:** January—May, 2010

**Exhibition Curator:** Amanda McFillen

**Other:** Part of a citywide series of events connecting Louisiana to Cuba

**Title:** *Dogs in My Life: The Photographs of John Tibule Mendes*

**Exhibition Dates:** December 2009—May 2010

**Exhibition Curators:** John H. Lawrence and Jude Solomon



**Programming:** book signing; PhotoNOLA lecture (December 2009)  
**Publications:** *Dogs in My Life* (UNO Press)

#### EXHIBITIONS AT THE NEW ORLEANS MUSEUM OF ART

**Title:** *Women Artists in Louisiana, 1825-1965: A Place of Their Own*  
**Exhibition Dates:** April 15—October 1, 2009  
**Exhibition Curators:** Judith H. Bonner (THNOC), E. John Bullard (NOMA)  
**Programming:** Curators' talks  
**Publications:** None specifically by THNOC; an illustrated brochure with a complete checklist and an essay by THNOC curator Judith Bonner was published by NOMA

**Title:** *William Woodward, 1859—1939: An American Impressionist in New Orleans*  
**Exhibition Dates:** October 21, 2009—April 2010  
**Exhibition Curators:** Judith H. Bonner (THNOC), E. John Bullard (NOMA)  
**Programming:** Curator talks  
**Publications:** None specifically by THNOC; an essay by THNOC curator Judith Bonner was published by NOMA; monograph on William Woodward published by Robert Hinckley, with an essay by Judith Bonner.

**Title:** *Women Artists in Louisiana, 1965-2019: A Place of Their Own*  
**Exhibition Dates:** March 17—September 19, 2010  
**Exhibition Curators:** Judith H. Bonner (THNOC), E. John Bullard (NOMA)  
**Programming:** Curators' talks  
**Publications:** None specifically by THNOC; an essay by THNOC curator Judith Bonner was published by NOMA in the *Arts Quarterly*.

#### TRAVELING EXHIBITIONS:

**In the Spirit: Photography by Michael P. Smith**  
**Locations:** Exhibited in Place St. Charles New Orleans and at the St. Tammany Art Association  
**Exhibition Dates:** July-August, 2009 and September-November, 2009

#### FIFTEENTH ANNUAL WILLIAMS RESEARCH CENTER SYMPOSIUM

**Title:** *Between Colony and State: Louisiana's Territorial Period*  
**Date:** January 30, 2010  
**Site:** Omni Royal Orleans, Grand Ballroom  
**Attendance:** 450+

#### PROGRAMS OUTSIDE OF EXHIBITIONS:

##### Annual Public Lectures and Programs:

TENTH ANNUAL BILL RUSSELL LECTURE: *Louis Armstrong's New Orleans* by Dr. Tom Brothers  
FRANCISCO BOULIGNY LECTURE: *The World of Jean Francois Merieult* by Christopher Chambers

LES COMEDIENS FRANCAIS LECTURE: *A Touch of the Muse: Ladies of New Orleans and Their Music* by Peter Collins and Thais St. Julian

TENNESSEE WILLIAMS NEW ORLEANS LITERARY FESTIVAL: Hosting of the Tennessee Williams Master Classes in connection with the Tennessee Williams Festival.

CONCERTS IN THE COURTYARD: Seasonal outdoor concerts by New Orleans musicians, Spring and Fall Series.

SECOND ANNUAL NEW ORLEANS ANTIQUES FORUM: *In Search of Southern Style*

BOOK SIGNINGS THROUGHOUT THE YEAR On subjects of interest to Louisiana history and culture.

**Collaborative Programs:**

Symposium on classical architecture and decorative arts with the *Classical Institute of the South* (April 2009)

Panel Discussion on Michael P. Smith's photography, *Representing Music*, with the *New Orleans Contemporary Arts Center* (April 2009)

Tennessee Williams Scholars Conference with *Middle Tennessee State University* (March 2010)

Lecture by Lauren Greenfield with *PhotoNOLA* (December 2009)

Alsace-Lorraine Jewish Experience in the South with the *Consulate General of France* (November 2009)

Seventh Creole Family Symposium with *Louisiana Historical Society* (October 2009)

Fifth Annual Jacob Haight and Mary Meek Morrison Lecture with *Vieux Carré Property Owners, Residents, and Associates* (March 2010)

Exhibition on the Williams Family and the flora and fauna of Louisiana, with *Kemper Williams Park, St. Mary Parish, LA* (January 2010)

**Publications:**

*The Arts and Crafts Club of New Orleans* (commissioned video program)

THNOC published the annual *Tennessee Williams Review*.

The monograph on New Orleans painter Josephine Crawford was published by THNOC.

Four issues of the THNOC *Quarterly* were published.

**School Groups:** Special tours of the Louisiana History galleries were given to school groups from Louisiana and other states at no charge.

**Educational Outreach:** In addition to conducting workshops for area teachers, the education curator and staff produced age appropriate activities for the annual Family Day, and created teacher resources relating to the *In the Spirit* exhibition.

**Application for Extension of Time To File an  
Exempt Organization Return**

▶ File a separate application for each return.

*Mailed 8/13/10*

OMB No. 1545-1709

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

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

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed)A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

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

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

Type or print  File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>KEMPER AND LEILA WILLIAMS FOUNDATION, INC.</b>	Employer identification number <b>23-7336090</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>533 ROYAL STREET</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>NEW ORLEANS, LA 70130</b>	

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

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

**KATHY SLIMP, FINANCIAL ADMINISTRATOR**

- The books are in the care of ▶
- 533 ROYAL STREET - NEW ORLEANS, LA 70130**

Telephone No ▶ **504/598-7136**

FAX No ▶

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **November 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☐ calendar year \_\_\_\_\_ or▶ ☒ tax year beginning **APR 1, 2009**, and ending **MAR 31, 2010**

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

<b>3a</b> 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.	<b>3a</b>	\$ <b>51,002.</b>
<b>b</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.	<b>3b</b>	\$ <b>70,800.</b>
<b>c</b> <b>Balance Due.</b> 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.	<b>3c</b>	\$ <b>0.</b>

**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.

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

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

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

<b>Part II</b>		<b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed)	
Type or print  File by the extended due date for filing the return See instructions	Name of Exempt Organization		Employer identification number
	KEMPER AND LEILA WILLIAMS FOUNDATION, INC.		23-7336090
	Number, street, and room or suite no. If a P O box, see instructions.		For IRS use only
	533 ROYAL STREET		
	City, town or post office, state, and ZIP code For a foreign address, see instructions		
	NEW ORLEANS, LA 70130		

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

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

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

KATHY SLIMP, FINANCIAL ADMINISTRATOR

- The books are in the care of ☒ 533 ROYAL STREET - NEW ORLEANS, LA 70130  
 Telephone No ☒ 504/598-7136 FAX No ☐ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until February 15, 2011
- 5 For calendar year \_\_\_\_\_, or other tax year beginning APR 1, 2009, and ending MAR 31, 2010
- 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  
ADDITIONAL TIME IS NEEDED TO COMPILE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	51,002.
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	\$	70,800.
c	<b>Balance Due.</b> 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 ☒ Kathy Slimp Title ☒ CPA Date ☒ 11/10/10

Form 8868 (Rev. 4-2009)