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# Form 990-PF

#### 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 9/01 8/31 2010 For calendar year 2009, or tax year beginning , 2009, and ending G Check all that apply. Initial Return of a former public charity Initial return Final return X Address change Amended return Name change Employer identification number Use the THE JIM TOM AND CONNIE BELLE BUTLER IRS label. 20-3463853 Otherwise, CHARITABLE FOUNDATION, INC. Telephone number (see the instructions) print 981 HWY 98 EAST STE 3197 870-935-1091 or type. DESTIN, FL 32541-2525 See Specific If exemption application is pending, check here Instructions 1 Foreign organizations, check here Н Check type of organization Section 501(c)(3) exempt private foundation 2 Foreign organizations meeting the 85% test, check here and attach computation Section 4947(a)(1) nonexempt charitable trust X Other taxable private foundation If private foundation status was terminated Ε Fair market value of all assets at end of year J Accounting method X Cash under section 507(b)(1)(A), check here (from Part II, column (c), line 16) Other (specify) If the foundation is in a 60-month termination (Part I, column (d) must be on cash basis ) under section 507(b)(1)(B), check here 1,325,432 Part | Analysis of Revenue and (a) Revenue and (b) Net investment (c) Adjusted net (d) Disbursements Expenses (The total of amounts in expenses per books income income for charitable columns (b), (c), and (d) may not neces-sarily equal the amounts in column (a) purposes (cash basis only) (see the instructions).) Contributions, gifts, grants, etc, received (att sch) 2 Ck ► X if the foundn is **not** req to att Sch B Interest on savings and temporary 1,219 ,219 ,219 cash investments 340 7,340 Dividends and interest from securities 340 5a Gross rents b Net rental income or (loss) 41,272 6a Net gain/(loss) from sale of assets not on line 10 **b** Gross sales price for all assets on line 6a 570,110. 41,272 Capital gain net income (from Part IV, line 2) 10,563 8 Net short-term capital gain 9 Income modifications 10 a Gross sales less returns and allowances c Gross profit/(loss) (att sch) 11 Other income (attach schedule) SEE STATEMENT 1 -29,16449,831 19,122 Total. Add lines 1 through 11 20,667 13 Compensation of officers, directors, trustees, etc.
14 Office suppleyer salaries and wages.
15 Pension plans, amplioyee benefits. 16.a Alegal fees (attach schedible)

b Accounting fees (attach sche)

c Other prof fees (attach sche) 1,525 SEE ST 2 N es Catach, screeding (see insti-STRATIVE SEE STM 3 120 Depreciation (atta 19 20 Occupancy 21 Travel, conferences, and meetings Printing and publications 22 EXPENSES 23 Other expenses (attach schedule) 8,815 8,815 SEE STATEMENT 4 8,815 Total operating and administrative 10,460 8,815 8,815 expenses. Add lines 13 through 23 107,950 107,950 25 Contributions, gifts, grants paid PART XV Total expenses and disbursements. 8,815 8,815 107,950 Add lines 24 and 25 118,410 Subtract line 26 from line 12: a Excess of revenue over expenses -97,743 and disbursements 41,016. b Net investment income (if negative, enter 0) 10,307. C Adjusted net income (if negative, enter 0)

Part	11	Balance Sheets	Attached schedules and amounts in the description column should be for end of year amounts only	Beginning of year	E	end of	year
· care	<u> </u>	Dalance Sileets	(See instructions )	(a) Book Value	(b) Book Value	•	(c) Fair Market Value
	1	Cash - non-interest-	bearing .			1.	
	2	Savings and tempora	ary cash investments	41,856.	126,5	61.	126,561.
	3	Accounts receivable	<b>-</b>			- 1	
		Less. allowance for o	doubtful accounts				
	4	Pledges receivable	<u></u>				
	_	Less. allowance for o	doubtful accounts				<del></del>
	5	Grants receivable		_	<del>-</del>		
	6	disqualified persons (attac	ers, directors, trustees, and other ch schedule) (see the instructions)				
۸	7	Other notes and loans rece	`				
ŝ		Less, allowance for o					
S	8	Inventories for sale of					
A S S E T S	9	Prepaid expenses ar	•		····		
S	10 a	Investments – US obligations (attach si	and state government chedule)	622,289.	475,6	42.	487,998.
	ŧ	Investments — corporate :	stock (attach schedule)	517,035.	532,8		526,789.
	٥	: Investments — corporate l	bonds (attach schedule)				
	11	Investments - land, equipment, basis	buildings, and				
		Less: accumulated deprecal (attach schedule)	ation $lacksquare$				
	12	Investments - morto	gage loans				
	13	Investments - other	(attach schedule)	215,466.	184,8	37.	184,084.
	14	Land, buildings, and	equipment basis				
		Less. accumulated deprec (attach schedule)	nation •				
	15 16		be b	1,396,646.	1,319,8	63.	1,325,432.
L	17	Accounts payable ar			_, -, -		<del></del>
Ĭ	18	Grants payable					
A B	19	Deferred revenue				$\Box$	
ŀ	20	Loans from officers, direct	tors, trustees, & other disqualified persons				
Ĩ	21	Mortgages and other notes	s payable (attach schedule)				
Ţ	22	Other liabilities (descri	be •)				
E S	23	Total liabilities (add	lines 17 through 22)	0.		0.	
	۵	Foundations that fol	low SFAS 117, check here ► X			<u> </u>	
NF	24	Unrestricted	24 through 26 and lines 30 and 31.	1,396,646.	1,319,8	<u>63</u> .	
N F E U T N	25	Temporarily restricte	ed				
D	26	Permanently restrict					
A B A L A		Foundations that do and complete lines 2	not follow SFAS 117, check here PT 27 through 31.				
E L	27	Capital stock, trust of	orincipal, or current funds				
SW	28		, or land, building, and equipment fund			$\neg \neg$	
O E	29	•	ulated income, endowment, or other funds.				
RS	30	Total net assets or f	und balances (see the instructions)	1,396,646.	1,319,8	63.	
	31	Total liabilities and I	net assets/fund balances )	1,396,646.	1,319,8	63.	
Parl	111		iges in Net Assets or Fund Balanc				
	Tota	I net assets or fund ba	alances at beginning of year - Part II, colui		ee with	_	1,396,646.
2		or-year figure reported r amount from Part I,	d on prior year's return) line 27a			2	-97,743.
2 3		r amount from Part I, increases not included in li		5		3	20,960.
4		lines 1, 2, and 3	TO E (MONIEC) - DEL STATEMENT			4	1,319,863.
5		ases not included in line 2 (	(itemize)			5	1,010,000.
_		· ·	alances at end of year (line 4 minus line 5)	- Part II, column (b). lin	e 30	6	1,319,863.
				\ \frac{1}{2}			

If (loss), a Net short-term capital gain or (loss) as defined in sections 1222(5).  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  Part V   Qualification Under Section 4940(e) for Reduction of section 4940(d)(2) applies, leave this part blank.  Was the foundation liable for the section 4942 tax on the distributable as	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	31/69 column (i) (j), if any		(h) Gain or (e) plus (f) m (l) Gains (Coligain minus column (lan -0-) or Losses (fi	umus (g)  umn (h) k), but not less
c d e (e) Gross sales price (f) Depreciation allowed (or allowable)  a b c d e Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e 2 Capital gain net income or (net capital loss)  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank.  Vas the foundation liable for the section 4942 tax on the distributable as	lso enter in Part I, line 7 enter -0- in Part I, line 7 and (6):  s). If (loss), enter -0-ced Tax on Net Inv	31/69 column (i) (j), if any	thể	(e) plus (f) m	umn (h) k), but not less rom column (h))
c d e (e) Gross sales price (f) Depreciation allowed (or allowable)  a b c d e Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e 2 Capital gain net income or (net capital loss)  If gain, al if (loss), as defined in sections 1222(5) if gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  l'art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section section 4940(d)(2) applies, leave this part blank.	lso enter in Part I, line 7 enter -0- in Part I, line 7 and (6):  s). If (loss), enter -0-ced Tax on Net Inv	31/69 column (i) (j), if any	thể	(e) plus (f) m	umn (h) k), but not less rom column (h))
d e (e) Gross sales price (f) Depreciation allowed (or allowable)  a b c d e Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e  2 Capital gain net income or (net capital loss) If gain, all if (loss), of the section sin Part I, line 8, column (c) (see the instructions in Part I, line 8  art V Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank. as the foundation liable for the section 4942 tax on the distributable as	lso enter in Part I, line 7 enter -0- in Part I, line 7 and (6):  s). If (loss), enter -0-ced Tax on Net Inv	31/69 column (i) (j), if any	thể	(e) plus (f) m	umn (h) k), but not less rom column (h))
(e) Gross sales price  (f) Depreciation allowed (or allowable)  a  b  c  d  e  Complete only for assets showing gain in column (h) and owned b  (i) Fair Market Value as of 12/31/69  a  b  c  d  e  2 Capital gain net income or (net capital loss)  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  Fart V Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	lso enter in Part I, line 7 enter -0- in Part I, line 7 and (6):  s). If (loss), enter -0-ced Tax on Net Inv	31/69 column (i) (j), if any	thể	(e) plus (f) m	umn (h) k), but not less rom column (h))
(e) Gross sales price  (f) Depreciation allowed (or allowable)  b c d e  Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e  2 Capital gain net income or (net capital loss)  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  Part V   Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank.  Past the foundation liable for the section 4942 tax on the distributable as	lso enter in Part I, line 7 enter -0- in Part I, line 7 and (6):  s). If (loss), enter -0-ced Tax on Net Inv	31/69 column (i) (j), if any	thể	(e) plus (f) m	umn (h) k), but not less rom column (h))
c d e Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e  2 Capital gain net income or (net capital loss)  If gain, all if (loss), a defined in sections 1222(5). If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section section 4940(d)(2) applies, leave this part blank.	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
c d e Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e  2 Capital gain net income or (net capital loss)  3 Net short-term capital gain or (loss) as defined in sections 1222(5) if gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank. as the foundation liable for the section 4942 tax on the distributable as	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
c d e Complete only for assets showing gain in column (h) and owned b (i) Fair Market Value as of 12/31/69  a b c d e  2 Capital gain net income or (net capital loss)  3 Net short-term capital gain or (loss) as defined in sections 1222(5) If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8 art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section section 4940(d)(2) applies, leave this part blank. as the foundation liable for the section 4942 tax on the distributable as	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
Complete only for assets showing gain in column (h) and owned be (i) Fair Market Value as of 12/31/69 (j) Adjusted basis as of 12/31/69  a b c d e  Capital gain net income or (net capital loss) If gain, all if (loss), as defined in sections 1222(5). If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8.  art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank.	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
Complete only for assets showing gain in column (h) and owned b  (i) Fair Market Value as of 12/31/69  a  b  c  d  e  2 Capital gain net income or (net capital loss) — If gain, all if (loss), or in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
(i) Fair Market Value as of 12/31/69  a b c d e Capital gain net income or (net capital loss)  If gain, al f (loss), a fi	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
(i) Fair Market Value as of 12/31/69  a b c d e 2 Capital gain net income or (net capital loss) — If gain, al if (loss), a if gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V Qualification Under Section 4940(e) for Reduction 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	(k) Excess of cover column (and column (b))  Iso enter in Part I, line 7 (and (6))  and (6):  s). If (loss), enter -0-  ced Tax on Net Inv	column (i) (j), if any	thể	jain minus column (l	k), but not less rom column (h))
d e  2 Capital gain net income or (net capital loss)  If gain, al if (loss), a 3 Net short-term capital gain or (loss) as defined in sections 1222(5).  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8.  art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	enter -0- in Part I, line 7 ) and (6): s). If (loss), enter -0- ced Tax on Net Inv	, <u> </u>			41,27
c d e  2 Capital gain net income or (net capital loss)  3 Net short-term capital gain or (loss) as defined in sections 1222(5).  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8.  art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	enter -0- in Part I, line 7 ) and (6): s). If (loss), enter -0- ced Tax on Net Inv	, <u> </u>			41,27
d e  2 Capital gain net income or (net capital loss)  3 Net short-term capital gain or (loss) as defined in sections 1222(5)  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	enter -0- in Part I, line 7 ) and (6): s). If (loss), enter -0- ced Tax on Net Inv	, <u> </u>			41,27
Capital gain net income or (net capital loss)  If gain, all if (loss), or if gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  Cart V Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank.  Cast the foundation liable for the section 4942 tax on the distributable and section 4940 (d) (2) applies.	enter -0- in Part I, line 7 ) and (6): s). If (loss), enter -0- ced Tax on Net Inv	, <u> </u>			41,27
2 Capital gain net income or (net capital loss)  If gain, all If (loss), a lif gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8 line	enter -0- in Part I, line 7 ) and (6): s). If (loss), enter -0- ced Tax on Net Inv	, <u> </u>			41,27
If (loss), as Net short-term capital gain or (loss) as defined in sections 1222(5).  If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8.  Part V Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank.  The section 4940(d)(2) applies to the section 4942 tax on the distributable as the foundation liable for the section 4942 tax on the distributable as	enter -0- in Part I, line 7 ) and (6): s). If (loss), enter -0- ced Tax on Net Inv	, <u> </u>		-	41,27
If gain, also enter in Part I, line 8, column (c) (see the instructions in Part I, line 8  art V   Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section section 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable and the section 4942 tax.	s). If (loss), enter -0- ced Tax on Net Inv	<u>}</u>	٦		
in Part I, line 8  art V Qualification Under Section 4940(e) for Reductor optional use by domestic private foundations subject to the section section 4940(d)(2) applies, leave this part blank.  as the foundation liable for the section 4942 tax on the distributable as	ced Tax on Net Inv	<u>}</u>	١		
or optional use by domestic private foundations subject to the section ection 4940(d)(2) applies, leave this part blank.					10,56
section 4940(d)(2) applies, leave this part blank.	4940(a) tax on net inve			N/A	
Yes, the foundation does not qualify under section 4940(e) Do not contact the appropriate amount in each column for each year; see the	omplete this part		ıes	Yes	∐ No
(a)  Base period years Calendar year (or tax year beginning in)  (b)  Adjusted qualifying distributions	(c)	ue of		(d) Distribution umn (b) divided	
2008		·	1		
2007	<del></del>				
2006		<u></u>	1		
2005			<del>                                     </del>		
2004		· <del></del> -			
2004		·	-i	1	
2 Total of line 1, column (d)			2		
<ul> <li>Average distribution ratio for the 5-year base period – divide the triumber of years the foundation has been in existence if less than</li> </ul>	total on line 2 by 5, or by	y the	3		
. T			4		
	companies				
5 Multiply line 4 by line 3	5				
6 Enter 1% of net investment income (1% of Part I, line 27b)			6		<del></del>
			7		
6 Enter 1% of net investment income (1% of Part I, line 27b)	// line 1b, and complete	that part using	7	ay rate. See the	

Form 990-PF (2009) THE JIM TOM AND CONNIE BELLE BUTLER 20-34638		Pa	age <b>4</b>
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see the instr	uctions)		
1 a Exempt operating foundations described in section 4940(d)(2), check here			
Date of ruling or determination letter(attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V,		8	<u> 20.</u>
check here ▶and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			_
foundations only Others enter -0-)			<u>0.</u>
3 Add lines 1 and 2		8	<u> 20.</u>
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		8	<u> 20.</u>
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009  6a  6b			
b Exempt foreign organizations — tax withheld at source  c Tax paid with application for extension of time to file (Form 8868)  6c			
c Tax paid with application for extension of time to file (Form 8868)  d Backup withholding erroneously withheld  6d			
			0
7 Total credits and payments. Add lines 6a through 6d  9 Enter any parelty for yield and payment of advanced by Charles have Visit Form 2000 in attached.			0.
8 Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached  8 Tax due if the total of lines 5 and 8 is more than line 7 and 8 is more than line 7.		ō	20
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			<u> 20.</u>
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  11 Enter the amount of line 10 to be: Credited to 2010 estimated tax    Refunded   I1			
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?	1a	163	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	16	ļ	<u>x</u>
If the answer is 'Yes' to <b>1a</b> or <b>1b,</b> attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file Form 1120-POL for this year?	1 c	Ī	Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1) On the foundation \$\ \ \\$ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	<u>0.</u>	ı	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ►\$ 0.		1	
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	İ	Х
If 'Yes,' attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	ı	Х
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	$\neg \neg$	X
<b>b</b> if 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?	4b	N	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.		1	
By language in the governing instrument, or			
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	х	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	$\frac{\hat{x}}{x}$	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions)	-		
FL			
<b>b</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 <i>General Instruction G? If 'No,' attach explanation</i>	86	Х	
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	)   9		Х
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names			
and addresses.  BAA	10	0.05	X X
	Form <b>99</b>	V-FF (	(といいろ)

Forn	990-PF (2009) THE JIM TOM AND CONNIE BELLE BUTLER	20-	346385	3	Р	age <b>5</b>
	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		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption.  Website address  N/A	application	on?	13	Χ	
14	The books are in care of ► STAFFORD & ASSOCIATES, LTD Telephone			35-1	91	 
15	Located at ► 1120 WINDOVER JONESBORO AR ZIP + 4 ► Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	724		N/A	<u>-</u>	
-	and enter the amount of tax-exempt interest received or accrued during the year	•	15			N/A
Par	t 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
18	a 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?	Yes	XNo			
			11,110			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	XNo			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X 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)?	Yes	XNo			
	(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.)	Yes	XNo			
l	o If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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 the instruction	ns)?		16	N	/A
	Organizations relying on a current notice regarding disaster assistance check here	•	▶ ∐			
(	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		х
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)).					
i	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?	Yes	XNo			
	If 'Yes,' list the years 20, 20, 20					
ı	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a <b>all</b> years listed, answer 'No' and attach statement — see the instructions.)			2ь	N	ľΑ
	to the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years he	re.				
	► 20, 20, 20					
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	X No			
1	b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)			3b	_N	/A
4:	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		Х
	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		х
BAA			F	orm 99	0-PF	(2009)

Form 990-PF (2009) THE JIM TOM AND CO			20-346	3853	Page 6
Part VII-B   Statements Regarding Activiti	es for Which Forn	n 4720 May Be Req	uired (continued)		
5a During the year did the foundation pay or incur	-				
(1) Carry on propaganda, or otherwise attempt	•		Yes X	No	
(2) Influence the outcome of any specific publi on, directly or indirectly, any voter registrat	c election (see section tion drive?.	4955), or to carry	Yes X		
(3) Provide a grant to an individual for travel, s	•	·	Yes X	No	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section 4			Yes X	No	
(5) Provide for any purpose other than religiou educational purposes, or for the prevention	s, charitable, scientific of cruelty to children of	, literary, or or animals?	Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53.4945 or in (see instructions)?	ne transactions fail to quality a current notice regard	ualify under the exception ing disaster assistance	ons	5b	N/A
Organizations relying on a current notice regard	ding disaster assistanc	e check here	▶ 🗌		
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure respons If 'Yes,' attach the statement required by Regu	ibility for the grant?		N/A Yes	No	
6a Did the foundation, during the year, receive an on a personal benefit contract?	y funds, directly or indi	rectly, to pay premiums	Yes X	No	
<b>b</b> Did the foundation, during the year, pay premit <i>If 'Yes' to 6b, file Form 8870.</i>	ums, directly or indirect	lly, on a personal benefit	t contract?	6Ь	X
7a At any time during the tax year, was the found	ation a party to a prohil	bited tax shelter transac	tion? Yes X	No	
<b>b</b> If yes, did the foundation receive any proceeds				7b	N/A
Part VIII Information About Officers, D	irectors, Trustees	, Foundation Mana	igers, Highly Paid	Employee	es,
and Contractors  1 List all officers, directors, trustees, foundation	managers and their co	mnensation (see instru	ctions)		
List all officers, directors, trustees, foundation	(b) Title and average		(d) Contributions to	(e) Expens	e account.
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation	other all	
JIM TOM BUTLER	PRESIDENT	0.	0.		0.
1100 HWY98E GRAND MARINER	0				
DESTIN, FL 32541					
CONNIE BUTLER	SECRETARY	0.	0.		0 .
1100 HWY98E GRAND MARINER DESTIN, FL 32541	0		- 91-2		
2 Compensation of five highest-paid employees	(other than these incl	udad on line 1— see inst	ructions) If none ente	'NONE'	
(a) Name and address of each employee	(b) Title and average	(c) Compensation	(d) Contributions to	(e) Expens	e account
paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation		owances
NONE					
Total number of other employees paid over \$50,000	TEE 403061	07/06/00	<u> </u>		0 0-PF (2009

# Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount All other program-related investments. See instructions.

BAA

Total. Add lines 1 through 3

Form 990-PF (2009)

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 1,363,105. b Average of monthly cash balances 1 b 23,507 c Fair market value of all other assets (see instructions) 1 c d Total (add lines 1a, b, and c) 1 d 386,612 e Reduction claimed for blockage or other factors reported on lines 1a and 1c 0. (attach detailed explanation) 1 e Acquisition indebtedness applicable to line 1 assets n Subtract line 2 from line 1d 3 386 612 Cash deemed held for charitable activities Enter 1-1/2% of line 3 20,799 (for greater amount, see instructions) Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 365,813 Minimum investment return. Enter 5% of line 5 6 68,291 Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations Part XI and do not complete this part.) and certain foreign organizations check here 68,291 1 Minimum investment return from Part X, line 6 1 820 2a Tax on investment income for 2009 from Part VI, line 5 b Income tax for 2009 (This does not include the tax from Part VI.) 2b 820 67 3 471 3 Distributable amount before adjustments. Subtract line 2c from line 1 4 Recoveries of amounts treated as qualifying distributions 4 471 67, Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 6 7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 67 471 Part XII | Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes. 107,950 a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 1 a **b** Program-related investments — total from Part IX-B 1 b 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes 2 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) 3a 3Ь **b** Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 107. 950 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) 5 107, 950. Adjusted qualifying distributions. Subtract line 5 from line 4 6

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.

BAA

Form 990-PF (2009)

# Part XIII Undistributed Income (see instructions)

	(a) Corpus	<b>(b)</b> Years prior to 2008	<b>(c)</b> 2008	<b>(d)</b> 2009
Distributable amount for 2009 from Part XI, line 7				67,471.
2 Undistributed income, if any, as of the end of 2009	· · · · · · · · · · · · · · · · · · ·			man o ma o la
a Enter amount for 2008 only			0.	
<b>b</b> Total for prior years 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
<b>b</b> From 2005 3, 455.				
c From 2006 53, 024.				
d From 2007 32, 472.				
e From 2008 35,855.	124 006			
f Total of lines 3a through e	124,806.			<del></del>
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 107,950.				
			0.	
a Applied to 2008, but not more than line 2a			0.1	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.	·	<del></del>
<ul> <li>Treated as distributions out of corpus (Election required — see instructions)</li> </ul>	0.			
d Applied to 2009 distributable amount				67,471.
e Remaining amount distributed out of corpus	40,479.			
5 Excess distributions carryover applied to 2009.	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a) )				
.,,				
6 Enter the net total of each column as				
indicated below:	165,285.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	165,265.		1/-1	
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut-				
ed income for which a notice of deficiency has been issued, or on which the section				
4942(a) tax has been previously assessed		0.		<del>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</del>
d Subtract line 6c from line 6b. Taxable		,		
amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from			0.	
line 2a Taxable amount — see instructions			<u> </u>	
f Undistributed income for 2009 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2010.				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not				
applied on line 5 or line 7 (see instructions)	_0.			,, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	165,285.		-	
10 Analysis of line 9				
a Excess from 2005 3, 455.	-{		<b>‡</b>	
<b>b</b> Excess from 2006 53, 024.	4	<b>!</b>	Į.	
c Excess from 2007 32, 472.				
d Excess from 2008 35, 855.				
e Excess from 2009 40, 479.	<u> </u>	I	<u> </u>	L

Form 990-PF (2009) THE JIM TOM AND	CONNIE BELLE	BUTLER		20-3463853		
Part XIV   Private Operating Foundations (see instructions and Part VII-A, question 9)  N/A						
1a'lf 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>b</b> Check box to indicate whether the foundation		rating foundation de T		4942(j)(3) or	4942(j)(5)	
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year	(h) 2000	Prior 3 years	(4) 2006	(a) Tatal	
investment return from Part X for each year listed	(a) 2009	<b>(b)</b> 2008	(c) 2007	(d) 2006	(e) Total	
<b>b</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						
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c</li> </ul>						
3 Complete 3a, b, or c for the alternative test relied upon	<u>.</u>					
a 'Assets' alternative test — enter.						
(1) Value of all assets				<del> </del>		
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					<del></del>	
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				<u></u>		
c 'Support' alternative test — enter.						
<ol> <li>Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)</li> </ol>						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)				1		
(3) Largest amount of support from an exempt organization						
(4) Gross investment income				<u></u>	·	
Part XV   Supplementary Information assets at any time during t	ո (Complete this he year –- see i	s part only if the nstructions.)	e organization l	nad \$5,000 or mo	ore in	
Information Regarding Foundation Managa List any managers of the foundation who close of any tax year (but only if they hav NONE	gers: have contributed mo e contributed more	ore than 2% of the than \$5,000). (See	total contributions re section 507(d)(2))	ceived by the founda	tion before the	
<b>b</b> List any managers of the foundation who a partnership or other entity) of which the NONE	own 10% or more o foundation has a 10	f the stock of a corp 0% or greater intere	ooration (or an equa est	lly large portion of the	e ownership of	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:  Check here X 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 numb	er of the person to	whom applications	should be addressed	d.		
<b>b</b> The form in which applications should be	submitted and infor	mation and materia	ls they should includ	de.		
c Any submission deadlines					<u> </u>	
d Any restrictions or limitations on awards,	such as by geograp	hical areas, charita	ble fields, kinds of i	nstitutions, or other fa	actors.	

3	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	Purpose of grant or contribution	Amount			
	Name and address (home or business)	substantial contributor	recipient		<u></u>			
а	Paid during the year				1			
SEE	STATEMENT 7							
	•							
			ļ					
			1					
		1						
			ļ					
			1					
				1				
					İ			
			1					
				Ì				
	Total			▶ 3:	107,950.			
Ŀ	Approved for future payment							
			1					
				1				
				1				
					1			
		1			1			
				1				
		1		1				
		1						
					1			
	Total			▶ 3	b			

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income	Excluded by	section 512, 513, or 514	
Program service revenue.	(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion code	<b>(d)</b> Amount	(e) Related or exempt function income (see the instructions)
a	<del> </del>	<del>_</del>	<b></b>	<del></del>	
b	<b>-</b>				·
c		<del></del>	-	<del></del>	
d	<del> </del>	<u> </u>		<del></del>	
e	<del>                                     </del>		+		
	+		<del>                                     </del>		<del></del>
g Fees and contracts from government agencies	<b>—</b>				<del></del>
2 Membership dues and assessments	<del>                                     </del>		<del>                                     </del>		
3 Interest on savings and temporary cash investments	<del></del>		+		1,219.
4 Dividends and interest from securities	ļ		<del>                                     </del>		7,340.
5 Net rental income or (loss) from real estate:	<b></b>	<del></del>	+ +-		
a Debt-financed property	<del>                                     </del>		1		
<b>b</b> Not debt-financed property			<del> </del>	<del></del>	<del></del>
6 Net rental income or (loss) from personal property					
7 Other investment income			<del>                                     </del>		
8 Gain or (loss) from sales of assets other than inventory	<b>-</b>		1		41,272.
9 Net income or (loss) from special events	ļ		<del>                                     </del>		
10 Gross profit or (loss) from sales of inventory	ļļ				
11 Other revenue:		····	+ +		
a FEDERAL TAX REFUND	<del>-  </del>		+		215.
b GLOBAL MACRO TRUST K-1	ļ <u>-</u>	<u>.                                    </u>			-10,967.
c MAN-AHL DIVERSIFIED-K-1	ļ		<del>                                     </del>		-18,412.
d			-		
e	-				
12 Subtotal Add columns (b), (d), and (e)					20,667.
13 Total. Add line 12, columns (b), (d), and (e)				13	20,667.
(See worksheet in the instructions for line 13 to verify ca	lculations )				

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

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

# | Form 990-PF (2009) THE JIM TOM AND CONNIE BELLE BUTLER 20-3463853 | Part XVII | Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

								Yes	No
descr	ne organization directly or ribed in section 501(c) o ng to political organizati	f the Code (ot	ngage in any of the following her than section 501(c)(3) org	with any ganizatio	other organization ns) or in section 5.	1 27,		163	NO
			a noncharitable exempt orgai	nization	of.				
(1) Cash							1a (1)	1	х
(2) Other assets							1a (2)		X
<b>b</b> Other	transactions.								
<b>(1)</b> S	sales of assets to a none	charitable exe	mpt organization				16(1)		Х
(2) Purchases of assets from a noncharitable exempt organization							1 b (2)		Х
(3) F	Rental of facilities, equip	ment, or other	assets.				1 b (3)		Х
<b>(4)</b> F	Reimbursement arranger	ments					1 b (4)		Х
(5) L	oans or loan guarantees	s					1 b (5)		Х
(6) F	erformance of services	or membersh	p or fundraising solicitations				1 b (6)		X
<b>c</b> Shari	ng of facilities, equipme	ent, mailing list	is, other assets, or paid empl	loyees			1 c		Х
d If the	answer to any of the at	bove is 'Yes,'	complete the following sched	ule Colu	ım <b>n (b)</b> should alw	ays show the far	r market value	of	
any t	oods, otner assets, or s ransaction or sharing ar	ervices given rangement, st	by the reporting foundation. I now in column <b>(d)</b> the value o	if the fou of the god	indation received i ods, other assets,	ess than tair ma or services rece	rket value in ived.		
a) Line no	(b) Amount involved		of noncharitable exempt organization		(d) Description of tra			gement	<u> </u>
/A		1				,,		9	<u> </u>
			<u> </u>						
			* *****						
			<del></del>						
		<b>1</b>							
	<u> </u>								
2a Is the descr	e foundation directly or in tibed in section 501(c) o	ndirectly affilia if the Code (ot	ited with, or related to, one o her than section 501(c)(3)) or	r more to	ax-exempt organiz on 527?	ations	Yes	x X	No
<b>b</b> If 'Ye	s,' complete the following		. , .		<del> ,</del>				
/3	(a) Name of organization	on	<b>(b)</b> Type of organiza	ition		c) Description o	f relationship		
<u>/A</u>									
							<del></del>		
	<del></del>				<del></del> -				
11-4			han and de constant a della					<del></del>	
complete	Declaration of preparer (other t	ave examined this re than taxpayer or fi	turn, including accompanying schedules duciary) is based on all information of	which prep	ents, and to the best of my arer has any knowledge	Knowledge and belief	it is true, correct, a	nd	
/	) · ·	0 21							
	course	tud			1-10-11	► Direct	DY.		
Sign	ature of officer or trustee				Date	Title			
	(UL)	140064	a Chastain		Date	Ob a star of	Preparer's Identify		
Paid	Preparer's signature	JUL ETTA C	HASTAIN, CPA		1-10-11	Check if self	(See Signature in N/A	ine inst	.rs)
Pre- parer's	Firm's name (or J W		& ASSOCIATES LTD.		1 10011	employed ► N/A			
Use	vouse if colf ' >	BOX 1514			<del> </del>	EIN - IV/E			
Only			72403-1514	<del></del>		Phone no	(870) 935	_100	31
4.A	Lair code 0014Di					Phone no	(870) 935 Form <b>9</b> 9		
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# **FEDERAL STATEMENTS**

PAGE 1

THE JIM TOM AND CONNIE BELLE BUTLER CHARITABLE FOUNDATION, INC.

20-3463853

STATEMENT 1		
FORM 990-PF, PART I,	LINE	11
OTHER INCOME		

		(A) REVENUE PER BOOKS		ADJUSTED NET INCOME
FEDERAL TAX REFUND GLOBAL MACRO TRUST K-1 MAN-AHL DIVERSIFIED-K-1	\$ TOTAL \$	215. -10,967. -18,412. -29.164.	<u> </u>	.\$ 0.

#### STATEMENT 2 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STAFFORD & ASSOCIATES, LTD	TOTAL \$ 1,525. \$ 1,525.	\$ 0.	\$ 0.	\$ 0.

#### STATEMENT 3 FORM 990-PF, PART I, LINE 18 TAXES

		(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FLORIDA FOREIGN TAXES PAID FORM 990 PF		\$ 61. 42. 17.			
	TOTAL	\$ 120.	\$ 0.	\$ 0.	\$ 0.

#### STATEMENT 4 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES

		(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOND AMORZIATION STEPHENS INC-MANAGEMENT FEES	TOTAL	\$ 24. 8,791. \$ 8,815.	\$ 24. 8,791. \$ 8,815.	\$ 24. 8,791. \$ 8,815.	\$ 0.

# FEDERAL STATEMENTS

THE JIM TOM AND CONNIE BELLE BUTLER CHARITABLE FOUNDATION, INC.

20-3463853

PAGE 2

STATEMENT 5 FORM 990-PF, PART III, LINE 3 OTHER INCREASES

TAX EXEMPT INCOME

TOTAL \$ 20,960.

#### STATEMENT 6 FORM 990-PF, PART IV, LINE 1 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

				(B)	HOW	(C) DATE	(D) DATE
·		CRIPTION				ACOUIRED	SOLD
							12/02/2009
				PURC	HASED	3/28/2007	12/18/2009
		<b>1</b> S		PURC	HASED	2/06/2008	12/02/2009
						5/09/2007	4/01/2010
						4/02/2009	
						12/02/2009	1/25/2010
				PURC	HASED	4/30/2009	12/02/2009
260 SHS JO	HNSON CONTR	ROLS		PURC	HASED	4/30/2009	12/02/2009
1220 SHS L	INEAR TECH			PURC	HASED	11/02/2009	4/28/2010
LOUISIANA	LOC GOVT			PURC	HASED	5/09/2007	5/03/2010
				PURC	HASED	1/09/2007	1/04/2010
490 SHS NU	COR CORP			PURC	HASED	8/13/2009	6/01/2010
1050 SHS 0	RACLE CORP			PURC:	HASED	11/07/2007	12/18/2009
180 SHS OR	ACLE CORP			PURC:	HASED		
275 SHS PR	AXAIR INC			PURC	HASED	10/31/2006	11/02/2009
139 SHS PR	OCTER & GAM	MBLE CO		PURC:	HASED	10/31/2006	12/02/2009
345 SHS QU	ALCOMM INC			PURC:	HASED	6/13/2007	4/28/2010
326 SHS QU	ALCOMM INC			PURC:	HASED	8/09/2007	4/28/2010
29 SHS QŪA	LCOMM INC			PURC:	HASED		
592 SHS ST	APLES INC						
440 SHS ST	APLES INC			PURC	HASED		
		)					
372 SHS TD	AMERITRADE	HOLDING					
240 SHS TE	VA PHARMACE	EUTICALS					
250 SHS TR	ANSOCEAN LT	ľD		PURC	HASED	4/02/2009	3/02/2010
				PURC	HASED		
	225 SHS CV 680 SHS CV 140 SHS CI EAU CLAIRE 440 SHS ECO 300 SHS FPL 320 SHS IN 260 SHS JO 1220 SHS I LOUISIANA NEW YORK C 490 SHS NU 1050 SHS OR 275 SHS PR 139 SHS OR 275 SHS PR 345 SHS QU 326 SHS QU 326 SHS QU 326 SHS QU 327 SHS TD 1660 SHS T 240 SHS T 240 SHS T 240 SHS T 250 SHS T	4000 SHS ACTIVISION 225 SHS CVS/CAREMARK 680 SHS CVS/CAREMARK 140 SHS CITRIX SYSTEM EAU CLAIRE WIS REF 440 SHS ECOLAB INC 50 SHS ECOLAB INC 300 SHS FPL GROUP 40 SHS FPL GROUP 320 SHS INTEL CORP 260 SHS JOHNSON CONTF 1220 SHS LINEAR TECH LOUISIANA LOC GOVT NEW YORK CITY GEN OB 490 SHS NUCOR CORP 1050 SHS ORACLE CORP 1050 SHS ORACLE CORP 175 SHS ORACLE CORP 275 SHS PRAXAIR INC 139 SHS PROCTER & GAN 345 SHS QUALCOMM INC 139 SHS QUALCOMM INC 592 SHS STAPLES INC 440 SHS STAPLES INC 592 SHS STAPLES INC 592 SHS STAPLES INC 592 SHS TD AMERITRAD 1660 SHS TD AMERITRAD	225 SHS CVS/CAREMARK 680 SHS CVS/CAREMARK 140 SHS CITRIX SYSTEMS EAU CLAIRE WIS REF 440 SHS ECOLAB INC 50 SHS ECOLAB INC 300 SHS FPL GROUP 40 SHS FPL GROUP 320 SHS INTEL CORP 260 SHS JOHNSON CONTROLS 1220 SHS LINEAR TECH LOUISIANA LOC GOVT NEW YORK CITY GEN OB 490 SHS NUCOR CORP 1050 SHS ORACLE CORP 180 SHS ORACLE CORP 275 SHS PRAXAIR INC 139 SHS PROCTER & GAMBLE CO 345 SHS QUALCOMM INC 326 SHS QUALCOMM INC 592 SHS STAPLES INC 440 SHS STAPLES INC 57 PETERSBURG FL BOND 372 SHS TD AMERITRADE HOLDING 1660 SHS TD AMERITRADE HOLDING 240 SHS TEVA PHARMACEUTICALS 250 SHS TRANSOCEAN LTD 500 SHS XTO ENERGY	4000 SHS ACTIVISION 225 SHS CVS/CAREMARK 680 SHS CVS/CAREMARK 140 SHS CITRIX SYSTEMS EAU CLAIRE WIS REF 440 SHS ECOLAB INC 50 SHS ECOLAB INC 300 SHS FPL GROUP 40 SHS FPL GROUP 320 SHS INTEL CORP 260 SHS JOHNSON CONTROLS 1220 SHS LINEAR TECH LOUISIANA LOC GOVT NEW YORK CITY GEN OB 490 SHS NUCOR CORP 1050 SHS ORACLE CORP 1050 SHS ORACLE CORP 275 SHS PRAXAIR INC 139 SHS PROCTER & GAMBLE CO 345 SHS QUALCOMM INC 326 SHS QUALCOMM INC 592 SHS STAPLES INC 440 SHS STAPLES INC 57 PETERSBURG FL BOND 372 SHS TD AMERITRADE HOLDING 1660 SHS TD AMERITRADE HOLDING 240 SHS TEVA PHARMACEUTICALS 250 SHS TRANSOCEAN LTD 500 SHS XTO ENERGY	(A) DESCRIPTION  4000 SHS ACTIVISION  PURCL 225 SHS CVS/CAREMARK  680 SHS CVS/CAREMARK  140 SHS CITRIX SYSTEMS  EAU CLAIRE WIS REF  440 SHS ECOLAB INC  50 SHS ECOLAB INC  300 SHS FPL GROUP  40 SHS FPL GROUP  40 SHS FPL GROUP  260 SHS JOHNSON CONTROLS  1220 SHS LINEAR TECH  LOUISIANA LOC GOVT  NEW YORK CITY GEN OB  490 SHS NUCOR CORP  1050 SHS ORACLE CORP  180 SHS ORACLE CORP  180 SHS ORACLE CORP  275 SHS PRAXAIR INC  139 SHS PROXTER & GAMBLE CO  29 SHS QUALCOMM INC  29 SHS QUALCOMM INC  592 SHS STAPLES INC  440 SHS STAPLES INC  440 SHS STAPLES INC  572 SHS TD AMERITRADE HOLDING  1660 SHS TD AMERITRADE HOLDING  240 SHS TRANSOCEAN LTD  PURCL  250 SHS TRANSOCEAN LTD  PURCL  250 SHS TRANSOCEAN LTD  PURCL  500 SHS XTO ENERGY	4000 SHS ACTIVISION  225 SHS CVS/CAREMARK 680 SHS CVS/CAREMARK 140 SHS CITRIX SYSTEMS EAU CLAIRE WIS REF 440 SHS ECOLAB INC 50 SHS ECOLAB INC 50 SHS ECOLAB INC 300 SHS FPL GROUP 9URCHASED 40 SHS FPL GROUP 9URCHASED 40 SHS INTEL CORP 220 SHS INTEL CORP 1220 SHS LINEAR TECH LOUISIANA LOC GOVT NEW YORK CITY GEN OB 490 SHS ORACLE CORP 180 SHS ORACLE CORP 180 SHS ORACLE CORP 275 SHS PRAXAIR INC 139 SHS PROCTER & GAMBLE CO 139 SHS QUALCOMM INC 29 SHS QUALCOMM INC 29 SHS QUALCOMM INC 29 SHS STAPLES INC 440 SHS STAPLES INC 576 SHS TD AMERITRADE HOLDING 1660 SHS TD AMERITRADE HOLDING 1660 SHS TRANSOCEAN LTD 170 PURCHASED 170 SHS TRANSOCEAN LTD 170 PURCHASED 170 PURCHASED 170 PURCHASED 171 PURCHASED 172 SHS TANSOCEAN LTD 173 PURCHASED 174 PURCHASED 175 PURCHASED 176 SHS PURCHASED 177 PURCHASED 177 PURCHASED 178 P	(A) DESCRIPTION         ACQUIRED         ACQUIRED           4000 SHS ACTIVISION         PURCHASED         6/13/2007           680 SHS CVS/CAREMARK         PURCHASED         3/28/2007           140 SHS CITRIX SYSTEMS         PURCHASED         2/06/2008           EAU CLAIRE WIS REF         PURCHASED         5/09/2007           40 SHS ECOLAB INC         PURCHASED         4/02/2009           50 SHS ECOLAB INC         PURCHASED         12/02/2009           300 SHS FPL GROUP         PURCHASED         12/02/2009           40 SHS FPL GROUP         PURCHASED         12/02/2009           320 SHS INTEL CORP         PURCHASED         1/02/2009           260 SHS JOHNSON CONTROLS         PURCHASED         4/30/2009           120 SHS LINEAR TECH         PURCHASED         1/02/2009           LOUISIANA LOC GOVT         PURCHASED         1/02/2009           490 SHS NUCOR CORP         PURCHASED         1/07/2007           180 SHS ORACLE CORP         PURCHASED         1/07/2007           180 SHS ORACLE CORP         PURCHASED         10/31/2006           139 SHS PROCTER & GAMBLE CO         PURCHASED         10/31/2006           345 SHS QUALCOMM INC         PURCHASED         10/31/2006           592 SHS STAPLES INC         P

	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)
	GROSS	DEPREC.	COST	GAIN	FMV	ADJ. BAS.	EXCESS	GAIN
<u>ITEM</u>	SALES	ALLOWED	BASIS	(LOSS)	12/31/69	12/31/69	(I) - (J)	(LOSS)
1	41,600.		37,169.	4,431.				\$ 4,431.
2	6,907.		6,653.	254.				254.
3	20,969.		20,107.	862.				862.
4	5,463.		4,902.	561.				561.
5	30,000.		30,293.	-293.				-293.
6	20,902.		14,888.	6,014.				6,014.
7	2,375.		2,289.	86.				86.
8	14,409.		14,859.	-450.				-450.
9	1,921.		2,136.	-215.				-215.
10	6,317.		4,981.	1,336.				1,336.
11	7,176.		5,091.	2,085.				2,085.

### **FEDERAL STATEMENTS**

THE JIM TOM AND CONNIE BELLE BUTLER CHARITABLE FOUNDATION, INC.

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STATEMENT 6 (CONTINUED) FORM 990-PF, PART IV, LINE 1 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM - 12 13 14 15 16 17 18 19 20 21 22	(E) GROSS SALES 37,065. 20,000. 50,000. 20,754. 25,577. 4,385. 21,775. 8,753. 13,161. 12,436. 1,106.	(F) DEPREC. ALLOWED	(G) COST BASIS 31,674. 20,167. 50,588. 22,561. 22,994. 4,079. 16,552. 8,790. 14,416. 13,511. 1,320.	(H) GAIN (LOSS) 5,3911675881,807. 2,583. 306. 5,223371,2551,075214.	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS) \$ 5,391. -167. -588. -1,807. 2,583. 306. 5,223. -37. -1,255. -1,075. -214.
			22,994.					
			16,552.					
								-37.
								-1,255.
								-1,075.
23	14,376.		15,167.	-791.				-791.
24	10,732.		11,273.	-541.				-541.
25	77,408.		76,673.	735.				735.
26	7,280.		6,093.	1,187.				1,187.
27	30,372.		27,189.	3,183.				3,183.
28	12,887.		10,534.	2,353.				2,353.
29	20,463.		14,901.	5,562.				5,562.
30	23,541.		14,736.	8,805.				8,805.
31	0.		2,252.	-2,252.				-2,252.
							TOTAL	\$ 41,272.

#### STATEMENT 7 FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	 AMOUNT
MISSION LOVE SEEDS 55 COUNTRY CLUB DRIVE E DESTIN, FL 32541	NONE	PUBLIC	COMMUNITY OUTREACH/SOCIAL SERVICES	\$ 100.
ST. ANTHONY'S CATHOLIC CHURCH 415 KINGSHIGHWAY WEINER, AR 72479	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	100.
PALMER HOME FOR CHILDREN P O BOX 746 COLUMBUS, MS 39703	NONE		COMMUNITY SOCIAL SERVICES	100.
WILLIAMS BAPTIST COLLEGE P.O. BOX 3736 WALNUT RIDGE, AR 72476	NONE	PUBLIC	EDUCATION	100,000.

# FEDERAL STATEMENTS THE JIM TOM AND CONNIE BELLE BUTLER CHARITABLE FOUNDATION, INC.

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#### STATEMENT 7 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FIRST UNITED METHODIST CHURCH 204 S MAIN STREET HARRISBURG, AR 72432	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	\$ 100.
FIRST ASSEMBLY OF GOD CHURCH 813 N ILLINOIS STREET HARRISBURG, AR 72432	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	50.
RONDO BAPTIST CHURCH 201 ESTES ST LEXA, AR 72355	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	100.
AR DEPT HEALTH & HUMAN SER 406 N. ILLINOIS HARRISBURG, AR 72432	NONE	PUBLIC	SINGLE PARENT FUND	1,000.
AR DEPT OF HEALTH 406 N. ILLINOIS HARRISBURG, AR 72432	NONE	PUBLIC	FAMILY SERVICES	100.
SOUTHWEST CHURCH OF CHRIST 1601 JAMES STREET JONESBORO, AR 72401	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	500.
BADDOUR CENTER 3297 HIGHWAY 51 SOUTH SENATOBIA, MS 38668	NONE	PUBLIC		100.
ARKANSAS STATE UNIVERSITY P.O. BOX 1680 STATE UNIVERSITY, AR 72467	NONE	PUBLIC	EDUCATION	200.
MUSCULAR DYSTROPHY ASSOC P.O. BOX 78960 PHOENIX, AZ 85062	NONE	PUBLIC	MD RESEARCH	500.
DOULOS DISCIPLESHIP 282 DOULOS RD BRANSON, MO 65616	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	1,000.
FIRST BAPTIST CHURCH 201 W JACKSON HARRISBURG, AR 72432	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	2,000.
SAMARITAN'S PURSE P O BOX 3000 BOONE, NC 28607	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	500.

# FEDERAL STATEMENTS

THE JIM TOM AND CONNIE BELLE BUTLER CHARITABLE FOUNDATION, INC.

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#### STATEMENT 7 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CENTRAL BAPTIST CHURCH 3707 HARRISBURG ROAD JONESBORO, AR 72404	NONE	PUBLIC	YOUTH PANAMA PROJECT	\$ 250.
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVENUE, SUITE 310 WHITE PLAINS, NY 10605	NONE	PUBLIC	CANCER RESEARCH	500.
ZION LUTHERAN CHURCH 5612 ARKANSAS 14 WEINER, AR 72479	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	100.
JONESBORO JUNIOR AUXILLARY P.O. BOX 878 JONESBORO, AR 72403	NONE	PUBLIC	COMMUNITY SOCIAL SERVICES	350.
ST JUDE CHILDRENS HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE		COMMUNITY SOCIAL SERVICES	300.
			TOTAL	\$ 107,950.