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 OCT 1, 2009 , and ending SEP 30, 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 LAWRENCE WOOD FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 800 N. SHORELINE BLVD — Room/suite: 2800S

City or town, state, and ZIP code: CORPUS CHRISTI, TX 78401

A Employer identification number: 20-8513389

B Telephone number: 361-882-1946

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 ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,531,086.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	42.	42.		
	4 Dividends and interest from securities	31,322.	31,322.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	70,619.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		70,619.		
	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)				
	11 Other income	433.	433.		
	12 **Total** Add lines 1 through 11	102,416.	102,416.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	3,770.	0.		0.
	c Other professional fees	14,599.	14,599.		0.
	17 Interest				
	18 Taxes	631.	631.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	19,000.	15,230.		0.
	25 Contributions, gifts, grants paid	39,784.			39,784.
	26 **Total expenses and disbursements** Add lines 24 and 25	58,784.	15,230.		39,784.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	43,632.			
	b **Net investment income** (if negative, enter -0-)		87,186.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	153,632.	69,072.	69,072.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	1,169,676.	1,297,868.	1,462,014.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,323,308.	1,366,940.	1,531,086.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,323,308.	1,366,940.	
	30 **Total net assets or fund balances**	1,323,308.	1,366,940.	
	31 **Total liabilities and net assets/fund balances**	1,323,308.	1,366,940.	

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	1,323,308.
2 Enter amount from Part I, line 27a	2	43,632.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,366,940.
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	1,366,940.

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 ATTACHED STMT - ST			
b	SEE ATTACHED STMT - LT			
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				2,796.
b				67,823.
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				2,796.
b				67,823.
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 — 70,619.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	52,325.	1,337,250.	.039129
2007	0.	575,131.	.000000
2006	0.	28,923.	.000000
2005			
2004			

2	Total of line 1, column (d)	2	.039129
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	.013043
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,465,258.
5	Multiply line 4 by line 3	5	19,111.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	872.
7	Add lines 5 and 6	7	19,983.
8	Enter qualifying distributions from Part XII, line 4	8	39,784.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b		1	872.
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	872.
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	872.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	18.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	890.
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 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 ▶ $ 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		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? N/A	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 instructions) ▶ 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	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 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 ▶ N/A

14 The books are in care of ▶ ANDREW M. GREENWELL Telephone no. ▶ 361-883-1946

Located at ▶ 800 N. SHORELINE BLVD, STE 2800S, CORPUS CHRISTI, ZIP+4 ▶ 78401-3752

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 N/A

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)? N/A	1b		
	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 instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANDREW M GREENWELL 800 N. SHORELINE STE 2800 S CORPUS CHRISTI, TX 78401	TRUSTEE 1.00	0.	0.	0.
RICHARD L LESHIN 800 N. SHORELINE STE. 300N CORPUS CHRISTI, TX 78401	TRUSTEE 1.00	0.	0.	0.
H CHARLES KAFFIE 2717 OCEAN DRIVE CORPUS CHRISTI, TX 78401	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,373,465.
b	Average of monthly cash balances	1b	114,107.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,487,572.
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	1,487,572.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,314.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,465,258.
6	**Minimum investment return.** Enter 5% of line 5	6	73,263.

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

1	Minimum investment return from Part X, line 6	1	73,263.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 872.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	872.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,391.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	72,391.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	72,391.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	39,784.
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	39,784.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	872.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	38,912.

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				72,391.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			39,784.	
b Total for prior years: ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶$ 39,784.				
a Applied to 2008, but not more than line 2a			39,784.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				72,391.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 7

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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				
JOHN PAUL II HIGH SCHOOL 3036 SARATOGA BLVD CORPUS CHRISTI, TX 78415	NONE	CHARITY	SCHOLARSHIPS	19,892.
ST. HELENA'S CHILD DEVELOPMENT CENTER P.O. BOX 81210 CORPUS CHRISTI, TX 78468	NONE	CHARITY	SCHOLARSHIPS	19,892.
Total			▶ 3a	39,784.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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			14	42.	
4 Dividends and interest from securities			14	31,322.	
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	71,052.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		102,416.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	102,416.

(See worksheet in line 13 instructions 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).
	N/A

923621 02-02-10

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
		N/A	

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
N/A		

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

Signature of officer or trustee — Date 1/12/11 — Title OFFICER

Paid Preparer's Use Only

Preparer's signature	Date 1-5-11	Check if self-employed ☐	Preparer's identifying number P00195445
Firm's name (or yours if self-employed), address, and ZIP code	FLUSCHE, VAN BEVEREN, KILGORE PC 800 N SHORELINE BLVD, SUITE 450N CORPUS CHRISTI, TEXAS 78401		EIN ▶ 74-2444319 Phone no. 361.880.5600

Form 990-PF (2009)

923622
02-02-10

For the Account of:

THE LAWRENCE WOOD FOUNDATION AGENCY

Account Number: 952500

Date : OCTOBER 01, 2009 THROUGH SEPTEMBER 30, 2010

SALIENT
TRUST CO.

4265 San Felipe, 8th Floor
Houston, Texas 77027
713-993-4675 Fax 713-993-4698
www salienttrust com

Capital Gains Summary

Settlement	Trade Date	Quantity	Cost	Proceeds	ST Gain	LT Gain
ABSOLUTE STRATEGIES FUND - I						
12/16/2009	12/10/2009	5,319,32			19 15	0 00
12/15/2009	12/14/2009	20 99	219 71	221 18	1 47	0 00
10/29/2009	10/28/2009	24 37	255 12	253 17	(1 95)	0 00
AQR DIVERSIFIED ARB FUND - I						
10/13/2009	10/09/2009	1,155 54	11,809 60	12,606 92	797 32	0 00
12/24/2009	12/21/2009	5,175 29			470 85	0 00
01/15/2010	01/14/2010	41 54	424 53	449 04	24 51	0 00
08/11/2010	08/10/2010	131 23	1,415 98	1,438 29	22 31	0 00
08/11/2010	08/10/2010	41 35	447 37	453 16	5 79	0 00
08/11/2010	08/10/2010	44 05	470 85	482 74	11 89	0 00
08/11/2010	08/10/2010	16 91	180 77	185 33	4 56	0 00
08/11/2010	08/10/2010	135 00	1,459 39	1,479 64	20 25	0 00
08/12/2010	08/11/2010	4 87	52 61	53 39	0 78	0 00
08/11/2010	08/10/2010	4,825 38	49,315 33	52,886 13	0 00	3,570 78
08/11/2010	08/10/2010	135 80	1,423 12	1,488 31	0 00	65 19
ARTIO GLOBAL EQUITY FUND - I						
10/13/2009	10/09/2009	33 51	917 37	1,156 27	238 90	0 00
12/15/2009	12/14/2009	24 89	681 54	880 71	0 00	199 17
01/15/2010	01/14/2010	420 98	11,526 33	15,260 39	0 00	3,734 06
08/11/2010	08/10/2010	196 55	5,381 57	6,672 90	0 00	1,291 33
DIREXION HY BEAR FUND - INVESTOR						
10/29/2009	10/28/2009	22 10	391 67	375 30	(16 37)	0 00
01/13/2010	01/12/2010	2,195 58	38,905 63	34,207 10	(4,698 53)	0 00
01/13/2010	01/12/2010	69 89	1,243 40	1,088 93	(154 47)	0 00
01/13/2010	01/12/2010	208 65	3,461 42	3,250 69	(210 73)	0 00
01/13/2010	01/12/2010	114 67	1,836 98	1,786 53	(50 45)	0 00
FIDELITY FLOATING RATE HIGH INCOME						
10/29/2009	10/28/2009	51 81	413 43	483 39	69 96	0 00
12/08/2009	12/07/2009	4,450 28			222 18	0 00
01/15/2010	01/14/2010	51 61	411 86	490 30	0 00	78 44
HIGHBRIDGE STAT MARKET NEUTRAL FUND - SELECT						
10/13/2009	10/09/2009	724 85	11,641 11	11,648 35	7 24	0 00
08/13/2010	08/10/2010	204 30	3,289 19	3,131 90	(157 29)	0 00
08/13/2010	08/10/2010	52 38	830 72	802 96	(27 76)	0 00
08/13/2010	08/10/2010	43 38	683 71	665 06	(18 65)	0 00
08/13/2010	08/10/2010	502 57	8,071 29	7,704 45	0 00	(366 84)
08/13/2010	08/10/2010	2,615 08	41,972 07	40,089 38	0 00	(1,882 69)
08/13/2010	08/10/2010	154 36	2,503 77	2,366 39	0 00	(137 38)
HUSSMAN STRATEGIC GROWTH FUND						
10/29/2009	10/28/2009	21 61	330 43	279 43	(51 00)	0 00
07/01/2010	06/30/2010	21 14	253 48	284 35	0 00	30 87
07/01/2010	06/30/2010	91 61	1,098 38	1,232 13	0 00	133 75

For the Account of:

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713-993-4675 Fax 713-993-4698
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Capital Gains Summary (Continued)

Settlement	Trade Date	Quantity	Cost	Proceeds	S/T Gain	L/T Gain
01/15/2010	01/14/2010	954 17	14,589 23	11,993 90	0 00	(2,595 33)
07/01/2010	06/30/2010	399 42	6,107 05	5,372 12	0 00	(734 92)
IPATH S&P 500 VIX S/T FUT ETN						
01/20/2010	01/14/2010	256 00	11,304 45	7,322 82	(3,981 63)	0 00
04/09/2010	04/06/2010	344 00	15,190 35	6,974 17	(8,216 18)	0 00
04/09/2010	04/06/2010	132 00	4,949 78	2,676 13	(2,273 65)	0 00
04/09/2010	04/06/2010	64 00	1,687 67	1,297 52	(390 15)	0 00
ISHARES BARCLAYS 20+ YR TREAS						
10/15/2009	10/09/2009	12 00	1,232 79	1,148 49	(84 30)	0 00
07/06/2010	06/30/2010	25 00	2,568 30	2,535 77	0 00	(32 53)
08/13/2010	08/10/2010	45 00	4,622 95	4,509 41	0 00	(113 54)
ISHARES IBOXX$ INVEST GRADE CORP BOND FUND						
11/02/2009	10/28/2009	11 00	993 80	1,151 30	157 50	0 00
01/20/2010	01/14/2010	301 00	27,194 00	31,700 11	0 00	4,506 11
01/20/2010	01/14/2010	93 00	9,411 60	9,794 38	0 00	382 78
08/13/2010	08/10/2010	45 00	4,554 00	4,967 94	0 00	413 94
ISHARES JAPAN						
12/17/2009	12/14/2009	120 00	997 20	1,189 17	0 00	191 97
01/20/2010	01/14/2010	1,490 00	12,381 90	15,570 45	0 00	3,188 55
ISHARES LEHMAN US TREAS INFLATION PROTECTED						
11/02/2009	10/28/2009	8 00	824 32	828 63	4 31	0 00
12/17/2009	12/14/2009	1 00	103 04	104 52	1 48	0 00
01/20/2010	01/14/2010	131 00	13,498 24	13,720 25	222 01	0 00
07/06/2010	06/30/2010	160 00	16,486 40	17,085 93	0 00	599 53
07/06/2010	06/30/2010	100 00	10,164 41	10,678 71	0 00	514 30
ISHARES MSCI EMERGING MKT INDEX						
10/15/2009	10/09/2009	108 00	2,251 80	4,305 49	2,053 69	0 00
12/17/2009	12/14/2009	69 00	1,438 65	2,867 57	0 00	1,428 92
06/02/2010	05/27/2010	247 00	5,149 95	9,499 46	0 00	4,349 51
06/17/2010	06/14/2010	763 00	15,908 55	29,963 03	0 00	14,054 48
08/13/2010	08/10/2010	77 00	1,605 45	3,197 90	0 00	1,592 45
08/13/2010	08/10/2010	103 00	2,713 02	4,277 70	0 00	1,564 68
ISHARES S&P EUROPE 350						
10/15/2009	10/09/2009	20 00	523 00	772 49	249 49	0 00
11/02/2009	10/28/2009	6 00	156 90	226 38	69 48	0 00
05/19/2010	05/14/2010	263 00	6,877 45	8,784 44	0 00	1,906 99
05/19/2010	05/14/2010	32 00	854 83	1,068 83	0 00	214 00
ISHARES S&P GLBL ENERGY SECT						
10/15/2009	10/09/2009	48 00	1,513 44	1,681 56	168 12	0 00
11/02/2009	10/28/2009	59 00	1,860 27	2,068 17	207 90	0 00
05/19/2010	05/14/2010	414 00	13,053 42	13,670 66	0 00	617 24

For the Account of:

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Capital Gains Summary (Continued)

Settlement	Trade Date	Quantity	Cost	Proceeds	ST Gain	LT Gain
05/19/2010	05/14/2010	321 00	9,129 24	10,599 72	0 00	1,470 48
ISHARES S&P PREF STK INDX						
12/17/2009	12/14/2009	15 00	338 40	541 04	202 64	0 00
01/20/2010	01/14/2010	46 00	1,037 76	1,747 06	709 30	0 00
08/13/2010	08/10/2010	114 00	2,571 84	4,499 59	0 00	1,927 75
08/13/2010	08/10/2010	16 00	408 96	631 52	0 00	222 56
JP MORGAN ALERIAN MLP INDEX						
10/15/2009	10/09/2009	7 00	159 04	178 56	19 52	0 00
11/02/2009	10/28/2009	53 00	1,204 16	1,341 23	137 07	0 00
12/17/2009	12/14/2009	75 00	1,704 00	2,076 31	372 31	0 00
08/13/2010	08/10/2010	360 00	8,179 20	11,847 89	0 00	3,668 69
MARKET VECTORS GOLD MINERS						
10/15/2009	10/09/2009	200 00	6,813 12	9,652 87	2,839 75	0 00
12/17/2009	12/14/2009	70 00	2,384 59	3,383 02	998 43	0 00
01/20/2010	01/14/2010	159 00	5,416 43	7,714 55	2,298 12	0 00
PIMCO FOREIGN BOND FUND - IN						
10/13/2009	10/09/2009	164 74	1,387 10	1,681 99	294 89	0 00
12/15/2009	12/14/2009	12 83	108 00	132 63	24 63	0 00
05/20/2010	05/19/2010	27 30	280 68	269 76	(10 92)	0 00
05/20/2010	05/19/2010	30 47	312 64	301 08	(11 56)	0 00
05/20/2010	05/19/2010	162 52	1,656 08	1,605 68	(50 40)	0 00
05/20/2010	05/19/2010	1,770 53	14,907 86	17,492 83	0 00	2,584 97
05/20/2010	05/19/2010	1,474 74	11,827 44	14,570 46	0 00	2,743 02
05/20/2010	05/19/2010	793 90	6,398 86	7,843 77	0 00	1,444 91
SPDR DJ INTERNATIONAL REAL E						
10/15/2009	10/09/2009	28 00	948 06	1,011 97	63 91	0 00
05/19/2010	05/14/2010	390 00	13,205 17	12,741 43	(463 74)	0 00
06/02/2010	05/27/2010	188 00	6,365 57	5,972 21	(393 36)	0 00
06/02/2010	05/27/2010	6 00	205 26	190 60	(14 66)	0 00
06/02/2010	05/27/2010	17 00	595 84	540 04	(55 80)	0 00
06/02/2010	05/27/2010	182 00	6,527 90	5,781 61	(746 29)	0 00
06/02/2010	05/27/2010	77 00	2,620 20	2,446 06	(174 14)	0 00
SPDR DJ WILSHIRE GLOBAL REA						
03/03/2010	02/26/2010	777 00	20,217 54	24,499 96	0 00	4,282 42
SPDR DJ WILSHIRE TOTAL MARKET						
10/15/2009	10/09/2009	5 00	338 60	393 62	55 02	0 00
11/02/2009	10/28/2009	4 00	270 88	305 46	34 58	0 00
12/17/2009	12/14/2009	22 00	1,489 84	1,798 84	309 00	0 00
07/06/2010	06/30/2010	236 00	15,453 28	18,211 29	2,758 01	0 00
07/06/2010	06/30/2010	313 00	26,522 99	24,153 11	(2,369 88)	0 00
07/06/2010	06/30/2010	60 00	4,937 15	4,629 99	(307 16)	0 00
07/06/2010	06/30/2010	351 00	23,769 72	27,085 45	0 00	3,315 72

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Capital Gains Summary (Continued)

Settlement	Trade Date	Quantity	Cost	Proceeds	St Gain	Lt Gain
07/06/2010	06/30/2010	100 00	6,037 00	7,716 65	0 00	1,679 65
SPDR GOLD TRUST						
10/15/2009	10/09/2009	14 00	1,305 58	1,439 81	134 23	0 00
12/17/2009	12/14/2009	13 00	1,212 32	1,433 99	221 67	0 00
01/20/2010	01/14/2010	65 00	6,061 60	7,272 12	1,210 52	0 00
TFS MARKET NEUTRAL FUND - SELECT						
10/13/2009	10/09/2009	866 50	11,836 34	13,396 03	1,559 69	0 00
12/16/2009	12/10/2009	3,660 20			371 35	0 00
01/15/2010	01/14/2010	40 53	553 65	625 39	0 00	71 74
THE ARBITRAGE FUND - I						
10/13/2009	10/09/2009	961 39	12,017 41	12,517 34	499 93	0 00
10/29/2009	10/28/2009	46 48	580 94	605 57	24 63	0 00
12/31/2009	12/23/2009	4,254 68			1,123 66	0 00
VANGUARD CONVERTIBLE SECURITIES - INVESTOR						
10/29/2009	10/28/2009	14 71	142 55	173 89	31 34	0 00
12/15/2009	12/14/2009	89 04	862 77	1,114 75	251 98	0 00
01/15/2010	01/14/2010	107 40	1,040 68	1,389 72	0 00	349 04
05/17/2010	05/14/2010	1,624 71	15,743 44	21,040 00	0 00	5,296 56
VANGUARD REIT ETF						
10/15/2009	10/09/2009	12 00	470 93	492 60	21 67	0 00
12/17/2009	12/14/2009	37 00	1,452 04	1,631 66	179 62	0 00
05/19/2010	05/14/2010	370 00	14,520 43	18,702 22	4,181 79	0 00
08/13/2010	08/10/2010	104 00	4,081 42	5,339 30	1,257 89	0 00
08/13/2010	08/10/2010	6 00	231 17	308 04	76 87	0 00
08/13/2010	08/10/2010	65 00	2,925 59	3,337 07	411 48	0 00
			696,857.21	**765,268.97**	**2,795.62**	**67,823 32**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
AMERICAN BANK	26.
SALIENT TRUST	16.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	42.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SALIENT TRUST	31,322.	0.	31,322.
TOTAL TO FM 990-PF, PART I, LN 4	31,322.	0.	31,322.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3,770.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	3,770.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	14,592.	14,592.		0.
BANK FEES	7.	7.		0.
TO FORM 990-PF, PG 1, LN 16C	14,599.	14,599.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2008 FEDERAL TAXES	631.	631.		0.
TO FORM 990-PF, PG 1, LN 18	631.	631.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
1155 SHS VANGUARD REIT ETF	COST	53,291.	60,152.
2915 ISHARES JAPAN	COST	25,227.	28,815.
1425 ISHARES MSCI EMERGING MKT INDEX	COST	51,454.	63,797.
915 ISHARES S & P EUROPE 350	COST	31,168.	34,633.
1400 ISHARES S & P GLBL ENERGY SECT	COST	43,866.	47,404.
1140 ISHARES S & P PREF STK INDX	COST	31,217.	45,349.
2710 JP MORGAN ALERIAN MLP INDEX	COST	72,902.	91,435.
1200 MARKET VECTORS GOLD MINERS	COST	46,555.	67,116.
126 SPDR GOLD TRUST	COST	11,765.	16,117.
1360 ISHARES BARCLAYS	COST	133,338.	143,494.
680 ISHARES IBOXX$ INVEST GRADE CORP BOND FUND	COST	67,800.	76,901.
440 ISHARES LEHMAN US TREASURY INFLATION PROTECTED SECURITIES FUND	COST	44,775.	47,986.
4438 FIDELITY FLOATING RATE HIGH INCOME	COST	35,910.	42,827.
1312.5 ARTIO GLOBAL EQUITY FUND CLASS I	COST	37,967.	47,093.
5814.07 HUSSMAN STRATEGIC GROWTH FUND	COST	74,688.	77,676.
3644.10 TFS MARKET NEUTRAL FUND	COST	49,402.	57,030.
4359.83 THE ABRITRAGE FUND-I	COST	53,419.	57,114.
1640.43 VANGUARD CONVERTIBLE SEC - INV	COST	15,943.	21,867.
4039.26 PIMCO EMERG MARKETS BOND-IND	COST	42,335.	46,128.
7057.72 ABSOLUTE STRATEGIES FUND-I	COST	74,164.	75,941.
9595.5 DRIEHAUS ACTIVE INCOME FUND	COST	105,359.	106,318.
1609.5 MUTUAL GLOBAL DISCOVERY-Z	COST	44,345.	45,983.
3096.81 MUTUAL HEDGE FRONTIER LEG-A	COST	30,101.	31,278.
5994.95 VANGUARD DIVIDEND GROWTH-IV	COST	75,536.	80,572.
2853.02 WASATCH HOISINGTON US TREASURY	COST	45,341.	48,988.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,297,868.	1,462,014.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 7
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD LESHIN
800 N. SHORELINE BLVD. STE. 300N
CORPUS CHRISTI, TX 78401

TELEPHONE NUMBER

361-561-8025

FORM AND CONTENT OF APPLICATIONS

ACTUAL DOCUMENTATION HAS NOT BEEN DEVELOPED, BUT WILL BE CONSISTENT WITH INTERNAL REVENUE CODE REGULATIONS.

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

ALL SCHOLARSHIPS AND GRANTS ARE ISSUED STRICTLY FOR THE USE OF EDUCATION.