INTERNAL REVENUE SERVICE

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**

ENVELOPE POSTMARK DATE JAN 13 2011

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: ROBERT W KNOX & PEARL WALLIS KNOX CHARITABLE FOUNDATION (30-04-400-3123338)

A Employer identification number: 74-6064974

Number and street (or P O box number if mail is not delivered to street address): BANK OF AMERICA, N.A. P.O. BOX 831041 — Room/suite:

B Telephone number (see page 10 of the instructions): (800) 357-7094

City or town, state, and ZIP code: DALLAS, TX 75283-1041

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 4,637,328.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ________ (Part I, column (d) must be on cash basis.)

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

**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).)

| | Line | (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 ▶ [X] if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 123,518. | 123,518. | | STMT 1 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 32,208. | | | |
| | b Gross sales price for all assets on line 6a 443,476. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 32,208. | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| | b Less Cost of goods sold | | | | |
| | c Gross profit or (loss) (attach schedule) | | | | |
| | 11 Other income (attach schedule) | 10,917. | 9,717. | | STMT 2 |
| | 12 **Total.** Add lines 1 through 11 | 166,643. | 165,443. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 29,290. | 12,148. | | 17,142. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) STMT 3 | 1,700. | NONE | NONE | 1,700. |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4 | 1,486. | 1,486. | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) STMT 5 | 6,598. | 975. | | 5,623. |
| | 24 **Total operating and administrative expenses.** Add lines 13 through 23 | 39,074. | 14,609. | NONE | 24,465. |
| | 25 Contributions, gifts, grants paid | 172,260. | | | 172,260. |
| | 26 Total expenses and disbursements Add lines 24 and 25 | 211,334. | 14,609. | NONE | 196,725. |
| | 27 Subtract line 26 from line 12: | | | | |
| | a Excess of revenue over expenses and disbursements | -44,691. | | | |
| | b Net investment income (if negative, enter -0-) | | 150,834. | | |
| | c Adjusted net income (if negative, enter -0-) | | | | |

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## Part II Balance Sheets

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

| | | | Beginning of year | End of year | |
|---|---|---|---|---|---|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | 73,370. | 113,953. | 113,953. |
| | 3 | Accounts receivable ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 4 | Pledges receivable ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10 a | Investments - U S and state government obligations (attach schedule) | 102,377. | 102,377. | 107,313. |
| | b | Investments - corporate stock (attach schedule) | | | |
| | c | Investments - corporate bonds (attach schedule) | 878,956. | 631,129. | 659,186. |
| | 11 | Investments - land, buildings, and equipment basis ▶ | | | |
| | | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) | 3,813,843. | 3,976,834. | 3,720,438. |
| | 14 | Land, buildings, and equipment basis ▶ | | | |
| | | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 15 | Other assets (describe ▶ ) | 2. | 1. | 36,438. |
| | 16 | **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I) | 4,868,548. | 4,824,294. | 4,637,328. |
| Liabilities | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶ ) | | | |
| | 23 | **Total liabilities** (add lines 17 through 22) | | | |
| Net Assets or Fund Balances | | **Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒** | | | |
| | 27 | Capital stock, trust principal, or current funds | 4,868,548. | 4,824,294. | |
| | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 | **Total net assets or fund balances** (see page 17 of the instructions) | 4,868,548. | 4,824,294. | |
| | 31 | **Total liabilities and net assets/fund balances** (see page 17 of the instructions) | 4,868,548. | 4,824,294. | |

## 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 | 4,868,548. |
| 2 | Enter amount from Part I, line 27a | 2 | -44,691. |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6 | 3 | 438. |
| 4 | Add lines 1, 2, and 3 | 4 | 4,824,295. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7 | 5 | 1. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 4,824,294. |

**Part IV Capital Gains and Losses for Tax on Investment Income**

| | (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co) | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo, day, yr.) | (d) Date sold (mo., day, yr) |
|---|---|---|---|---|
| 1a | SEE PART IV DETAIL | | | |
| 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 | | | | |
| 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 | | | | |
| 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 | 32,208. |
| 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 | 225,957. | 4,194,778. | 0.05386625943 |
| 2007 | 263,228. | 5,396,399. | 0.04877845393 |
| 2006 | 278,390. | 5,492,138. | 0.05068882100 |
| 2005 | 276,908. | 5,223,192. | 0.05301509115 |
| 2004 | 252,535. | 5,110,726. | 0.04941274488 |

| | | | |
|---|---|---|---|
| 2 | Total of line 1, column (d) . . . . . | 2 | 0.25576137039 |
| 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 | 0.05115227408 |
| 4 | Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . . | 4 | 4,669,530. |
| 5 | Multiply line 4 by line 3 . . . . . | 5 | 238,857. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) . . . . . | 6 | 1,508. |
| 7 | Add lines 5 and 6 . . . . . | 7 | 240,365. |
| 8 | Enter qualifying distributions from Part XII, line 4 . . . . . | 8 | 196,725. |

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

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

| | | | |
|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b | 1 | 3,017. |
| 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 | |
| 3 | Add lines 1 and 2 | 3 | 3,017. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 3,017. |
| 6 | Credits/Payments: | | |
| a | 2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,392. | | |
| b | Exempt foreign organizations-tax withheld at source — 6b: NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) — 6c: NONE | | |
| d | Backup withholding erroneously withheld — 6d: | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | 1,392. |
| 8 | Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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 | 1,625. |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | 10 | |
| 11 | Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶ | 11 | |

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

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ NONE

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (713)247-7432

Located at ▶ 700 LOUISIANA ST, FL 6, HOUSTON, TX ZIP + 4 ▶ 77002-2700

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 | | X |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | | |
| a | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ______, ______, ______, ______ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.) | 2b | | X |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | | X |

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

| | | | | |
|---|---|---|---|---|
| **5a** During the year did the foundation pay or incur any amount to: | | | | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | ☐ Yes | ☒ No | | |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? | ☐ Yes | ☒ No | | |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | ☐ Yes | ☒ No | | |
| (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) | ☐ Yes | ☒ No | | |
| (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | ☐ Yes | ☒ No | | |
| **b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | | | 5b | |
| Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | | |
| **c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? | ☐ Yes | ☐ No | | |
| *If "Yes," attach the statement required by Regulations section 53.4945-5(d)* | | | | |
| **6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | ☐ Yes | ☒ No | | |
| **b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | | | 6b | X |
| *If "Yes" to 6b, file Form 8870.* | | | | |
| **7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | ☐ Yes | ☒ No | | |
| **b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | | | 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 STATEMENT 9 | | 29,290. | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."**

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

**Total** number of other employees paid over $50,000 ▶ NONE

**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 | | NONE |
| | | |
| | | |
| | | |
| | | |

**Total** number of others receiving over $50,000 for professional services . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ NONE

**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 NONE | |
| 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 NONE | |
| 2 | |
| All other program-related investments See page 24 of the instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ | |

**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 | 4,708,081. |
| b | Average of monthly cash balances | 1b | NONE |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | 32,559. |
| d | **Total** (add lines 1a, b, and c) | 1d | 4,740,640. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 4,740,640. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) | 4 | 71,110. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 4,669,530. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 233,477. |

**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 | 233,477. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 3,017. | | |
| b | Income tax for 2009. (This does not include the tax from Part VI) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 3,017. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 230,460. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 230,460. |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 230,460. |

**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 | 196,725. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 196,725. |
| 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 | N/A |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 196,725. |

**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 | | | | 230,460. |
| 2 | Undistributed income, if any, as of the end of 2009 | | | | |
| a | Enter amount for 2008 only | | | NONE | |
| b | Total for prior years 20 07 ,20 ___ ,20 ___ | | NONE | | |
| 3 | Excess distributions carryover, if any, to 2009. | | | | |
| a | From 2004 NONE | | | | |
| b | From 2005 NONE | | | | |
| c | From 2006 9,421. | | | | |
| d | From 2007 1,374. | | | | |
| e | From 2008 19,002. | | | | |
| f | **Total** of lines 3a through e | 29,797. | | | |
| 4 | Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 196,725. | | | | |
| a | Applied to 2008, but not more than line 2a | | | NONE | |
| b | Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | NONE | | |
| c | Treated as distributions out of corpus (Election required - see page 26 of the instructions) | NONE | | | |
| d | Applied to 2009 distributable amount | | | | 196,725. |
| e | Remaining amount distributed out of corpus | NONE | | | |
| 5 | Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)* | 29,797. | | | 29,797. |
| 6 | **Enter the net total of each column as indicated below:** | | | | |
| a | Corpus. Add lines 3f, 4c, and 4e Subtract line 5 | NONE | | | |
| b | Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| 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 | | NONE | | |
| d | Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions | | NONE | | |
| e | Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions | | | NONE | |
| f | Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 3,938. |
| 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) | NONE | | | |
| 8 | Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | NONE | | | |
| 9 | **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a | NONE | | | |
| 10 | Analysis of line 9 | | | | |
| a | Excess from 2005 NONE | | | | |
| b | Excess from 2006 NONE | | | | |
| c | Excess from 2007 NONE | | | | |
| d | Excess from 2008 NONE | | | | |
| e | Excess from 2009 NONE | | | | |

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

**Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)**

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

## Part XV Supplementary Information (continued)

### 3 Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient<br>Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|---|---|---|
| a *Paid during the year* | | | | |
| SEE STATEMENT 30 | | | | |
| **Total** . . . . . . . . . . . . . . . . . . . . . ▶ 3a | | | | 172,260. |
| b *Approved for future payment* | | | | |
| **Total** . . . . . . . . . . . . . . . . . . . . . ▶ 3b | | | | |

74-6064974



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

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions.) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 123,518. | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 32,208. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: a | | | | | |
| b EXCISE TAX REFUND | | | 14 | 1,200. | |
| c DEERE JOHN CAP COR | | | 14 | 1,431. | |
| d O&G ROYALTIES | | | 15 | 8,286. | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 166,643. | |

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 166,643.

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

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.) |
|---|---|
| | NOT APPLICABLE |

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

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

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

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

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.

Mary Frost [signature] 12-9-10 TRUSTEE

Signature of officer or trustee BANK OF AMERICA, N.A. Date Title

**Paid Preparer's Use Only**

| Preparer's signature | Date | Check if self-employed ☐ | Preparer's identifying number (See Signature on page 30 of the instructions) |
|---|---|---|---|
| Firm's name (or yours if self-employed), address, and ZIP code | | EIN | |
| | | Phone no. | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS | | | | | 1,576. | |
| | | 8532.423 COLUMBIA LARGE CAP CORE FUND CL<br>PROPERTY TYPE: SECURITIES | | | | P | 07/26/2002 | 12/24/2009 |
| 100,000.00 | | 77,560.00 | | | | | 22,440.00 | |
| | | 4061.738 COLUMBIA LARGE CAP CORE FUND CL<br>PROPERTY TYPE: SECURITIES | | | | P | 07/26/2002 | 04/07/2010 |
| 50,000.00 | | 36,921.00 | | | | | 13,079.00 | |
| | | 253.278 COLUMBIA SMALL CAP GROWTH FUND I<br>PROPERTY TYPE: SECURITIES | | | | P | 11/15/2001 | 04/07/2010 |
| 2,616.00 | | 3,462.00 | | | | | -846.00 | |
| | | 2210.42 COLUMBIA SMALL CAP GROWTH FUND I<br>PROPERTY TYPE: SECURITIES | | | | P | 05/14/2002 | 04/07/2010 |
| 22,834.00 | | 33,355.00 | | | | | -10,521.00 | |
| | | 388.246 COLUMBIA SMALL CAP VALUE I FUND<br>PROPERTY TYPE: SECURITIES | | | | P | 12/15/2008 | 04/07/2010 |
| 16,450.00 | | 10,712.00 | | | | | 5,738.00 | |
| | | 150000. DEERE JOHN CAP CORP MTN<br>PROPERTY TYPE: SECURITIES | | | | P | 07/06/2006 | 04/07/2010 |
| 150,000.00 | | 150,000.00 | | | | | | |
| | | 100000. WAL-MART STORES SR NT<br>PROPERTY TYPE: SECURITIES | | | | P | 01/30/2006 | 08/15/2010 |
| 100,000.00 | | 99,258.00 | | | | | 742.00 | |
| TOTAL GAIN(LOSS) ...... | | ...................................... | | | | | 32,208. | |

JSA
9E1730 1 000

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| ABBOTT LABS NT | 8,400. | 8,400. |
| COLUMBIA ACORN INTERNATIONAL FUND CL Z | 819. | 819. |
| CMG ULTRA SHORT TERM BOND FUND | 2,736. | 2,736. |
| COLUMBIA LARGE CAP VALUE FUND CLASS Z SH | 7,332. | 7,332. |
| COLUMBIA MARSICO GROWTH FUND CLASS Z SHA | 1,528. | 1,528. |
| COLUMBIA LARGE CAP CORE FUND CLASS Z SHA | 1,646. | 1,646. |
| COLUMBIA HIGH INCOME FUND CLASS Z SHARES | 1,539. | 1,539. |
| COLUMBIA INTERNATIONAL VALUE FUND CLASS | 6,707. | 6,707. |
| COLUMBIA MARSICO INT'L OPPORTUNITIES FD | 18. | 18. |
| COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND | 4,056. | 4,056. |
| COLUMBIA MID CAP VALUE FUND CLASS Z SHAR | 1,066. | 1,066. |
| COLUMBIA DIVIDEND INCOME FUND CLASS Z SH | 7,283. | 7,283. |
| COLUMBIA INTERMEDIATE BOND FUND CLASS Z | 22,620. | 22,620. |
| COLUMBIA SMALL CAP VALUE I FUND CLASS Z | 692. | 692. |
| COLUMBIA MID CAP GROWTH FUND CLASS Z SHA | 85. | 85. |
| COLUMBIA REAL ESTATE EQUITY FUND CLASS Z | 332. | 332. |
| DEERE JOHN CAP CORP MTN | 8,100. | 8,100. |
| FEDERAL NATL MTG ASSN NT | 4,875. | 4,875. |
| GENERAL ELEC CO SR UNSECD NT | 3,500. | 3,500. |
| GENERAL ELEC CAP CORP MTN BE 12/06/2002 | 5,450. | 5,450. |
| ISHARES MSCI EMERGING MKTS INDEX FUND | 1,828. | 1,828. |
| LAZARD FUNDS INC EMERGING MKTS PORTFOLIO | 564. | 564. |
| PIMCO COMMODITY REALRETURN STRATEGY FUND | 11,492. | 11,492. |
| SBC COMMUNICATIONS INC NT | 6,250. | 6,250. |
| TOYOTA MTR CR CORP SR UNSECD NT | 4,350. | 4,350. |
| WAL-MART STORES SR NT | 4,750. | 4,750. |
| WELLS FARGO FINL INC 07/30/2002 5.5% 08/ | 5,500. | 5,500. |
| TOTAL | 123,518. | 123,518. |

## FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| GROSS O&G ROYALTIES | 8,286. | 8,286. |
| EXCISE TAX REFUND | 1,200. | |
| DEERE JOHN CAP CORP | 1,431. | 1,431. |
| TOTALS | 10,917. | 9,717. |

## FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|---|
| TAX PREPARATION FEE | | 1,700. | | | 1,700. |
| | TOTALS | 1,700. | NONE | NONE | 1,700. |

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| FOREIGN TAXES ON QUALIFIED FOR | 1,261. | 1,261. |
| FOREIGN TAXES ON NONQUALIFIED | 225. | 225. |
| TOTALS | 1,486. | 1,486. |

## FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| GRANTMAKING FEE | 5,623. | | 5,623. |
| O&G ROYALTY EXPENSES | | | |
| PRODUCTION TAXES | 334. | 334. | |
| AD VALOREM TAXES | 468. | 468. | |
| LEASE OPERATING | 173. | 173. | |
| TOTALS | 6,598. | 975. | 5,623. |

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | | AMOUNT |
|---|---|---|
| PURCHASED ACCRUED INTEREST - 2008 | | 438. |
| | TOTAL | 438. |

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | | AMOUNT |
|---|---|---|
| NET ROUNDING | | 1. |
| | TOTAL | 1. |

-----------------------------------------
STATE(S) WHERE THE FOUNDATION IS REGISTERED
=========================================

TX

ROBERT W KNOX & PEARL WALLIS KNOX CHARITABLE 74-6064974

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 2518
HOUSTON, TX 77252-2518
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION .............................................. 29,290.

TOTAL COMPENSATION: 29,290.

RECIPIENT NAME:
JACKY DUCOTE - BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 2518
HOUSTON, TX 77252-2518
RECIPIENT'S PHONE NUMBER: 713-247-7432
FORM, INFORMATION AND MATERIALS:
APPLICATION FORM FROM TRUSTEE WITH 501(C)(3) IRS DL, ONE-PAGE ORGANIZATIONAL HISTORY & BUDGET OUTLINE, LIST OF BOARD OF DIRECTORS, LATEST AUDITED FINANCIAL STATEMENTS, AND CURRENT ANNUAL REPORT &
SUBMISSION DEADLINES:
AUGUST 31 FOR SEPTEMBER GRANTS; NOVEMBER 30 FOR DECEMBER GRANTS; FEBRUARY 28 FOR MARCH GRANTS; JUNE 30 FOR JULY GRANTS
RESTRICTIONS OR LIMITATIONS ON AWARDS:
FUNDS ARE DESIGNATED FOR CHARITABLE ORGANIZATIONS LOCATED IN HOUSTON OR GALVESTON, TEXAS. APPLICANTS MUST HAVE IRC SECTION 501(c)(3) EXEMPTION STATUS FROM THE IRS.
FORM, INFORMATION AND MATERIALS:
FINANCIAL STATEMENTS

RECIPIENT NAME:
ARMAND BAYOU NATURE CENTER
FOUNDATION
ADDRESS:
P.O. BOX 58828
HOUSTON, TX 77258
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION & PRESERVATION PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 1,500.

RECIPIENT NAME:
AUSTIN COLLEGE
ADDRESS:
900 N GRAND AVE
SHERMAN, TX 75090-4400
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PRE-MEDICAL SCHOLARSHIP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 7,500.

RECIPIENT NAME:
BOYS & GIRLS COUNTRY OF
HOUSTON
ADDRESS:
18806 ROBERTS RD
HOCKLEY, TX 77447-9.27
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
REPLACE UNSTABLE FURNITURE & WORN CARPET
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 3,500.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS OF
GREATER HOUSTON
ADDRESS:
6437 HIGH STAR DR
HOUSTON, TX 77074-5005
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT MENTORING PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

RECIPIENT NAME:
CHILD ADVOCATES, INC.
ADDRESS:
2401 PORTSMOUTH ST, SUITE 210
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 2009 COURT SERVICES PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,000.

RECIPIENT NAME:
CHRISTUS FND FOR HEALTH
ADDRESS:
PO BOX 1919
HOUSTON, TX 77251
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT HEALTHY KID'S PROGRAM/MOBILE CLINIC
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,000.

RECIPIENT NAME:
ESCAPE FAMILY RESOURCE CENTER OF
THE EXCHANGE CLUBS OF HOUSTON
ADDRESS:
3210 EASTSIDE
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT CHILD ABUSE & NEGLECT PREVENTION PROG
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,500.

RECIPIENT NAME:
FIRST PRESBYTERIAN CHURCH
OF HOUSTON
ADDRESS:
5300 MAIN ST
HOUSTON, TX 77004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 5,000.

RECIPIENT NAME:
GALVESTON HISTORICAL
FOUNDATION
ADDRESS:
502 20TH ST
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT GALVESTON HISTORICAL HOMES TOUR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 12,000.

RECIPIENT NAME:
GALVESTON ISLAND OKTOBERFEST, INC.
ADDRESS:
2415 WINNIE AVE
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND EVENT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 3,500.

RECIPIENT NAME:
GOODWILL INDUSTRIES OF HOUSTON
ADDRESS:
10795 HAMMERLY
HOUSTON, TX 77043
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 'MORETON ACHIEVEMENT LUNCHEON'
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 20,000.

RECIPIENT NAME:
AIDS FOUNDATION HOUSTON, INC.
ADDRESS:
3202 WESLAYAN ST
HOUSTON, TX 77027
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT STONE SOUP FOOD ASSISTANCE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,000.

RECIPIENT NAME:
HARKINS HOUSE, INC.
ADDRESS:
P.O. BOX 1113
HUMBLE, TX 77347-1111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PURCHASE INSULATION/RADIANT BARRIER FOR ATTIC
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 3,000.

RECIPIENT NAME:
HOUSTON EYE ASSOCIATES
FOUNDATION
ADDRESS:
2855 GRAMERCY ST
HOUSTON, TX 77025-1697
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EYE CARE FOR THE WORKING POOR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,000.

RECIPIENT NAME:
HOUSTON METROPOLITAN DANCE
CENTER, INC.
ADDRESS:
P.O. BOX 980457
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATIONAL OUTREACH PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,000.

RECIPIENT NAME:
HOUSTON MUSEUM OF NATURAL SCIENCE
ADDRESS:
ONE HERMANN CIRCLE DR
HOUSTON, TX 77030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION OUTREACH PROGRAMS/TEACHER TRAINING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,500.

RECIPIENT NAME:
HOUSTON SYMPHONY SOCIETY
ADDRESS:
615 LOUISIANA, SUITE 102
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OUTREACH & SERVICE PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,000.

RECIPIENT NAME:
INTERFAITH CARING MINISTRIES
ADDRESS:
631 FM 270
LEAGUE CITY, TX 77573
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SPONSOR 5 HOMEBOUND SENIORS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 4,000.

RECIPIENT NAME:
MILLER OUTDOOR THEATRE
ADDRESS:
100 CONCERT DR
HOUSTON, TX 77030-1702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND 2010 PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
MUSEUM OF HLTH & MEDICAL
ADDRESS:
1515 HERMANN DR
HOUSTON, TX 77004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT SCHOOL FIELD TRIP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
NEW HOPE HOUSING INC
ADDRESS:
320 HAMILTON ST
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESIDENT SERVICES PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
PATRONS FOR BELLAIRE PARKS
ADDRESS:
P O BOX 3228
BELLAIRE, TX 77402-3228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND BELLAIRE TOWN SQUARE PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,000.

RECIPIENT NAME:
WOMEN'S HOME
ADDRESS:
607 WESTHEIMER
HOUSTON, TX 77006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 'WHOLELIFE PROGRAM'
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 1,000.

RECIPIENT NAME:
SPARK, SCHOOL PARK PROGRAM
ADDRESS:
P.O. BOX 1562
HOUSTON, TX 77251
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PARK CONSTRUCTION AT HOUSTON SCHOOLS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

RECIPIENT NAME:
SPAY-NEUTER ASSISTANCE
PROGRAM, INC.
ADDRESS:
P.O. BOX 70286
HOUSTON, TX 77270
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT MOBILE CLINIC PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 1,500.

RECIPIENT NAME:
THEATRE UNDER THE STARS, INC.
ADDRESS:
800 BAGBY ST, SUITE 200
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TRANSPORTATION FOR CHILDREN TO THEATER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 1,000.

RECIPIENT NAME:
THE GRAND 1894 OPERA HOUSE
ADDRESS:
2020 POSTOFFICE ST
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND 2010 CHILDREN'S PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 5,000.

RECIPIENT NAME:
CENTER FOR HEARING & SPEECH
FOUNDATION
ADDRESS:
3636 WEST DALLAS
HOUSTON, TX 77019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT TUITION ASSISTANCE PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,500.

RECIPIENT NAME:
LEUKEMIA & LYMPHOMA SOCIETY
ADDRESS:
5005 MITCHELLDALE, SUITE 115
HOUSTON, TX 77092
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND PATIENT SERVICES PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,000.

RECIPIENT NAME:
NEHEMIAH CENTER, INC.
ADDRESS:
5015 FANNIN ST
HOUSTON, TX 77004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PRE-K PROGRAM EXPENSES FOR CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,000.

RECIPIENT NAME:
UNIVERSITY OF TEXAS HEALTH
SCIENCES CENTER
ADDRESS:
P.O. BOX 20334
HOUSTON, TX 77225-0334
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP FOR GRADUATE STUDENT (GSBS)
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,500.

RECIPIENT NAME:
UNIVERSITY OF ST. THOMAS
HOUSTON
ADDRESS:
3800 MONTROSE
HOUSTON, TX 77006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CAMPUS BEAUTIFICATION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
EXEMPT-SCHOOL
AMOUNT OF GRANT PAID ........................................... 2,500.

RECIPIENT NAME:
YMCA OF THE GREATER HOUSTON
AREA
ADDRESS:
1700 LEAGUE CITY PARKWAY WEST
LEAGUE CITY, TX 77573
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNDERPRIVILEGED CHILDREN TO SUMMER CAMPS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,500.

RECIPIENT NAME:
SOUTHWESTERN DIABETIC
FOUNDATION, INC.
ADDRESS:
P.O. BOX 918
GAINESVILLE, TX 76241
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CAMP SWEENEY SCHOLARSHIPS FOR CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 1,000.

RECIPIENT NAME:
TREES FOR HOUSTON
ADDRESS:
PO BOX 130096
HOUSTON, TX 77219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
2008-2009 TREE PLANTING EFFORTS IN HOUSTON
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501 (C)(3)
AMOUNT OF GRANT PAID .......................................... 3,000.

RECIPIENT NAME:
UNITED WAY OF GREATER HOUSTON
ADDRESS:
50 WAUGH DR
HOUSTON, TX 77018-8015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,500.

RECIPIENT NAME:
UNITED CEREBRAL PALSY
OF GREATER HOUSTON
ADDRESS:
4500 BISSONNET ST #340
BELLAIRE, TX 77401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESPITE SERVICES PRG FOR CHILDREN WITH CP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 1,500.

RECIPIENT NAME:
ALLEY THEATRE
ADDRESS:
615 TEXAS AVE
HOUSTON, TX 77002-2710
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION & COMMUNITY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
TAPING FOR THE BLIND, INC.
ADDRESS:
3935 ESSEX LN
HOUSTON, TX 77027
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
NORTHWEST ASSISTANCE
MINISTRIES
ADDRESS:
15555 KUYKENDAHL RD
HOUSTON, TX 77090-3651
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT VITAL EMERGENCY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

RECIPIENT NAME:
COUNCIL ON FOUNDATIONS
ADDRESS:
2121 CRYSTAL DR STE 700
ARLINGTON, VA 22202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT FOR MEMBERSHIP DUES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 1,260.

RECIPIENT NAME:
HERMANN PARK CONSERVANCY
ADDRESS:
6201-A GOLF COURSE DR
HOUSTON, TX 77030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

RECIPIENT NAME:
SAN JOSE CLINIC
ADDRESS:
301 HAMILTON ST
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT DENTAL CARE FOR LOW-INCOME FAMILIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 3,000.

RECIPIENT NAME:
CASA DE ESPERANZA DE LOS NINOS
FOUNDATION
ADDRESS:
P.O. BOX 66581
HOUSTON, TX 77266-6581
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT RESIDENTIAL PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

RECIPIENT NAME:
CRISIS INVERVENTION OF HOUSTON,
INC.
ADDRESS:
3015 RICHMOND AVE, SUITE 120
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT YOUTH SERVICES & EDUCATION PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

RECIPIENT NAME:
OPERATION MILITARY EMBRACE, INC.
ADDRESS:
P.O. BOX 149
HOCKLEY, TX 77447-0149
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT SOLDIERS IN TRANSITION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 3,500.

RECIPIENT NAME:
CONFERENCE OF SOUTHWEST
FOUNDATIONS, INC.
ADDRESS:
624 N GOOD LATIMER EXPRESSWAY
DALLAS, TX 75204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
2009 & 2010 MEMBERSHIP DUES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 1,000.

RECIPIENT NAME:
MENTAL HEALTH AMERICA
OF GREATER HOUSTON
ADDRESS:
2211 NORFOLK #810
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION, OUTREACH & ADVOCACY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................... 2,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
M D ANDERSON CANCER
ADDRESS:
PO BOX 4486
HOUSTON, TX 77210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
INTEGRATIVE MEDICINE, MINTOS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 3,000.

RECIPIENT NAME:
BUFFALO BAYOU PARTNERSHIP
ADDRESS:
1113 VINE ST #200
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
WETLAND RESTORATION PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 1,500.

RECIPIENT NAME:
THE FIRST TEE
ADDRESS:
8400 MYKAWA RD
HOUSTON, TX 77048
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXPANSION OF NATIONAL SCHOOL PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID ........................................ 2,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ELVES & MORE
ADDRESS:
2200 LOUETTA, SUITE101
SPRING, TX 77388
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT TO PURCHASE 100 BICYCLES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
HAAM-HUMBLE AREA
ASSISTANCE MINISTRIES
ADDRESS:
1302 1ST STREET
HUMBLE, TX 77338
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE BASIC NEEDS-INDIGENT & LOWER INCOME
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
HOUSTON FOOD BANK
ADDRESS:
3811 EASTEX FRWY
HOUSTON, TX 77026
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUNDING FOOD BANK RETAIL PICK-UP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
HOUSTON HEIGHTS
ASSOCIATION
ADDRESS:
P O BOX 70735
HOUSTON, TX 77270-0735
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION PROGRAM/TEACHER RESOURCES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
KATY PRAIRIE
CONSERVANCY
ADDRESS:
3015 RICHMOND AVE
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION AND OUTREACH PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 1,500.

RECIPIENT NAME:
AMAZING PLACE
ADDRESS:
3735 DREXEL
HOUSTON, TX 77027
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT DAY PROGRAM/ALZHEIMERS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GALVESTON ARTS CENTER
ADDRESS:
2501 MARKET STREET
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND HANDICAPPED ACCESSIBLE ELEVATOR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,500.

RECIPIENT NAME:
COUNCIL ON ALCOHOL
AND DRUGS HOUSTON
ADDRESS:
303 JACKSON HILL STREET
HOUSTON, TX 77007
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT YOUTH PROGRAMS AND SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .......................................... 2,500.

TOTAL GRANTS PAID: 172,260.

**ROBERT W KNOX & PEARL WALLIS KNOX CHARIT**
**74-6064974**
**Balance Sheet**
**8/31/2010**

Bank of America

| Cusip | Asset | Units | Basis | Market Value |
|---|---|---|---|---|
| 002824AS9 | ABBOTT LABS | 150000 000 | 149,008.50 | 155,472.00 |
| 197199813 | COLUMBIA ACORN INTERNATIONAL | 1380 834 | 50,000 00 | 47,321.18 |
| 19765E823 | CMG ULTRA SHORT TERM BOND | 10917.031 | 100,000.00 | 99,344 98 |
| 19765H149 | COLUMBIA LARGE CAP VALUE FUND | 67386.913 | 875,033.72 | 643,545.02 |
| 19765H180 | COLUMBIA MARSICO GROWTH FUND | 26575.589 | 450,000 00 | 434,510 88 |
| 19765H271 | COLUMBIA LARGE CAP CORE FUND | 4469.155 | 40,624.62 | 48,177.49 |
| 19765H495 | COLUMBIA HIGH INCOME FUND | 6321.113 | 50,000 00 | 49,936 79 |
| 19765H586 | COLUMBIA INTERNATIONAL VALUE | 16531.258 | 268,713 51 | 211,765 41 |
| 19765H636 | COLUMBIA MARSICO INTERNATIONAL | 4587 156 | 50,000.00 | 46,100.92 |
| 19765H677 | COLUMBIA MULTI-ADVISOR INTL | 14363.667 | 150,837.31 | 151,393.05 |
| 19765J723 | COLUMBIA SMALL CAP GROWTH FUND | 6568.308 | 88,119.76 | 59,902 97 |
| 19765J830 | COLUMBIA MID CAP VALUE FUND | 12815.578 | 122,269.24 | 138,408.24 |
| 19765N245 | COLUMBIA DIVIDEND INCOME FUND | 23500 266 | 270,950.00 | 266,963.02 |
| 19765N468 | COLUMBIA INTERMEDIATE BOND FUND | 47353.628 | 416,078.43 | 435,653.38 |
| 19765N567 | COLUMBIA SMALL CAP VALUE I FUND | 2821.808 | 86,288.29 | 104,660.86 |
| 19765P232 | COLUMBIA MID CAP GROWTH FUND | 9219.895 | 184,572.03 | 191,036 22 |
| 19765P547 | COLUMBIA REAL ESTATE EQUITY | 4416.961 | 50,000.00 | 50,088 34 |
| 19765P596 | COLUMBIA SMALL CAP GROWTH I | 2243.835 | 55,000.00 | 53,425.71 |
| 19765Y688 | COLUMBIA SELECT LARGE CAP | 35847.446 | 361,000.00 | 353,097.34 |
| 31398ABX9 | FEDERAL NATL MTG ASSN | 100000 000 | 102,377 30 | 107,313 00 |
| 369604BC6 | GENERAL ELEC CO | 75000.000 | 74,624 25 | 84,135 00 |
| 36962GZY3 | GENERAL ELEC CAP CORP | 100000 000 | 101,492.00 | 108,527.00 |
| 464287234 | ISHARES MSCI EMERGING MKTS INDEX | 2835.000 | 91,846.20 | 113,570 10 |
| 52106N889 | LAZARD FUNDS INC | 3251.364 | 62,500.00 | 61,255.70 |
| 722005667 | PIMCO COMMODITY REALRETURN | 20575 074 | 153,000.00 | 160,279.83 |
| 78387GAD5 | SBC COMMUNICATIONS INC | 100000.000 | 104,330.00 | 102,969 00 |
| 892332AM9 | TOYOTA MTR CR CORP | 100000.000 | 100,287.00 | 101,120.00 |
| 94975CAL1 | WELLS FARGO FINL INC | 100000.000 | 101,387.00 | 106,963 00 |
| 9O3123338 | OIL GAS OR OTHER MINERALS | 1.000 | 1 00 | 36,438 00 |
| | Cash/Cash Equivalent | 113953.380 | 113,953.38 | 113,953 38 |
| | | Totals. | 4,824,293.54 | 4,637,327.82 |