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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 09-01-2009 , and ending 08-31-2010

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 JE and LE Mabee Foundation Inc		A Employer identification number 73-6090162	
	Number and street (or P O box number if mail is not delivered to street address) 401 S Boston No 3001		Room/suite	B Telephone number (see page 10 of the instructions) (918) 584-4286
	City or town, state, and ZIP code Tulsa, OK 741034017		C If exemption application is pending, check here <input type="checkbox"/>	
			D 1. Foreign organizations, check here <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			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 725,418,002		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	26,490	26,490		
	4 Dividends and interest from securities.	21,426,840	21,426,840		
	5a Gross rents	13,490,730	13,490,730		
	b Net rental income or (loss) 12,951,547				
	6a Net gain or (loss) from sale of assets not on line 10	528,280			
	b Gross sales price for all assets on line 6a 130,524,539				
	7 Capital gain net income (from Part IV , line 2)		526,046		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	35,472,340	35,470,106		
	13 Compensation of officers, directors, trustees, etc	749,696	261,967		487,729
	14 Other employee salaries and wages	324,479	259,583		64,896
	15 Pension plans, employee benefits	127,234	101,787		25,447
	16a Legal fees (attach schedule).	3,629	2,903		726
	b Accounting fees (attach schedule).	27,400	21,920		5,480
	c Other professional fees (attach schedule)	41,444	41,277		167
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,152,583	469,958		150
	19 Depreciation (attach schedule) and depletion . . .	72,806	72,210		
	20 Occupancy	106,331	85,065		21,266
	21 Travel, conferences, and meetings	3,713	2,683		743
	22 Printing and publications				
	23 Other expenses (attach schedule).	33,729	26,984		6,745
	24 Total operating and administrative expenses. Add lines 13 through 23	2,643,044	1,346,337		613,349
	25 Contributions, gifts, grants paid	33,420,019			33,420,019
	26 Total expenses and disbursements. Add lines 24 and 25	36,063,063	1,346,337		34,033,368
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-590,723			
	b Net investment income (if negative, enter -0-)		34,123,769		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1Cash—non-interest-bearing			
	2Savings and temporary cash investments	2,297,770	1,273,770	1,273,770
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges	42,614	124,139	124,139
	10aInvestments—U S and state government obligations (attach schedule)	55,545,313	<input checked="" type="checkbox"/> 27,773,277	29,172,502
	bInvestments—corporate stock (attach schedule)	204,434,021	<input checked="" type="checkbox"/> 197,224,091	320,410,827
	cInvestments—corporate bonds (attach schedule).	247,943,848	<input checked="" type="checkbox"/> 283,390,536	302,353,654
	11Investments—land, buildings, and equipment basis ▶ 10,283,107 Less accumulated depreciation (attach schedule) ▶ 6,245,281	4,110,632	4,037,826	72,083,110
	12Investments—mortgage loans			
	13Investments—other (attach schedule)			
	14Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15Other assets (describe ▶ _____)			
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	514,374,198	513,823,639	725,418,002
	17Accounts payable and accrued expenses	54,549	94,713	
	18Grants payable			
	19Deferred revenue			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22)	54,549	94,713	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted			
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds	27,860,290	27,860,290	
	28Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29Retained earnings, accumulated income, endowment, or other funds	486,459,359	485,868,636	
	30Total net assets or fund balances (see page 17 of the instructions)	514,319,649	513,728,926	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	514,374,198	513,823,639	

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	514,319,649
2	Enter amount from Part I, line 27a	2	-590,723
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	513,728,926
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	513,728,926

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b				
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 130,524,539	1,281,619	131,277,878	528,280
b			
c			
d			
e			

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 25,337	23,103	2,234	526,046
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	526,046
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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




1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	31,147,556	693,278,380	0 044928
2007	40,383,635	808,101,812	0 049973
2006	40,213,412	786,353,779	0 051139
2005	36,640,099	747,501,409	0 049017
2004	33,279,513	733,061,280	0 045398





2 Total of line 1, column (d).	2	0 240455
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048091
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	727,859,507
5 Multiply line 4 by line 3.	5	35,003,492
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	341,238
7 Add lines 5 and 6.	7	35,344,730
8 Enter qualifying distributions from Part XII, line 4.	8	34,033,368

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	682,475	
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	682,475	
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	682,475	
6		Credits/Payments				
a		2009 estimated tax payments and 2008 overpayment credited to 2009	6a	806,614		
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	806,614	
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		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	124,139	
11		Enter the amount of line 10 to be Credited to 2010 estimated tax 	124,139	Refunded 	11	0

Part VII-AStatements Regarding Activities

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



























Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address  www.mabeefoundation.com				
14	The books are in care of  The JE and LE Mabee Foundation Telephone no  (918) 584-4286			
	Located at  401 S Boston Suite 3001 Tulsa OK ZIP+4  741034017			
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	

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?  Yes  No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  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  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).  Yes  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)?  	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		No
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?  Yes  No If "Yes," list the years  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).  	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>)  	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John C McDermett	Petroleum Engineer	133,369	18,892	0
6 Desta Drive Suite 5800 Midland, TX 79705	40 00			
Doris June Duca	GRANTS	77,958	5,613	0
401 S Boston Suite 3001 Tulsa, OK 74103	ADMINISTRATOR 37 50			
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

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

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	664,017,275
b	Average of monthly cash balances.	1b	5,220,904
c	Fair market value of all other assets (see page 24 of the instructions).	1c	69,705,483
d	Total (add lines 1a, b, and c).	1d	738,943,662
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	738,943,662
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	11,084,155
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	727,859,507
6	Minimum investment return. Enter 5% of line 5.	6	36,392,975

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	36,392,975
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	682,475
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	682,475
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	35,710,500
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	35,710,500
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	35,710,500

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	34,033,368
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	34,033,368
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	34,033,368
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2008			
a	Enter amount for 2008 only. 33,561,997			
b	Total for prior years 20____, 20____, 20____ 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 ▶ \$ 34,033,368			
a	Applied to 2008, but not more than line 2a 33,561,997			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2009 distributable amount. 471,371			
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			
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 page 27 of the instructions . . . 0			
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 35,239,129			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). 0			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions). 0			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a 0			
10	Analysis of line 9			
a	Excess from 2005.			
b	Excess from 2006.			
c	Excess from 2007.			
d	Excess from 2008.			
e	Excess from 2009.			

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

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

RAYMOND TULLIUS CO THE JE AND LE MA
401 S BOSTON SUITE 3001
TULSA, OK 741034017
(918) 584-4286

b

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

NO PRESCRIBED FORM, HOWEVER, REQUIREMENTS INCLUDE PROJECT DESCRIPTION AND BUDGET, IRS EXEMPTION LETTER, AND CURRENT FINANCIAL REPORTS

c

Any submission deadlines

FIRST WORK DAY OF SEPTEMBER, DECEMBER, MARCH, AND JUNE

d

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

GEOGRAPHICAL AREA SERVED - AR, KS, MO, NM, OK AND TX NO TAX SUPPORTED ORGANIZATIONS PRINCIPALLY CAPITAL PROJECTS

Form 990-PF (2009)

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)				
<div>a Paid during the year</div> See Additional Data Table				
<div>Total</div>			<div>3a</div>	33,420,019
<div>b Approved for future payment</div> See Additional Data Table				
<div>Total</div>			<div>3b</div>	43,168,051

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2009)

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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




b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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


*****	2010-12-16	*****
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only	Preparer's Signature  Alan R Schmitz	Date	Check if self-employed 	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code	HOGANTAYLOR LLP 2200 South Utica Place Suite 400 Tulsa, OK 741147000	EIN 	Phone no (918) 745-2333


Form 990PF Part XV Line 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)				
a Paid during the year				
12 X 12 IncAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
20th Century Club Hope Lodge Available upon request Little Rock, AR 741034017	Not applicable	General	Program support	360,000
Abilene Boys RanchAvailable upon request Abilene, TX 741034017	Not applicable	General	Program support	50,000
Alley TheatreAvailable upon request Houston, TX 741034017	Not applicable	General	Program support	60,000
American Cancer Society Panhandle RegionAvailable upon request Lubbock, TX 741034017	Not applicable	General	Building construction	1,000,000
American Red Cross - Tulsa Area ChapterAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Arkansas City Arts CouncilAvailable upon request Arkansas City, KS 741034017	Not applicable	General	Building renovation	412,000
Arkansas HospiceAvailable upon request Little Rock, AR 741034017	Not applicable	General	Building construction	290,000
Assistance League of St Louis Available upon request St Louis, MO 741034017	Not applicable	General	Building renovation	100,000
Baptist Health FoundationAvailable upon request Little Rock, AR 741034017	Not applicable	General	Hospital construction	354,287
Baylor College of MedicineAvailable upon request Houston, TX 741034017	Not applicable	General	Program support	500,000
Benton County Adult Development CenterAvailable upon request Rogers, AR 741034017	Not applicable	General	Building construction	640,270
Boy Scouts of America Buffalo Trail CouncilAvailable upon request Midland, TX 741034017	Not applicable	General	Program support	50,000
Boy Scouts of America Capital Area CouncilAvailable upon request Austin, TX 741034017	Not applicable	General	Building construction	1,200,000
Boy Scouts of America Great Southwest CouncilAvailable upon request Albuquerque, NM 741034017	Not applicable	General	Camp renovation	250,000
Total ▶ 3a				33,420,019

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
Boy Scouts of America Indian Nations CouncilAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Boys & Girls CountryAvailable upon request Hockley, TX 741034017	Not applicable	General	Building construction	340,000
Brighton School IncAvailable upon request San Antonio, TX 741034017	Not applicable	General	Building construction	170,000
Camp AllenAvailable upon request Navasota, TX 741034017	Not applicable	General	Building construction	250,000
Camp LoughridgeAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
Camp Wood YMCAAvailable upon request Elmdale, KS 741034017	Not applicable	General	Program support	100,000
Capital Region Medical Center Available upon request Jefferson City, MO 741034017	Not applicable	General	Hospital construction	100,000
CareFliteAvailable upon request Grand Prairie, TX 741034017	Not applicable	General	Building construction	600,000
Carter Blood CareAvailable upon request Bedford, TX 741034017	Not applicable	General	Building construction	340,000
Casa de AmigosAvailable upon request Midland, TX 741034017	Not applicable	General	Program support	100,000
Casa de Esperanza de los Ninos Inc Available upon request Houston, TX 741034017	Not applicable	General	Program support	50,000
Central Christian College of the Bible Available upon request Moberly, MO 741034017	Not applicable	General	Student center construction	150,000
Children's Bereavement Center of South TXAvailable upon request San Antonio, TX 741034017	Not applicable	General	Building renovation	150,000
Children's Museum IncAvailable upon request Houston, TX 741034017	Not applicable	General	Program support	30,000
Christus Spohn Health System Available upon request Corpus Christi, TX 741034017	Not applicable	General	Hospital renovation	746,000
Total  3a				33,420,019


Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
College of the SouthwestAvailable upon request Hobbs, NM 741034017	Not applicable	General	Program support	100,000
Community Action Project of Tulsa County IncAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Community Food Bank of Eastern OklahomaAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	200,000
Conference of SW Foundations Inc Available upon request Dallas, TX 741034017	Not applicable	General	Program support	4,000
Corner House IncAvailable upon request Emporia, KS 741034017	Not applicable	General	Building construction	117,500
Crowley's Ridge CollegeAvailable upon request Paragould, AR 741034017	Not applicable	General	Student center construction	63,000
Disability Resources IncAvailable upon request Abilene, TX 741034017	Not applicable	General	Program support	125,000
Domestic Violence Intervention ServicesAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Economic Opportunity Agency of Washington CntyAvailable upon request Springdale, AR 741034017	Not applicable	General	Building construction	520,000
Edinburg Boys & Girls ClubsAvailable upon request Edinburg, TX 741034017	Not applicable	General	Building construction	200,000
Emporia Arts CouncilAvailable upon request Emporia, KS 741034017	Not applicable	General	Museum construction	330,000
Family & Children's Services Inc Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
Floyd County DaycareAvailable upon request Floyddada, TX 741034017	Not applicable	General	Gymnasium construction	20,262
Forge for FamiliesAvailable upon request Houston, TX 741034017	Not applicable	General	Building construction	750,000
Foster Home for ChildrenAvailable upon request Stephenville, TX 741034017	Not applicable	General	Cottage construction	150,000
Total  3a				33,420,019


Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
Foster Home for ChildrenAvailable upon request Stephenville, TX 741034017	Not applicable	General	Program support	125,000
Garden City YMCAAvailable upon request Garden City, KS 741034017	Not applicable	General	Building renovation	200,000
Gatesway Foundation IncAvailable upon request Broken Arrow, OK 741034017	Not applicable	General	Program support	50,000
Girl Scouts of America Magic Empire CouncilAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Goodwill Industries of TulsaAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
Hardin-Simmons UniversityAvailable upon request Abilene, TX 741034017	Not applicable	General	Program support	150,000
High Plains Children's Home & Family ServicesAvailable upon request Amarillo, TX 741034017	Not applicable	General	Program support	125,000
High Sky Children's Ranch IncAvailable upon request Midland, TX 741034017	Not applicable	General	Program support	50,000
Hill Country Youth RanchAvailable upon request Ingram, TX 741034017	Not applicable	General	Program support	50,000
Hill County Memorial HospitalAvailable upon request Fredericksburg, TX 741034017	Not applicable	General	Hospital renovation	300,000
Hill County Memorial HospitalAvailable upon request Fredericksburg, TX 741034017	Not applicable	General	Program support	100,000
Home of Hope IncAvailable upon request Vinita, OK 741034017	Not applicable	General	Program support	50,000
Hope House IncAvailable upon request Lees Summit, MO 741034017	Not applicable	General	Building construction	525,000
Home Hospice of Grayson CountyAvailable upon request Sherman, TX 741034017	Not applicable	General	Building renovation	200,000
Hospice of SW OklahomaAvailable upon request Lawton, OK 741034017	Not applicable	General	Building construction	300,000
Total			3a	33,420,019


Form 990PF Part XV Line 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)				
a Paid during the year				
Houston Museum of Natural Science Available upon request Houston, TX 741034017	Not applicable	General	Program support	100,000
Howard Payne University Available upon request Brownwood, TX 741034017	Not applicable	General	Program support	100,000
John 316 Mission Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
John Brown University Available upon request Siloam Springs, AR 741034017	Not applicable	General	Building construction	1,500,000
Jr Achievement of Tulsa Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	25,000
Junior Achievement of Midland Available upon request Midland, TX 741034017	Not applicable	General	Program support	25,000
Kansas Children's Discovery Center Available upon request Topeka, KS 741034017	Not applicable	General	Museum construction	500,000
Lakeview Christian Homes Available upon request Carlsbad, NM 741034017	Not applicable	General	Program support	50,000
Life Senior Services Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
Life Styles Inc Available upon request Fayetteville, AR 741034017	Not applicable	General	Building construction	300,000
Literacy & Evangelism Inc Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Lutheran Social Services Available upon request Austin, TX 741034017	Not applicable	General	Dormitory construction	163,000
Manor Park Inc Available upon request Midland, TX 741034017	Not applicable	General	Program support	100,000
MARC Inc Available upon request Midland, TX 741034017	Not applicable	General	Program support	150,000
Margaret Hudson Program Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Total  3a				33,420,019


Form 990PF Part XV Line 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)				
a Paid during the year				
Medical Center League of Amarillo Available upon request Amarillo, TX 741034017	Not applicable	General	Building construction	300,000
Medina's Children's Home Available upon request Medina, TX 741034017	Not applicable	General	Program support	50,000
Mental Health Association in Tulsa Inc Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
Metroport Meals on Wheels Available upon request Roanoke, TX 741034017	Not applicable	General	Building renovation	50,000
Midland Children's Rehabilitation Center Available upon request Midland, TX 741034017	Not applicable	General	Program support	50,000
Midland Fair Havens Inc Available upon request Midland, TX 741034017	Not applicable	General	Program support	125,000
Midwestern Baptist Theological Seminary Available upon request Kansas City, MO 741034017	Not applicable	General	Building construction	720,000
Missouri Baptist Children's Home Available upon request Bridgeton, MO 741034017	Not applicable	General	Building renovation	450,000
Missouri Baptist University Available upon request St Louis, MO 741034017	Not applicable	General	Building construction	500,000
Missouri United Methodist Camping & Retreat Available upon request Clarence, MO 741034017	Not applicable	General	Dining hall construction	85,000
Museum of Fine Arts Houston Available upon request Houston, TX 741034017	Not applicable	General	Program support	125,000
National Multiple Sclerosis Society of Tulsa Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Neighbor for Neighbor Available upon request Tulsa, OK 741034017	Not applicable	General	Program support	300,000
New Life Ranch Inc Available upon request Colcord, OK 741034017	Not applicable	General	Building construction	200,000
New Life Ranch Inc Available upon request Colcord, OK 741034017	Not applicable	General	Program support	50,000
Total  3a				33,420,019

Form 990PF Part XV Line 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)				
a Paid during the year				
New Mexico Christian Children's Home IncAvailable upon request Portales, NM 741034017	Not applicable	General	Program support	50,000
Oklahoma City UniversityAvailable upon request Oklahoma City, OK 741034017	Not applicable	General	Classroom construction	1,000,000
Parent Child Center of TulsaAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Peppers Ranch IncAvailable upon request Edmond, OK 741034017	Not applicable	General	Building construction	130,000
Permian Basin Petroleum Museum Library & HallAvailable upon request Midland, TX 741034017	Not applicable	General	Program support	200,000
Philbrook Museum of Art IncAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	100,000
Pioneer Bible TranslatorsAvailable upon request Dallas, TX 741034017	Not applicable	General	Building construction	136,700
Presbyterian Camps at Gilmont Available upon request Gilmer, TX 741034017	Not applicable	General	Building construction	225,000
Regional Food Bank of OklaAvailable upon request Oklahoma City, OK 741034017	Not applicable	General	Program support	200,000
Safe Place of the Permian Basin Available upon request Midland, TX 741034017	Not applicable	General	Program support	125,000
Salina Community TheatreAvailable upon request Salina, KS 741034017	Not applicable	General	Theatre renovation	519,000
Salvation ArmyAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	300,000
Salvation ArmyAvailable upon request Houston, TX 741034017	Not applicable	General	Program support	50,000
Salvation Army Central Oklahoma Area CommandAvailable upon request Oklahoma City, OK 741034017	Not applicable	General	Program support	100,000
Schreiner UniversityAvailable upon request Kerrville, TX 741034017	Not applicable	General	Program support	200,000
Total  3a				33,420,019


Form 990PF Part XV Line 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)				
a Paid during the year				
Scotty's House Brazos Valley Child Advocacy CenterAvailable upon request Bryan,TX 741034017	Not applicable	General	Building construction	100,000
Southwestern Christian College Available upon request Terrell,TX 741034017	Not applicable	General	Building construction	160,000
Special Olympics of Oklahoma Available upon request Tulsa,OK 741034017	Not applicable	General	Program support	50,000
Sports & Outdoor Recreation Park Available upon request San Antonio,TX 741034017	Not applicable	General	Building construction	1,200,000
SSM DePaul Health CenterAvailable upon request Bridgeton,MO 741034017	Not applicable	General	Hospital renovation	250,000
St Luke's Episcopal Presbyterian HospitalAvailable upon request Chesterfield,MO 741034017	Not applicable	General	Hospital construction	785,000
Sts Peter & Joseph Children's Home Available upon request San Antonio,TX 741034017	Not applicable	General	Building construction	439,000
Sunshine School for Deaf Children Available upon request San Antonio,TX 741034017	Not applicable	General	Building construction	1,000,000
Teen Challenge of the Permian Basin Available upon request Midland,TX 741034017	Not applicable	General	Program support	50,000
Texana CenterAvailable upon request Rosenburg,TX 741034017	Not applicable	General	Building construction	400,000
Texas Baptist Men IncAvailable upon request Dallas,TX 741034017	Not applicable	General	Building construction	150,000
Texas Children's HospitalAvailable upon request Houston,TX 741034017	Not applicable	General	Program support	110,000
The Brookwood CommunityAvailable upon request Brookshire,TX 741034017	Not applicable	General	Program support	25,000
The Center for Individuals with Physical ChallengesAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	100,000
The Life CenterAvailable upon request Midland,TX 741034017	Not applicable	General	Program support	125,000
Total  3a				33,420,019


Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
The Little LighthouseAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	50,000
The Salvation ArmyAvailable upon request Galveston,TX 741034017	Not applicable	General	Building construction	300,000
Tulsa Area United WayAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	250,000
Tulsa Area United WayAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	200,000
Tulsa Boy's HomeAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	100,000
Tulsa Catholic Charities of the Diocese of TulsaAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	100,000
Tulsa EduCare IncAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	100,000
Tulsa Meals on WheelsAvailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	50,000
Tulsa YWCAAavailable upon request Tulsa,OK 741034017	Not applicable	General	Program support	50,000
United Way of Central Oklahoma Available upon request Oklahoma City,OK 741034017	Not applicable	General	Program support	150,000
United Way of MidlandAvailable upon request Midland,TX 741034017	Not applicable	General	Program support	200,000
University of St ThomasAvailable upon request Houston,TX 741034017	Not applicable	General	Program support	150,000
University of the Incarnate Word Available upon request San Antonio,TX 741034017	Not applicable	General	Classroom construction	800,000
University of the OzarksAvailable upon request Clarksville,AR 741034017	Not applicable	General	Building construction	1,000,000
University of the OzarksAvailable upon request Clarksville,AR 741034017	Not applicable	General	Program support	50,000
Total			3a	33,420,019


Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
Uvalde Memorial HospitalAvailable upon request Uvalde, TX 741034017	Not applicable	General	Hospital construction	500,000
Wichita Falls Food BankAvailable upon request Wichita Falls, TX 741034017	Not applicable	General	Warehouse renovation	225,000
Women's HomeAvailable upon request Houston, TX 741034017	Not applicable	General	Building construction	500,000
YMCA of Greater TulsaAvailable upon request Tulsa, OK 741034017	Not applicable	General	Program support	50,000
Total  3a				33,420,019


Form 990PF Part XV Line 3b - Grants and Contributions 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)				
b <i>Approved for future payment</i>				
Aphasis Center Of West Texas Available upon request Midland, TX 741034017	Not applicable	General	Building purchase and renovation	175,000
Arts & Humanities Council Of Tulsa Available upon request Tulsa, OK 741034017	Not applicable	General	Renovate warehouse to visual arts center	1,500,000
Austin College Available upon request Sherman, TX 741034017	Not applicable	General	Construct science facility	2,000,000
Avila University Available upon request Kansas City, MO 741034017	Not applicable	General	Renovation project	900,000
Barnabas Foundation dba Camp Barnabas Available upon request Purdy, MO 741034017	Not applicable	General	Construct clinic	175,000
Ben Hogan Foundation Available upon request Fort Worth, TX 741034017	Not applicable	General	Construct learning center	300,000
Benedictine College Available upon request Atchison, KS 741034017	Not applicable	General	Construct academic center	1,500,000
Bethel College Available upon request North Newton, KS 741034017	Not applicable	General	Renovation project	725,000
Blue Mountain United Methodist Center Available upon request Fredericktown, MO 741034017	Not applicable	General	Construct lodge and cabins	100,000
Boy Scouts Of America Alamo Area Council Available upon request San Antonio, TX 741034017	Not applicable	General	Construct camp	1,500,000
Boy Scouts Of America Jayhawk Area Council Available upon request Topeka, KS 741034017	Not applicable	General	Renovate program area and lodging	540,000
Boys & Girls Club Of St Charles Available upon request St Charles, MO 741034017	Not applicable	General	Construct recreation facility	689,500
Brite Divinity School Available upon request Fort Worth, TX 741034017	Not applicable	General	Construct academic facility	1,500,000
Brother Bill's Helping Hand Available upon request Dallas, TX 741034017	Not applicable	General	Construct community center	250,000
Center Place Campgrounds Inc Available upon request Independence, MO 741034017	Not applicable	General	Construct swimming pool	98,200
Total  3b				43,168,051

Form 990PF Part XV Line 3b - Grants and Contributions 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)				
b <i>Approved for future payment</i>				
Children's Medical Center Of Dallas Available upon request Dallas, TX 741034017	Not applicable	General	Construct outpatient clinic and pharmacy	2,000,000
Community Services League Available upon request Independence, MO 741034017	Not applicable	General	Purchase land and construct resource facility	172,000
Conception Abbey & Seminary College Available upon request Conception, MO 741034017	Not applicable	General	Construct guest house	700,000
Delasalle Education Center Available upon request Kansas City, MO 741034017	Not applicable	General	Building construction and renovation	1,000,000
Ecumenical Christian Ministries At The University Of Kansas Available upon request Lawrence, KS 741034017	Not applicable	General	Building renovation	119,000
Embudo Valley Library & Community Center Available upon request Dixon, NM 741034017	Not applicable	General	Construct library addition and community center	73,300
Family Life Center Inc Available upon request Riverton, KS 741034017	Not applicable	General	Construct health and wellness center	134,651
Goodwill Industries Of Lubbock Inc Available upon request Lubbock, TX 741034017	Not applicable	General	Building construction	60,000
Greater Cornerstone Community Development Project Inc Available upon request Tulsa, OK 741034017	Not applicable	General	Construct community center	1,400,000
H O P E Farms Inc Available upon request Fort Worth, TX 741034017	Not applicable	General	Construct and equip gymnasium	50,000
Hannibal Lagrange College Available upon request Hannibal, MO 741034017	Not applicable	General	Construct library	450,000
Hearts Way Hospice of Northeast TX Available upon request Longview, TX 741034017	Not applicable	General	Construct office building and inpatient unit	250,000
Hetlinger Developmental Services Inc Available upon request Emporia, KS 741034017	Not applicable	General	Building renovation and expansion	400,000
Hill Country Youth Ranch Available upon request Ingram, TX 741034017	Not applicable	General	Building renovation	85,000
Kendall County Women's Shelter Available upon request Boerne, TX 741034017	Not applicable	General	Construct shelter	300,000
Total  3b				43,168,051

Form 990PF Part XV Line 3b - Grants and Contributions 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)				
b <i>Approved for future payment</i>				
Laity Renewal FoundationAvailable upon request Kerrville, TX 741034017	Not applicable	General	Construct and renovate camp facility	800,000
Legacy Community Health Services Available upon request Houston, TX 741034017	Not applicable	General	Construct healthcare facility	2,000,000
Memorial Hermann Foundation Available upon request Houston, TX 741034017	Not applicable	General	Purchase medical equipment	350,000
Mercy Hospital Foundation Of IndependenceAvailable upon request Independence, KS 741034017	Not applicable	General	Expand and renovate cancer center	20,000
Methodist Health System Foundation Available upon request Dallas, TX 741034017	Not applicable	General	Renovate academic clinic	235,000
Mid-America Arts AllianceAvailable upon request Kansas City, MO 741034017	Not applicable	General	Building renovation	250,000
Miriam FoundationAvailable upon request St Louis, MO 741034017	Not applicable	General	Construct gymnasium	250,000
National Dance Institute Of New MexicoAvailable upon request Santa Fe, NM 741034017	Not applicable	General	Renovate historic theatre	1,374,400
Oklahoma Medical Research FoundationAvailable upon request Oklahoma City, OK 741034017	Not applicable	General	Construct cardiovascular center	1,700,000
Oklahoma Methodist ManorAvailable upon request Tulsa, OK 741034017	Not applicable	General	Construct wellness center	1,230,000
On The Rock MinistriesAvailable upon request Bartlesville, OK 741034017	Not applicable	General	Purchase land and construct camp facility	63,000
Restart IncAvailable upon request Kansas City, MO 741034017	Not applicable	General	Renovate shelter	620,000
Ronald Mc Donald House Charities Of Metro St LouisAvailable upon request St Louis, MO 741034017	Not applicable	General	Building construction	900,000
Salina Regional Health Foundation Available upon request Salina, KS 741034017	Not applicable	General	Construct children's center	800,000
Salvation Army (The)Available upon request Olathe, KS 741034017	Not applicable	General	Construct family shelter	440,000
Total  3b				43,168,051

Form 990PF Part XV Line 3b - Grants and Contributions 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)				
b <i>Approved for future payment</i>				
Shawnee Mission Medical Center Available upon request Shawnee Mission, KS 741034017	Not applicable	General	Construct hospital facility	1,500,000
Southwest Baptist UniversityAvailable upon request Bolivar, MO 741034017	Not applicable	General	Renovate chapel	280,000
Southwestern Baptist Theological SeminaryAvailable upon request Fort Worth, TX 741034017	Not applicable	General	Building construction	2,000,000
Southwestern CollegeAvailable upon request Winfield, KS 741034017	Not applicable	General	Construct stadium and renovate performing arts center	959,000
Special Care IncorporatedAvailable upon request Oklahoma City, OK 741034017	Not applicable	General	Purchase land and expand facility	500,000
Texas Children's HospitalAvailable upon request Houston, TX 741034017	Not applicable	General	Construct research lab	2,000,000
Texas Christian UniversityAvailable upon request Fort Worth, TX 741034017	Not applicable	General	Building renovation and expansion	800,000
Texas Scottish Rite Hospital For Crippled ChildrenAvailable upon request Dallas, TX 741034017	Not applicable	General	Purchase medical equipment	100,000
United Methodist Homes IncAvailable upon request Topeka, KS 741034017	Not applicable	General	Renovate dining and living facilities	200,000
United Methodist Youthville Inc Available upon request Wichita, KS 741034017	Not applicable	General	Building construction	150,000
University Of TulsaAvailable upon request Tulsa, OK 741034017	Not applicable	General	Construct science and engineering facility	2,000,000
YMCA Ozarks RegionalAvailable upon request Springfield, MO 741034017	Not applicable	General	Construct Y facility and swimming pool	2,000,000
Youth And Family AllianceAvailable upon request Austin, TX 741034017	Not applicable	General	Purchase land and construct resource facility	500,000
Total ▶ 3b				43,168,051

TY 2009 Accounting Fees Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HoganTaylor LLP	27,400	21,920		5,480

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Depreciation Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
ACCOUNTING SOFTWARE	2003-09-01	4,452	4,452	SL	5 0000000000000	0	0		
ANTI-VIRUS SOFTWARE	2003-07-01	412	412	SL	5 0000000000000	0	0		
NETWORK SERVER	2008-06-01	1,950	488	SL	5 0000000000000	390	0		
3 HP DESKTOP COMPUTERS	2008-06-01	2,133	534	SL	5 0000000000000	427	0		
MS OFFICE PRO	2008-06-01	841	210	SL	5 0000000000000	168	0		
HP DESK JET PRINTER	2008-06-01	1,352	338	SL	5 0000000000000	270	0		
LAPTOP COMPUTER	2009-08-01	1,310	22	SL	5 0000000000000	262	0		
PHOTO COPIER	2004-08-01	3,250	2,755	SL	6 0000000000000	495	0		
3 CALCULATORS	2004-05-01	649	576	SL	6 0000000000000	73	0		
DESK CHAIR	2002-01-01	162	162	SL	6 0000000000000	0	0		
CHECK PROTECTOR	2001-12-01	1,649	1,649	SL	6 0000000000000	0	0		
REFRIGERATOR	2003-12-01	370	354	SL	6 0000000000000	16	0		
PHOTO COPIER	2007-07-01	5,283	1,908	SL	6 0000000000000	881	0		

TY 2009 Investments Corporate
Bonds Schedule

Name: The JE and LE Mabee Foundation Inc
EIN: 73-6090162

Name of Bond	End of Year Book Value	End of Year Fair Market Value
5.65% Verizon \$2 due 11/15/2011	2,023,694	2,133,172
4.125% Wal-Mart \$3 due 2/15/2011	0	0
7.25% Verizon \$2.5 due 12/1/2010	0	0
6.25% SBC \$2.5 due 3/15/2011	2,527,577	2,646,266
7.625% Bear Stearns \$4 due 12/7/2009	0	0
6.875% Goldman Sachs \$1 due 1/15/2011	1,004,908	1,031,420
4.125% SBC \$2.5 due 9/15/2009	0	0
3.8% J P Morgan \$8 due 10/2/2009	0	0
4% Morgan Stanley \$6 due 1/15/10	0	0
6% Chubb \$5 due 11/15/2011	5,091,204	5,390,668
4.75% Merrill Lynch \$5 due 11/20/2009	0	0
4.50% Merrill Lynch; \$5 due 11/04/2010	5,003,913	5,099,980
5.65% Verizon \$2.5 due 11/15/2011	2,502,232	2,666,453
4% Countrywide \$2.5 due 3/22/11	2,366,650	2,589,780
5% GECC \$5 @ 5% due 12/01/10	5,000,000	5,109,571
5% GECC \$5 @ 5% due 4/10/12	4,988,600	5,375,177
5.55% American Express \$1.750 due 10/17/12	1,767,427	1,920,832
6.95% Bear Stearns \$1.75 due 8/10/12	1,792,008	1,944,567
5.25% American Express \$7.5 due 11/21/11	7,535,837	7,877,537
5.35% Bear Stearns \$7.5 due 2/1/12	7,494,525	7,970,489
5.25% Harley Davidson \$2.5 due 12/15/12	2,541,051	2,651,683
5.6% Lowes \$2 due 6/15/12	2,049,607	2,236,672
5.125% Target \$7.5 due 1/15/13	7,599,506	8,255,540
6.75% Household \$10 due 5/15/11	10,156,060	10,587,760
6.125% Verizon \$4 due 3/1/12	4,097,141	4,386,580
6.375% Gannett \$7 due 4/1/12	7,165,180	7,395,937
4.85% Amgen \$7 due 11/14/18	6,996,100	8,007,086
6.6% Morgan Stanley \$4.5 due 4/1/12	4,629,533	4,952,430
5.55% American Express \$2.5 due 10/17/12	2,549,400	2,744,046
5.25% GECC \$2 due 10/19/12	2,049,957	2,192,120
5.625% Int'l Lease \$2.5 due 9/20/13	2,548,445	2,410,045
4.95% AT&T \$11 due 1/15/13	11,110,701	12,054,185
5.45% Goldman Sachs \$5 due 11/1/12	5,124,465	5,449,733
5.1% SBC \$2.5 due 9/15/14	2,506,316	2,868,917
4.95% Oracle \$2 due 4/15/13	2,030,338	2,805,450
4.95% Oracle \$2.5 due 4/15/13	2,543,568	2,244,368
5.2% Cargill \$3 due 1/22/13	3,038,158	3,274,318
3.85% Consolidated Edison \$1 due 6/15/13	985,000	1,071,741
5.125% Met Life \$3 due 4/10/13	3,022,720	3,328,083
5% Travelers \$2 due 3/15/13	2,028,394	2,216,475
4.35% Abott \$5 due 3/15/14	5,038,246	5,616,757
4.25% Wal-Mart \$2 due 4/15/13	2,017,099	2,198,511
4.75% ConocoPhillips \$2.5 due 10/15/12	2,542,152	2,728,811
4.875% Philip Morris \$7.5 due 5/16/13	7,436,700	8,307,291
6% Dow Chemical \$2.5 due 10/1/12	2,558,981	2,772,700
6% GECC \$3 due 6/15/12	3,056,083	3,280,520
5.25% GECC \$2.5 due 10/19/12	2,530,979	2,740,150
5.45% GECC \$2 due 1/15/13	2,030,740	2,184,466
4.8% GECC \$3 due 5/1/13	3,009,600	3,284,550
4.25% Wal-Mart \$2.5 due 2/15/11	4,962,102	5,552,365
5% Berkshire \$2.5 due 8/15/13	2,491,250	2,781,566
4.5% MMM \$2.5 due 11/1/11	2,517,736	2,655,225
5.3% SBC \$1.6 due 11/15/10	0	0
4.125% Wal-Mart \$2.5 due 2/15/11	0	0
7.375% Coca Cola \$4 due 3/3/14	4,171,409	4,960,281
6% GECC \$1.25 due 6/15/12	1,261,648	1,366,883
5.875% GECC \$1.25 due 2/15/12	1,260,877	1,335,801
4.875% Walgreen \$1 due 8/1/13	1,026,403	1,114,123
5.25% New York Life \$5 due 10/16/12	5,062,306	5,507,147
5.15% Pacific Life \$2due 4/15/13	2,000,000	2,190,335
4.6% Berkshire \$2.5 due 5/15/13	2,553,522	2,761,814
5% Du Pont \$2.5 due 1/15/13	2,566,321	2,747,245
4.25% Hewlett Packard \$2.2 due 2/24/12	2,243,676	2,311,070
4.5% Hewlett Packard \$1.8 due 3/1/13	1,842,978	1,991,610
4.6% Berkshire \$5.6 due 5/15/13	5,747,657	6,186,457
5% Berkshire \$800 due 8/15/13	416,236	445,049
4.95% AT&T \$2.765 due 1/15/13	2,857,395	3,029,989
4.875% Walgreen \$1 due 8/1/13	1,058,065	1,114,122
5.5% ConocoPhillips \$1 due 4/15/13	1,062,700	1,130,468
4.25% Honeywell \$1 due 3/1/13	1,034,427	1,103,440
4.65% PepsiCo \$1 due 2/15/13	1,046,480	1,092,047
GE Capital \$2.5 @ 4.15% due 9/15/15	2,500,000	2,607,765
Allstate \$1.3 @ 7.5% due 6/15/13	1,427,198	1,519,581
Chevron \$2 @ 3.95% due 3/3/14	2,102,945	2,220,953
Pfizer \$2.7 @ 5.35 due 3/15/15	2,962,125	3,179,516
Pfizer \$2 @ 5.35 due 3/15/15	2,191,667	2,355,197
Met Life \$2.5 @ 5.125% due 6/10/14	2,669,991	2,798,278
PepsiCo \$2.5 @ 3.75% due 3/1/14	2,620,607	2,743,092
BP Capital \$2.5 @ 3.875% due 3/10/15	2,624,317	2,522,446
Du Pont \$2.5 @ 3.25% due 1/15/15	2,544,681	2,666,252
Merrill Lynch \$2 @ 5% due 1/15/15	2,063,426	2,129,978
ConocoPhillips \$2 @ 4.6% due 1/15/15	2,147,597	2,255,716
Boeing \$5.5 @ 5% due 3/15/14	5,910,165	6,309,757
Chevron \$6 @ 3.985% due 3/3/14	6,286,574	6,662,859
P&G \$2.5 @ 4.95% due 8/15/14	2,713,214	2,856,290
Schering Plough \$5 @ 5.3% due 12/1/13	5,511,191	5,705,140
Total Capital \$5 @ 3.125% due 12/1/13	5,051,038	5,317,515
BP Capital \$5.5 @ 3.875 due 3/10/15	5,699,402	5,549,380
BP Capital \$5 @ 3.875 due 3/10/15	5,170,816	5,044,881
Wal Mart \$3 @ 4.5% due 7/1/15	3,208,914	3,393,615
Wal Mart \$3 @ 4.5% due 7/1/15	3,207,771	3,393,600
Du Pont \$1.9 @ 3.25% due 1/15/15	1,904,523	2,026,355
Du Pont \$1.5 @ 4.75% due 3/15/15	1,598,391	1,715,614

TY 2009 Investments Corporate
Stock Schedule

Name: The JE and LE Mabee Foundation Inc
EIN: 73-6090162

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T	9,849,716	7,811,670
Abbott	4,941,341	4,460,335
Alcoa	0	0
Apache	5,470,901	4,582,350
Avon Products	6,833,965	6,102,270
B P ADC	2,202,984	5,028,651
Barrick Gold	4,880,602	5,265,176
Boeing Co.	0	0
CVS Corporation	0	0
Chevron Texaco	4,298,487	24,089,483
Cisco Systems	5,805,544	4,820,382
Citigroup, Inc.	0	0
Coca-Cola	7,006,958	7,292,666
Colgate	6,087,176	6,040,112
Conoco Phillips	0	0
Consolidated Edison	0	0
Devon Energy	138,256	485,495
Dow Chemical Co	0	0
Empire District Electric	0	0
Exxon Mobil Corporation	1,061,865	23,145,584
Frontier Communications	251,315	271,679
General Dynamics Corp	0	0
General Electric Corp	773,130	7,798,928
Gilead	0	0
Halliburton	6,463,998	7,481,292
Hartford Financial	0	0
Hewlett Packard	7,034,220	5,521,420
HSBC	7,761,826	6,715,800
Integrys	0	0
International Business Machines	2,168,138	12,607,527

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Intel Corp	5,402,834	7,286,813
ITT Corp	0	0
J.P.Morgan Chase	6,526,966	6,492,805
Johnson & Johnson	1,295,794	13,542,250
Lockheed Martin	0	0
Marathon	0	0
McDonalds	5,566,980	7,306,000
Merck	6,281,571	5,731,080
Microsoft	964,597	8,564,725
Newmont Mining	6,134,246	8,357,916
Nike	837,353	11,368,000
OGE Energy	2,018,210	3,651,175
PepsiCo Inc	3,171,715	8,608,592
Pfizer, Inc.	2,872,163	8,216,338
Philip Morris	5,930,903	6,163,200
Pitney Bowes Inc	0	0
Proctor & Gamble Co	412,929	7,160,400
Public Service Enterprises	0	0
Schlumberger	1,645,378	2,847,822
Southern Corp	0	0
State Street	7,667,883	4,346,412
Sysco Corp	0	0
T Rowe Price	3,169,616	2,968,305
Target	4,390,095	4,097,916
Teva Pharmaceuticals	5,702,204	5,841,548
Texas Instruments	0	0
Thermo Electron Corp	7,440,297	7,446,816
Three (3) M Corporation	2,577,344	6,425,390
Transocean	1,747,956	1,086,053
Travelers	6,157,437	6,834,105

Name of Stock	End of Year Book Value	End of Year Fair Market Value
U S Bancorp	1,321,360	1,040,000
United Technologies	6,702,625	8,209,939
Verizon Communications	3,797,622	4,323,901
Walgreen Co	3,857,788	2,768,640
Wal-Mart	610,435	12,379,566
Weatherford International	4,419,550	2,236,500
Wells Fargo	0	0
Yum Brands	5,569,818	5,587,800

TY 2009 Investments Government Obligations Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

**US Government Securities - End of
Year Book Value:**

27,773,277

**US Government Securities - End of
Year Fair Market Value:**

29,172,502

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2009 Legal Fees Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MOYERS, MARTIN, SANTEE, IMEL, & TERTICK	348	278		70
Hall Estill Attorneys at Law	3,281	2,625		656

TY 2009 Other Expenses Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Computer supplies & support	2,661	2,129		532
Employee parking	4,816	3,853		963
Insurance	8,031	6,425		1,606
Telephone	6,380	5,104		1,276
Postage	1,099	879		220
Equipment maintenance	1,081	865		216
Equipment rental	1,224	979		245
Bank charges	207	165		42
Office supplies	2,718	2,175		543
Dues	625	500		125
Subscriptions	4,887	3,910		977

TY 2009 Other Professional Fees Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MARTIN A VAUGHN	31,050	31,050		0
THOMSON PROPERTY TAX SERVICES	7,649	7,649		0
Ensyte Energy Software	1,649	1,649		0
CT CORPORATION	834	667		167
I H S ENERGY	262	262		0

TY 2009 Taxes Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax based on investment income	682,475	0		0
Illinois Charity Bureau - Annual filing fee	25	20		5
STATE OF Oklahoma - franchise tax	100	80		20
MIDLAND COUNTY - PROPERTY TAX	174	139		35
State of Delaware - franchise tax	161	129		32
Ad Valorem taxes assessed on properties held for investment	469,358	469,358		0
Other Taxes	290	232		58

Additional Data

Software ID: 09000028

Software Version: 2009.05010

EIN: 73-6090162

Name: The JE and LE Mabee Foundation Inc

Form 990PF Part VIII Line 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
Thomas R Brett	Trustee & Assistant Sec 10 00	30,000	0	0
401 South Boston Suite 3001 Tulsa, OK 74103				
John H Conway Jr	Retired Vice-Chairman 40 00	397,497	5,613	0
401 South Boston Suite 3001 Tulsa, OK 74103				
Kathleen A Kastelic	CFO & Assistant Secretary 40 00	135,532	7,739	0
401 South Boston Suite 3001 Tulsa, OK 74103				
Joseph G Mabee Sr	Chairman, Trustee 30 00	30,000	17,617	0
6 Desta Drive Suite 5800 Midland, TX 79705				
Joseph G Mabee Jr	Trustee 10 00	30,000	0	0
6 Desta Drive Suite 5800 Midland, TX 79705				
James L Houghton	Trustee & Assistant Sec 10 00	30,000	0	0
401 South Boston Suite 3001 Tulsa, OK 74103				
Raymond L Tullius Jr	Vice-Chairman, Secretary 40 00	66,667	0	0
401 South Boston Suite 3001 Tulsa, OK 74103				
James E Jones	Trustee 10 00	30,000	0	0
770 S Post Oak Ave Suite 101 Houston, TX 77056				