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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year **2009**, or tax year beginning, **JUN 1, 2009** and ending **MAY 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 The Blackwell Foundation	A Employer identification number 76-0610529
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 5606 Cavanaugh	B Telephone number 713 643 6577
	City or town, state, and ZIP code Houston, TX 77021	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	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 480,996.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17.	17.		Statement 2
	4 Dividends and interest from securities	8,213.	8,213.		Statement 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<195,033.>			Statement 1
	b Gross sales price for all assets on line 6a	582,646.			
	7 Capital gain net income (from Part IV, line 2)		143,534.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales (less returns and allowances)				
b Less Cost of goods sold					
c Gross profit (loss)	2010				
11 Other income	71.	71.		Statement 4	
12 Total Add lines 1 through 11	<186,732.>	151,835.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	4,000.	0.		4,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 5	2,651.	0.		2,651.
	b Accounting fees Stmt 6	1,430.	0.		1,430.
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 7	283.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 8	4,215.	4,215.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	12,579.	4,215.		8,081.
	25 Contributions, gifts, grants paid	9,467.			9,467.
26 Total expenses and disbursements Add lines 24 and 25	22,046.	4,215.		17,548.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<208,778.>				
b Net investment income (if negative, enter -0-)		147,620.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	62,269.		
	2 Savings and temporary cash investments		149,894.	149,894.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 9	617,467.	321,064.	331,102.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	679,736.	470,958.	480,996.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	679,736.	470,958.		
30 Total net assets or fund balances	679,736.	470,958.		
31 Total liabilities and net assets/fund balances	679,736.	470,958.		

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	679,736.
2 Enter amount from Part I, line 27a	2	<208,778.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	470,958.
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	470,958.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 582,646.		439,112.	143,534.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			143,534.

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	143,534.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	20,680.	374,180.	.055268
2007	17,800.	429,141.	.041478
2006	16,181.	306,469.	.052798
2005	14,029.	293,520.	.047796
2004	11,573.	275,834.	.041956

2 Total of line 1, column (d)	2	.239296
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	.047859
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	399,837.
5 Multiply line 4 by line 3	5	19,136.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,476.
7 Add lines 5 and 6	7	20,612.
8 Enter qualifying distributions from Part XII, line 4	8	17,548.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,952.
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	2,952.
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	2,952.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
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	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,952.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>L.D. Blackwell</u> Telephone no. ▶ <u>713 643 6577</u> Located at ▶ <u>5606 Cavanaugh, Houston, TX</u> ZIP+4 ▶ <u>77021</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 <u>N/A</u>			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

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

- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

5b		
6b		X
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
L.D. Blackwell 5606 Cavanaugh Houston, TX 77021	Trustee and Manager 0.50	0.	0.	0.
Karen Blackwell 5606 Cavanaugh Houston, TX 77021	Trustee 2.00	4,000.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	375,437.
b	Average of monthly cash balances	1b	30,489.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	405,926.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	405,926.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,089.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	399,837.
6	Minimum investment return Enter 5% of line 5	6	19,992.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	19,992.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,952.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,952.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,040.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,040.
6	- Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,040.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	17,548.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	17,548.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	17,548.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				17,040.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			14,163.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 17,548.				
a Applied to 2008, but not more than line 2a			14,163.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				3,385.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				13,655.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	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				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

L.D. Blackwell

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:

See Statement 10

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Statement 11				
Total			▶ 3a	9,467.
<i>b Approved for future payment</i>				
None				
Total			▶ 3b	0.

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 993.521sh Delaware Pooled Tr Diversified Inc Fd	P	06/27/07	11/02/09
b 641.026sh Diamond Hill Funds	P	05/21/08	10/13/09
c 477.6sh Diamond Hill Funds	P	05/21/08	11/02/09
d 538.642sh Ivy Funds Asset Strategy Fd	P	05/21/08	11/02/09
e 360.166sh Allianz Funds Multi Manager Series	P	04/29/09	11/02/09
f 215.232sh Allianz Funds Multi Manager Series	P	06/04/09	11/02/09
g 6.142sh Allianz Funds Multi Manager Series	P	06/19/09	11/02/09
h 229.412sh Allianz Funds Multi Manager Series	P	07/06/09	11/02/09
i 206.568sh Allianz Funds Multi Manager Series	P	08/04/09	11/02/09
j 7.339sh Allianz Funds Multi Manager Series	P	09/18/09	11/02/09
k 1190.707sh Allianz Funds Multi Manager Series Div	P	11/02/09	12/07/09
l 264.848sh Artio Global Invt Funds Intl Equity Fd	P	07/14/09	12/07/09
m 93.973sh Blackrock Fds Intl Opportunities Port	P	07/14/09	12/07/09
n 4.941sh Diamond Hill Funds	P	12/17/09	11/02/09
o 12.179sh Diamond Hill Funds	P	12/31/08	11/02/09

(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 9,200.		8,713.	487.
b 10,000.		12,321.	<2,321.>
c 7,493.		9,180.	<1,687.>
d 11,500.		14,985.	<3,485.>
e 3,533.		3,029.	504.
f 2,111.		1,950.	161.
g 60.		54.	6.
h 2,250.		1,950.	300.
i 2,026.		1,950.	76.
j 72.		73.	<1.>
k 12,300.		11,562.	738.
l 3,300.		2,604.	696.
m 2,900.		2,355.	545.
n 73.		70.	3.
o 191.		167.	24.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			487.
b			<2,321.>
c			<1,687.>
d			<3,485.>
e			504.
f			161.
g			6.
h			300.
i			76.
j			<1.>
k			738.
l			696.
m			545.
n			3.
o			24.

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 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

The Blackwell Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 881.834sh Diamond Hill Funds	P	03/05/09	11/02/09
b 927.835sh Growth Fund of America	P	11/02/09	12/07/09
c 53.158sh MFS Series Trust Value Fd	P	04/02/09	12/07/09
d 127.685sh MFS Series Trust Value Fd	P	05/01/09	12/07/09
e 117.518sh MFS Series Trust Value Fd	P	06/01/09	12/07/09
f 1.49sh MFS Series Trust Value Fd	P	06/29/09	12/07/09
g 120.022sh MFS Series Trust Value Fd	P	07/01/09	12/07/09
h 111.983sh MFS Series Trust Value Fd	P	08/03/09	12/07/09
i 1.627sh MFS Series Trust Value Fd	P	09/29/09	12/07/09
j 71.258sh MFS Series Trust Value Fd	P	11/02/09	12/07/09
k 60.284sh Oppenheimer Developing Markets Fd	P	07/14/09	12/07/09
l 58.289sh Transamer Premier Eqtxx Inv	P	04/02/09	11/02/09
m 543.872sh Transamer Premier Eqtxx Inv	P	05/01/09	11/02/09
n 512.467sh Transamer Premier Eqtxx Inv	P	06/01/09	11/02/09
o 521.362sh Transamer Premier Eqtxx Inv	P	07/01/09	11/02/09

(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 13,836.		10,000.	3,836.
b 25,200.		23,753.	1,447.
c 1,099.		850.	249.
d 2,639.		2,140.	499.
e 2,429.		2,140.	289.
f 31.		26.	5.
g 2,481.		2,140.	341.
h 2,315.		2,140.	175.
i 34.		33.	1.
j 1,473.		1,398.	75.
k 1,700.		1,276.	424.
l 974.		770.	204.
m 9,088.		7,810.	1,278.
n 8,563.		7,810.	753.
o 8,712.		7,810.	902.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3,836.
b			1,447.
c			249.
d			499.
e			289.
f			5.
g			341.
h			175.
i			1.
j			75.
k			424.
l			204.
m			1,278.
n			753.
o			902.

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 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

The Blackwell Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a 481.801sh Transamer Premier Eqtxx Inv	P	08/03/09	11/02/09
b 107.754sh Ivy Fd Glbl Nat Res	P	05/21/08	03/25/10
c .271sh Ivy Fd Glbl Nat Res	P	12/15/08	03/25/10
d 31.112sh Ivy Fd Glbl Nat Res	P	12/15/08	03/25/10
e 14.253sh Ivy Fd Glbl Nat Res	P	12/15/08	03/25/10
f 108.352sh Ivy Funds Asset Strategy Fd	P	05/21/08	03/25/10
g 69.984sh Ivy Fd Glbl Nat Res	P	03/05/09	03/25/10
h 274.318sh Artio Glbl Invt Fds Intl Eqty Fd II	P	07/14/09	03/09/10
i 13.382sh Artio Glbl Invt Fds Intl Eqty Fd II	P	12/30/09	03/09/10
j 314.9sh Invest Mgrs Series Tr Zacks Mkt Neut Fd	P	11/02/09	03/09/10
k 153.121sh Ivy Fd Global Nat Res Fd	P	11/02/09	03/25/10
l 18.587sh Royce Fd Total Return	P	04/02/09	03/09/10
m 45.191sh Royce Fd Total Return	P	05/01/09	03/09/10
n 42.345sh Royce Fd Total Return	P	06/01/09	03/09/10
o .402sh Royce Fd Total Return	P	06/11/09	03/09/10

(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 8,051.		7,810.	241.
b 1,933.		4,600.	<2,667.>
c 5.		3.	2.
d 558.		319.	239.
e 256.		146.	110.
f 2,400.		3,014.	<614.>
g 1,800.		1,964.	<164.>
h 3,177.		2,697.	480.
i 155.		159.	<4.>
j 4,100.		4,059.	41.
k 2,776.		2,600.	176.
l 212.		150.	62.
m 516.		390.	126.
n 493.		390.	103.
o 5.		4.	1.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			241.
b			<2,667.>
c			2.
d			239.
e			110.
f			<614.>
g			<164.>
h			480.
i			<4.>
j			41.
k			176.
l			62.
m			126.
n			103.
o			1.

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 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

The Blackwell Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 43.237sh Royce Fd Total Return	P	07/01/09	03/09/10
b 39.634sh Royce Fd Total Return	P	08/03/09	03/09/10
c .563sh Royce Fd Total Return	P	09/10/09	03/09/10
d 292.074sh Royce Fd Total Return	P	11/02/09	03/09/10
e 286.458sh Royce Fd Total Return	P	11/02/09	03/25/10
f 93.212sh Security Equity Fd Mid Cap Value Fd	P	04/29/09	03/25/10
g 10.666sh Security Equity Fd Mid Cap Value Fd	P	06/04/09	03/25/10
h 97.458sh Sentinel Group Fds Inc Small Co Fd	P	04/02/09	03/09/10
i 233.533sh Sentinel Group Fds Inc Small Co Fd	P	05/01/09	03/09/10
j 222.011sh Sentinel Group Fds Inc Small Co Fd	P	06/01/09	03/09/10
k 222.011sh Sentinel Group Fds Inc Small Co Fd	P	07/01/09	03/09/10
l 206.714sh Sentinel Group Fds Inc Small Co Fd	P	08/03/09	03/09/10
m 22.839sh Sentinel Group Fds Inc Small Co Fd	P	11/02/09	03/09/10
n 5000sh ICO Inc	D	06/30/05	03/24/10
o 258sh ICO Inc	D	06/30/05	03/24/10

(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 493.		390.	103.
b 452.		390.	62.
c 6.		5.	1.
d 3,333.		2,930.	403.
e 3,300.		2,873.	427.
f 2,692.		1,950.	742.
g 308.		244.	64.
h 640.		460.	180.
i 1,534.		1,170.	364.
j 1,458.		1,170.	288.
k 1,458.		1,170.	288.
l 1,358.		1,170.	188.
m 150.		133.	17.
n 42,049.		11,054.	30,995.
o 2,175.		581.	1,594.

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) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
a			103.
b			62.
c			1.
d			403.
e			427.
f			742.
g			64.
h			180.
i			364.
j			288.
k			288.
l			188.
m			17.
n			30,995.
o			1,594.

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 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

The Blackwell Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a 400sh ICO Inc	D	06/30/05	03/24/10
b 400sh ICO Inc	D	06/30/05	03/24/10
c 2642sh ICO Inc	D	06/30/05	03/24/10
d 200sh ICO Inc	D	06/30/05	03/24/10
e 1100sh ICO Inc	D	06/30/05	03/24/10
f 4400sh ICO Inc	D	06/30/05	05/05/10
g 5000sh ICO Inc	D	07/06/05	05/05/10
h 5000sh ICO Inc	D	07/08/05	05/05/10
i 600sh ICO Inc	D	07/18/05	05/05/10
j 5000sh ICO Inc	D	09/25/06	05/05/10
k 2290sh ICO Inc	D	09/26/06	05/05/10
l 2710sh ICO Inc	D	09/28/06	05/05/10
m 6000sh ICO Inc	D	08/16/07	05/05/10
n 10000sh ICO Inc	P	03/29/10	05/05/10
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,348.		900.	2,448.
b 3,344.		900.	2,444.
c 22,008.		5,947.	16,061.
d 1,664.		450.	1,214.
e 9,165.		2,476.	6,689.
f 25,696.		9,680.	16,016.
g 29,454.		11,254.	18,200.
h 29,454.		11,254.	18,200.
i 3,544.		1,360.	2,184.
j 41,845.		32,245.	9,600.
k 19,165.		14,546.	4,619.
l 22,680.		17,483.	5,197.
m 52,163.		52,163.	0.
n 83,690.		83,400.	290.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,448.
b			2,444.
c			16,061.
d			1,214.
e			6,689.
f			16,016.
g			18,200.
h			18,200.
i			2,184.
j			9,600.
k			4,619.
l			5,197.
m			0.
n			290.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	143,534.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
993.521sh Delaware Pooled Tr Diversified Inc Fd	9,200.	8,713.	0.	0.	487.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
641.026sh Diamond Hill Funds	10,000.	12,321.	0.	0.	<2,321.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
477.6sh Diamond Hill Funds	7,493.	9,180.	0.	0.	<1,687.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
538.642sh Ivy Funds Asset Strategy Fd	11,500.	14,985.	0.	0.	<3,485.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
360.166sh Allianz Funds Multi Manager Series	3,533.	3,029.	0.	0.	504.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
215.232sh Allianz Funds Multi Manager Series	2,111.	1,950.	0.	0.	161.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
6.142sh Allianz Funds Multi Manager Series	60.	54.	0.	0.	6.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
229.412sh Allianz Funds Multi Manager Series		07/06/09	11/02/09
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	2,250.	1,950.	0.
			0.
			300.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
206.568sh Allianz Funds Multi Manager Series		08/04/09	11/02/09
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	2,026.	1,950.	0.
			0.
			76.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
7.339sh Allianz Funds Multi Manager Series		09/18/09	11/02/09
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	72.	73.	0.
			0.
			<1.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
1190.707sh Allianz Funds Multi Manager Series Div Value Fd		11/02/09	12/07/09
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	12,300.	11,562.	0.
			0.
			738.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
264.848sh Artio Global Invt Funds Intl Equity Fd		07/14/09	12/07/09	3,300.	2,604.	0.	0.	696.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
93.973sh Blackrock Fds Intl Opportunities Port		07/14/09	12/07/09	2,900.	2,355.	0.	0.	545.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4.941sh Diamond Hill Funds		12/17/09	11/02/09	73.	70.	0.	0.	3.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
12.179sh Diamond Hill Funds		12/31/08	11/02/09	191.	167.	0.	0.	24.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
881.834sh Diamond Hill Funds	13,836.	10,000.	0.	0.	3,836.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
927.835sh Growth Fund of America	25,200.	23,753.	0.	0.	1,447.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
53.158sh MFS Series Trust Value Fd	1,099.	850.	0.	0.	249.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
127.685sh MFS Series Trust Value Fd	2,639.	2,140.	0.	0.	499.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
117.518sh MFS Series Trust Value Fd	2,429.	2,140.	0.	0.	289.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1.49sh MFS Series Trust Value Fd	31.	26.	0.	0.	5.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
120.022sh MFS Series Trust Value Fd	2,481.	2,140.	0.	0.	341.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
111.983sh MFS Series Trust Value Fd	2,315.	2,140.	0.	0.	175.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1.627sh MFS Series Trust Value Fd	34.	33.	0.	0.	1.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
71.258sh MFS Series Trust Value Fd	1,473.	1,398.	0.	0.	75.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
60.284sh Oppenheimer Developing Markets Fd	1,700.	1,276.	0.	0.	424.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
58.289sh Transamer Premier Eqtxx Inv	974.	770.	0.	0.	204.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
543.872sh Transamer Premier Eqtxx Inv	9,088.	7,810.	0.	0.	1,278.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
512.467sh Transamer Premier Eqtxx Inv	8,563.	7,810.	0.	0.	753.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
521.362sh Transamer Premier Eqtxx Inv	8,712.	7,810.	0.	0.	902.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
481.801sh Transamer Premier Eqtxx Inv	8,051.	7,810.	0.	0.	241.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
107.754sh Ivy Fd Glbl Nat Res	1,933.	4,600.	0.	0.	<2,667.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
.271sh Ivy Fd Glbl Nat Res	5.	3.	0.	0.	2.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
31.112sh Ivy Fd Glbl Nat Res	558.	319.	0.	0.	239.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
14.253sh Ivy Fd Glbl Nat Res	256.	146.	0.	0.	110.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
108.352sh Ivy Funds Asset Strategy Fd	2,400.	3,014.	0.	0.	<614.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
69.984sh Ivy Fd Gbl Nat Res	1,800.	1,964.	0.	0.	<164.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
274.318sh Artio Gbl Invt Fds Intl Eqty Fd II	3,177.	2,697.	0.	0.	480.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
13.382sh Artio Gbl Invt Fds Intl Eqty Fd II	155.	159.	0.	0.	<4.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	Manner Acquired	Date Acquired	Date Sold
314.9sh Invest Mgrs Series Tr Zacks Mkt Neut Fd	4,100.	4,059.	0.	0.	41.		11/02/09	03/09/10

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	Manner Acquired	Date Acquired	Date Sold
153.121sh Ivy Fd Global Nat Res Fd	2,776.	2,600.	0.	0.	176.		11/02/09	03/25/10

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	Manner Acquired	Date Acquired	Date Sold
18.587sh Royce Fd Total Return	212.	150.	0.	0.	62.		04/02/09	03/09/10

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	Manner Acquired	Date Acquired	Date Sold
45.191sh Royce Fd Total Return	516.	390.	0.	0.	126.		05/01/09	03/09/10

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
42.345sh Royce Fd Total Return	493.	390.	0.	0.	103.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
.402sh Royce Fd Total Return	5.	4.	0.	0.	1.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
43.237sh Royce Fd Total Return	493.	390.	0.	0.	103.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
39.634sh Royce Fd Total Return	452.	390.	0.	0.	62.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
.563sh Royce Fd Total Return		09/10/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
6.	5.	0.	0.
(f) Gain or Loss	1.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
292.074sh Royce Fd Total Return		11/02/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
3,333.	2,930.	0.	0.
(f) Gain or Loss	403.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
286.458sh Royce Fd Total Return		11/02/09	03/25/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
3,300.	2,873.	0.	0.
(f) Gain or Loss	427.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
93.212sh Security Equity Fd Mid Cap Value Fd		04/29/09	03/25/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
2,692.	1,950.	0.	0.
(f) Gain or Loss	742.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
10.666sh Security Equity Fd Mid Cap Value Fd		06/04/09	03/25/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	308.	244.	0.
		0.	64.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
97.458sh Sentinel Group Fds Inc Small Co Fd		04/02/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	640.	460.	0.
		0.	180.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
233.533sh Sentinel Group Fds Inc Small Co Fd		05/01/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	1,534.	1,170.	0.
		0.	364.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
222.011sh Sentinel Group Fds Inc Small Co Fd		06/01/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
(f) Gain or Loss	1,458.	1,170.	0.
		0.	288.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
222.011sh Sentinel Group Fds Inc Small Co Fd		07/01/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
1,458.	1,170.	0.	0.
(f) Gain or Loss	288.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
206.714sh Sentinel Group Fds Inc Small Co Fd		08/03/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
1,358.	1,170.	0.	0.
(f) Gain or Loss	188.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
22.839sh Sentinel Group Fds Inc Small Co Fd		11/02/09	03/09/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
150.	133.	0.	0.
(f) Gain or Loss	17.		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
5000sh ICO Inc		06/30/05	03/24/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
42,049.	62,300.	0.	0.
(f) Gain or Loss	<20,251.>		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
258sh ICO Inc		06/30/05	03/24/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
2,175.	3,215.	0.	0.
(f) Gain or Loss	<1,040.>		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
400sh ICO Inc		06/30/05	03/24/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
3,348.	4,984.	0.	0.
(f) Gain or Loss	<1,636.>		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
400sh ICO Inc		06/30/05	03/24/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
3,344.	4,984.	0.	0.
(f) Gain or Loss	<1,640.>		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
2642sh ICO Inc		06/30/05	03/24/10
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.
22,008.	32,919.	0.	0.
(f) Gain or Loss	<10,911.>		

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
200sh ICO Inc	1,664.	2,492.	0.	0.	<828.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1100sh ICO Inc	9,165.	13,706.	0.	0.	<4,541.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4400sh ICO Inc	25,696.	54,824.	0.	0.	<29,128.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5000sh ICO Inc	29,454.	62,300.	0.	0.	<32,846.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5000sh ICO Inc	29,454.	62,300.	0.	0.	<32,846.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
600sh ICO Inc	3,544.	7,476.	0.	0.	<3,932.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5000sh ICO Inc	41,845.	62,300.	0.	0.	<20,455.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2290sh ICO Inc	19,165.	28,533.	0.	0.	<9,368.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2710sh ICO Inc	22,680.	33,767.	0.	0.	<11,087.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
6000sh ICO Inc	52,163.	74,760.	0.	0.	<22,597.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10000sh ICO Inc	83,690.	83,400.	0.	0.	290.

Capital Gains Dividends from Part IV					0.
Total to Form 990-PF, Part I, line 6a					<195,033.>

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	Amount
Linsco/Private Ledger	17.
Total to Form 990-PF, Part I, line 3, Column A	17.

Form 990-PF	Dividends and Interest from Securities	Statement	3
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Linsco/Private Ledger	8,213.	0.	8,213.
Total to Fm 990-PF, Part I, ln 4	8,213.	0.	8,213.

Form 990-PF	Other Income	Statement	4
Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Class action proceeds	71.	71.	
Total to Form 990-PF, Part I, line 11	71.	71.	

Form 990-PF	Legal Fees	Statement	5	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	2,651.	0.		2,651.
To Fm 990-PF, Pg 1, ln 16a	2,651.	0.		2,651.

Form 990-PF	Accounting Fees	Statement	6	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	1,430.	0.		1,430.
To Form 990-PF, Pg 1, ln 16b	1,430.	0.		1,430.

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Excise Tax	283.	0.			0.
To Form 990-PF, Pg 1, ln 18	283.	0.			0.

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment expense	4,215.	4,215.			0.
To Form 990-PF, Pg 1, ln 23	4,215.	4,215.			0.

Form 990-PF	Corporate Stock		Statement	9
Description	Book Value	Fair Market Value		
Stock and bond mutual funds	321,064.	331,102.		
Total to Form 990-PF, Part II, line 10b	321,064.	331,102.		

Form 990-PF

Grants and Contributions
Paid During the Year

Statement 11

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
American Heart Association 7272 Greenville Ave Dallas, TX 75231	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	25.
American Institute of Cancer Research 1759 R Street NW Washington, DC 20009	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	30.
Arabia Shrine Circus PO Box 421445 Houston, TX 77242	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	650.
Austin Strickers Track Club Hutson Tillotson Univ., 900 Chicon St Austin, TX 78702	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.
Baylor College of Medicine/Heart Center One Baylor Plaza, MSBCM160 Houston, TX 77030	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	1,250.
Boystown 13628 Flanagan Blvd Boystown, NE 680107500	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	24.
Campanile Yearbook Fund-Rice University 5925 Kirby Dr, Suite E170 Houston, TX 77005	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	495.
Christus Stephlin Fd of Cancer Research 1315 St. Joseph Parkway, Suite 1818 Houston, TX 77002	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	300.

Covenant House 1111 Lovett Blvd Houston, TX 77006	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	30.
Disabled American Veterans PO Box 14301 Cincinnati, OH 45250-0301	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	57.
Executive Club of Houston 1661 Tanglewood Blvd Houston, TX 77056	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.
Feed The Children PO Box 36 Oklahoma City, OK 73101-0036	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	50.
Goodwill Industries of Houston 1906 S Shepherd Dr Houston, TX 77019	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	500.
Habitat for Humanity 121 Habitat St Americus, GA 31709-3498	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	20.
Houston Scottish Rites Masons PO Box 96807 Washington, DC 20090-6807	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	30.
M.A.D.D. PO Box 758521 Topika, KS 66675-8521	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	20.
M.D. Anderson Cancer Center 1515 Holcombe Houston, TX 77030	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	200.
MS 150 Lone Star Chapter 811 N. Stadium Dr., Suite 100 Houston, TX 77050	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.

National Law Enforcement Officers Memorial Fund PO Box 97072 Washington, DC 20090-7072	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.
Paralyzed Veterans of America 7 Mill Brook Road Wilton, NH 03086	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	15.
Rotary Distinguished Citizen Award 8582 Katy Freeway, Suite 225 Houston, TX 77024	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	1,250.
Rotary Club Lombardi Awards 09 8582 Katy Freeway, Suite 225 Houston, TX 77024	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	250.
Rotary Club of Houston Foundation 8582 Katy Freeway, Suite 225 Houston, TX 77024	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	400.
Second Baptist School Fund P.O. Box 1414 Houston, TX 77251	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	500.
Shriner's Burn Hospital 815 Market St Galveston, TX 77550	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	1,300.
Shriner's Hospital for Children 815 Market St Galveston, TX 77550	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	50.
St Luke's Episcopal Hospital P.O. Box 20269 Houston, TX 772250269	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.
Star of Hope P.O. Box 1505 Houston, TX 77251	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	300.

Supreme Council 33 Degree Masons 1733 16thSt N.W. Washington, DC 20009-3103	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	30.
Texas Childrens Hospital P.O. Box 300630 MC 4-4483 Houston, TX 772300630	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	250.
The Salvation Army 1500 Austin St Houston, TX 77002	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	175.
U.S. Olympic Committee PO Box 7010 Albert Lea, MN 56007-8010	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	50.
University of Texas Graduate School P.O. Box 20334 Houston, TX 772250334	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	500.
University of Texas Health Science Center 7000 Fannin, Suite 1200 Houston, TX 77030	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.
Women of Rotary of Houston 11730 Spriggs Way Houston, TX 77024	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	100.
World Wildlife Fund 1250 24th St N.W. Washington , DC 20037	None Nonspecific, in furtherance of org's goals	Tax exempt organizati	16.

Total to Form 990-PF, Part XV, line 3a

9,467.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

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

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

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

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

Type or print	Name of Exempt Organization The Blackwell Foundation	Employer identification number 76-0610529
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 5606 Cavanaugh	
	City, town or post office, state, and ZIP code For a foreign address, see instructions Houston, TX 77021	

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 |

L.D. Blackwell

- The books are in the care of ▶ **5606 Cavanaugh - Houston, TX 77021**
Telephone No ▶ **713 643 6577** 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 **January 15, 2011**, 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 **JUN 1, 2009**, and ending **MAY 31, 2010**

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	0.
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	\$	0.
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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)