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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 10-01-2009 , and ending 09-30-2010

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
GRACE & FRANKLIN BERNSEN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
15 WEST 6TH STREET
ROOM/SUITE 1308

City or town, state, and ZIP code
TULSA, OK 741195407

A Employer identification number
23-7009414

B Telephone number (see page 10 of the instructions)
(918) 584-4711

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)* ▶$ 27,686,848

J Accounting method ☐ Cash ☐ Accrual
☑ Other (specify) MODIFIED CASH
(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) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	387,015	387,015	387,015	
	4	Dividends and interest from securities	222,913	222,913	222,913	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	29,226			
	b	Gross sales price for all assets on line 6a 29,226				
	7	Capital gain net income (from Part IV, line 2)				
	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)	25,453		25,453	
	12	**Total.** Add lines 1 through 11	664,607	609,928	635,381	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	196,000	35,280		160,720
	14	Other employee salaries and wages	47,041	8,467		38,574
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,709	1,542		6,167
	c	Other professional fees (attach schedule)	150	150		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	4,481	4,481		
	19	Depreciation (attach schedule) and depletion	2,057	2,057		
	20	Occupancy	15,520	2,794		12,726
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	25,727	2,830		22,897
	24	**Total operating and administrative expenses.** Add lines 13 through 23	298,685	57,601		241,084
	25	Contributions, gifts, grants paid	1,283,164			1,283,164
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,581,849	57,601		1,524,248
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-917,242			
	b	**Net investment income** (if negative, enter -0-)		552,327		
	c	**Adjusted net income** (if negative, enter -0-)			635,381	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	65,176	94,243	94,243
	2	Savings and temporary cash investments	1,076,155	807,620	2,943,656
	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 15 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			
	10a	Investments—U S and state government obligations (attach schedule)	6,955,466	6,750,855	4,682,839
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 18,820 Less accumulated depreciation (attach schedule) ▶ 18,820			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	18,496,376	18,025,271	19,963,176
	14	Land, buildings, and equipment basis ▶ 71,178 Less accumulated depreciation (attach schedule) ▶ 68,244	4,992	2,934	2,934
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	26,598,165	25,680,923	27,686,848
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)		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	26,598,165	25,680,923	
	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			
	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)	26,598,165	25,680,923	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	26,598,165	25,680,923	

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	26,598,165
2	Enter amount from Part I, line 27a	2	-917,242
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	25,680,923
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	25,680,923

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			

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

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	1,344,162	27,382,558	0 049088
2007	1,723,925	31,913,090	0 054019
2006	1,481,729	34,116,948	0 043431
2005	1,393,875	32,118,442	0 043398
2004	1,418,360	30,320,440	0 046779

2	**Total** of line 1, column (d).	2	0 236715
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 047343
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	26,883,714
5	Multiply line 4 by line 3.	5	1,272,756
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,523
7	Add lines 5 and 6.	7	1,278,279
8	Enter qualifying distributions from Part XII, line 4.	8	1,524,248

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 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	5,523
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	5,523
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,523
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	20,973		
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	20,973
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	15,450
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 15,450	**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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____ **(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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶WWW GUIDESTAR ORG

14 The books are in care of ▶JOHN STRONG Telephone no ▶(918) 584-4711

Located at ▶15 W 6TH SUITE 1308 TULSA OK ZIP+4 ▶741195407

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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		
	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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☐ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
DONALD E PRAY 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	49,000	0	0
DONALD F MARLAR 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	49,000	0	0
JOHN D STRONG JR 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	49,000	0	0
W BLAND WILLIAMSON 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	49,000	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				

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

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

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

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

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

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
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	27,173,224
b	Average of monthly cash balances	1b	119,887
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	27,293,111
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	
3	Subtract line 2 from line 1d	3	27,293,111
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	409,397
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,883,714
6	**Minimum investment return.** Enter 5% of line 5	6	1,344,186

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	1,344,186
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,523		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,523
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,338,663
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,338,663
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,338,663

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	1,524,248
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	
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	1,524,248
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	5,523
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,518,725

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				1,338,663
2	Undistributed income, if any, as of the end of 2008				
a	Enter amount for 2008 only.				
b	Total for prior years 20___ , 20___ , 20___				
3	Excess distributions carryover, if any, to 2009				
a	From 2004.				
b	From 2005.				
c	From 2006.				
d	From 2007. 162,904				
e	From 2008.				
f	**Total** of lines 3a through e.	162,904			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,524,248				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2009 distributable amount.				1,338,663
e	Remaining amount distributed out of corpus	185,585			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	348,489			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	348,489			
10	Analysis of line 9				
a	Excess from 2005. . . .				
b	Excess from 2006. . . .				
c	Excess from 2007. . . . 162,904				
d	Excess from 2008. . . .				
e	Excess from 2009. . . . 185,585				

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

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

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

	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 organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)**

1 Information Regarding Foundation Managers:

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

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

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

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

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

TRUSTEES OF THE BERNSEN FOUNDATION
15 W 6TH STREET SUITE 1308
TULSA,OK 741195407
(918) 584-4711

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

ALL APPLICATIONS WILL BE CONSIDERED, REGARDLESS OF FORM

c Any submission deadlines

THERE ARE NO SUBMISSIONS DEADLINES APPLICATIONS WILL BE CONSIDERED ON THE 12TH DAY OF EACH MONTH

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

RESTRICTIONS OR LIMITATIONS ON AWARDS THE FOLLOWING "STATEMENT OF POLICIES" IS TAKEN FROM THE MINUTES OF A SPECIAL MEETING OF THE BOARD OF TRUSTEES OF THE GRACE & FRANKLIN BERNSEN FOUNDATION STATEMENT OF POLICIES 1)-THE TRUSTEES WILL GENERALLY CONSIDER FUNDING REQUESTS ONLY FROM THE TULSA AREA CHARITABLE ORGANIZATIONS 2)-THE TRUSTEES WILL GENERALLY ONLY CONSIDER FUNDING PROGRAMS AND PROJECTS THAT WILL PROVIDE A DEFINED BENEFIT SUCH AS CAPITAL PROJECTS, BUILDING PROGRAMS, OR SPECIFIC PROGRAM NEEDS OF THE ORGANIZATION 3)-THE TRUSTEES WILL GENERALLY ONLY MAKE GIFTS WHICH WILL BE MEANINGFUL IN AMOUNT AND BENEFIT TO THE RECIPIENT

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* See Additional Data Table				
Total . . . . ▶ **3a**				1,283,164
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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			14	387,015	
4 Dividends and interest from securities. . . .			14	222,913	
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					29,226
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a OIL & GAS			15	25,017	
b MISCELLANEOUS					436
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				634,945	29,662

13 **Total.** Add line 12, columns (b), (d), and (e). 13 664,607

(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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

(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

******	2011-02-15	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Preparer's Signature	MICHAEL K BURKE CPA	2011-02-15		
Firm's name (or yours if self-employed), address, and ZIP code	BRISCOE BURKE & GRIGSBY LLP 4120 EAST 51ST STREET SUITE 100 TULSA, OK 741353633		EIN ▶ Phone no (918) 749-8337	

Additional Data

Software ID: 09000034
Software Version: 09550952
EIN: 23-7009414
Name: GRACE & FRANKLIN BERNSEN FOUNDATION

Form 990PF Part XV Line 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*				
ABBA'S FAMILY HOUSING823 S DETROIT STE 110 TULSA, OK 74120			FUNDS FOR PROGRAMS	25,000
ALZHEIMER'S ASSOCIATION6565 S YALE AVE 312 TULSA, OK 74136			FUNDS FOR PROGRAMS	7,500
AMERICAN RED CROSS10151 E 11 ST TULSA, OK 74136			FUND FOR PROGRAMS	15,000
BASKET OF DREAMSPO BOX 4103 TULSA, OK 74159			FUNDS FOR PROGRAMS	5,000
BIG BROTHERS BIG SISTERS3015 E SKELLY DR TULSA, OK 74105			FUNDS FOR PROGRAMS	12,500
CAMP FIRE USA706 S BOSTON AVE TULSA, OK 74119			FUNDS FOR PROGRAMS	18,000
CHILD ABUSE NETWORK2829 S SHERIDAN TULSA, OK 74129			FUNDS FOR PROGRAMS	25,000
CROSSTOWN LEARNING CENTER 2501 E ARCHER TULSA, OK 74110			FUNDS FOR PROGRAMS	25,000
DAYSPRING VILLAPO BOX 1558 SAND SPRINGS, OK 74063			FUNDS FOR NEW ROOF	10,000
DVIS4300 S HARVARD SUITE 10 TULSA, OK 74135			FUNDS FOR PROGRAMS	14,394
EASTERN OKLAHOMA DONATD D 3741 S PEORIA AVE TULSA, OK 74105			FUNDS FOR PROGRAMS	13,000
FIRST PRESBYTERIAN CHURCH709 S BOSTON TULSA, OK 74119			FUNDS FOR PROGRAMS	235,000
THE FIRST TEE-TULSAPO BOX 702298 TULSA, OK 74153			FUNDS FOR PROGRAMS	5,000
GIRL SCOUTS OF EASTERN OK 2432 E 51ST ST TULSA, OK 74135			FUNDS FOR PROGRAMS	12,000
GILCREASE MUSEUM1400 GILCREASE MUSEUM RD TULSA, OK 74122			FUNDS FOR PROGRAMS AND CAPITAL IMPRO	50,000
Total . . . . ▶ **3a**				1,283,164

Form 990PF Part XV Line 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*				
GOODWILL INDUSTIRES2800 SOUTHWEST BLVD TULSA,OK 74107			FUNDS FOR PROGRAMS	10,000
HAPPY HANDS8801 S GARNETT BROKEN ARROW,OK 74135			FUNDS FOR PROGRAMS	10,000
HARVEST HOUSE1439 E 71ST ST TULSA,OK 74136			FUNDS FOR PROGRAMS	18,000
HOSPICE OF GREEN COUNTRY 2121 S COLUMBIA AVE TULSA,OK 74114			FUNDS FOR PROGRAMS	10,000
BSA INDIAN NATIONS COUN4295 S GARNETT TULSA,OK 74146			FUNDS FOR PROGRAMS	10,000
IRON GATE501 S CINCINNATI TULSA,OK 74103			FUNDS FOR FEEDING THE NEEDY	10,000
JOHN 316 MISSION506 N CHEYENNE AVE PO TULSA,OK 74103			FUNDS FOR HISPANIC PROGRAM	10,000
JUNIOR ACHIEVEMENT OF OK3947 S 103RD E AV TULSA,OK 74146			FUNDS FOR PROGRAMS	10,000
KIPP TULSA COLLEGE PREP1661 E VIRGIN ST TULSA,OK 74106			FUNDS FOR PROGRAMS	6,000
LEGAL AID SERVICES OF OK907 S DETROIT TULSA,OK 74103			FUNDS FOR PROGRAMS	10,000
LIFE SENIOR SERVICES5950 E 31ST TULSA,OK 74135			FUNDS FOR PROGRAMS	10,000
LOLLIPOPS RAINBOWS5103 S SHERIDAN 670 TULSA,OK 74145			FUNDS FOR AN EDUCATIONAL PROGRAM	3,000
MARGARET HUDSON PROGRAM 1515 S 71ST E AVE TULSA,OK 74112			FUNDS FOR PROGRAMS	15,000
MEALS ON WHEELS12620 E 31ST STREET TULSA,OK 74146			FUNDS FOR PROGRAMS	17,000
NEIGHBORS ALONG THE LINE5000 CHARLES PAGE BLVD TULSA,OK 74127			FUNDS FOR PROGRAMS	15,000
Total . . . . ▶ **3a**				1,283,164

Form 990PF Part XV Line 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*				
OKLAHOMA FOUNDATION FOR E SUITE 1420-W OKLAHOMA CITY, OK 73102			FUNDS FOR PROGRAMS	5,000
OPERATION AWARE7226 E 41ST ST TULSA, OK 74145			FUNDS FOR PROGRAMS	7,500
PARENT CHILD CENTER1421 S BOSTON TULSA, OK 74119			FUNDS FOR PROGRAMS	18,000
REBUILDING TULSA TOGETHER14 E 7TH ST S TULSA, OK 74152			FUNDS FOR PROGRAMS	10,000
ROGERS STATE UNIVERSITY1701 W WILL ROGERS BLVD CLAREMORE, OK 74017			FUNDS FOR PROGRAMS	125,000
RONALD MCDONALD HOUSE6102 S HUDSON TULSA, OK 74136			FUNDS FOR PROGRAMS	5,000
SIMON ESTES ED FOUNDATIO100 N GREENWOOD AVE TULSA, OK 74120			FUNDS FOR PROGRAMS	12,000
ST JOHN'S MEDICAL CENTER1923 S UTICA AVE TULSA, OK 74104			FUNDS FOR CAPITAL AND PROGRAMS	200,000
STREET SCHOOL1135 S YALE TULSA, OK 74112			FUNDS FOR PROGRAMS	2,680
TULSA AREA UNITED WAY1430 S BOULDER AVE TULSA, OK 74119			FUNDS FOR PROGRAMS	15,000
TULSA BALLET1212 E45TH PL TULSA, OK 74105			FUNDS FOR PROGRAMS	10,000
TULSA BOYS' HOMEPO BOX 11101 TULSA, OK 74153			FUNDING OF THE EQUINE PROGRAM	25,000
TULSA COMMUNITY FOUNDATIO 7010 S YALE TULSA, OK 74136			FUNDS FOR AN EDUCATIONAL SUPPLY ROOM	6,000
TULSA HABITAT FOR HUMANIT 6235 E 13TH ST TULSA, OK 74112			FUNDS FOR PROGRAMS	20,000
TULSA HISTORICAL SOCIETY2445 S PEORIA TULSA, OK 74114			FUNDS FOR PROGRAMS	14,690
Total . . . . ▶ 3a				1,283,164

Form 990PF Part XV Line 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*				
TULSA HUB7030 S YALE STE 600 TULSA, OK 74136			FUNDS FOR PROGRAMS	15,000
TULSA LIBRARY TRUST400 CIVIC CENTER TULSA, OK 74103			FUNDS FOR PROGRAMS	5,000
UNIVERSITY OF TULSA600 S COLLEGE AVE TULSA, OK 74104			FUNDS FOR PROGRAMS	50,000
VOICES OF OKLAHOMA4310 E 79TH ST TULSA, OK 74136			FUNDS FOR PROGRAMS	20,000
VOLUNTEER CENTRAL GREATER 3708 SOUTHWEST BLVD TULSA, OK 74107			FUNDS FOR PROGRAMS	9,250
YOUTH SERVICES OF TULSA311 S MADISON TULSA, OK 74103			FUNDS FOR PROGRAMS	50,000
TOWN COUNTRY SCHOOL5150 E 101ST ST S TULSA, OK 74137			FUNDS FOR PROGRAMS	6,650
THERAPUTIC SERVICE DOGS7717 E21ST ST SUTIE B TULSA, OK 74129			FUNDS FOR PROGRAMS	15,000
Total . . . . ▶ **3a**				1,283,164

TY 2009 Accounting Fees Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING/REVIEW	7,709	1,542		6,167

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

TY 2009 Depreciation Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DEPRECIATION						2,057			

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

TY 2009 Gain/Loss from Sale of Other Assets Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
		PURCHASE			29,226				29,226	

TY 2009 Investments - Land Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OIL & GAS ROYALTIES	18,820	18,820		

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TY 2009 Investments - Other Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD SHORT TERM		88,500	122,791
DODGE & COX STOCK FUND		2,995,038	3,372,541
MERRILL LYNCH-AMER EURO PACIFIC		3,684,437	4,333,314
VANGUARD SMALL CAP INDEX FUND		2,712,169	3,677,077
VANGUARD 500 INDEX FUND		8,545,127	8,457,453

TY 2009 Land, Etc. Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	71,178	68,244	2,934	2,934

TY 2009 Other Expenses Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES & SUBS	2,723	299		2,424
INSURANCE - OFFICE	836	92		744
INSURANCE-EMPLOYEE	13,258	1,458		11,800
INSURANCE-WORKER'S COMP	497	55		442
INVESTMENT FEES	150	17		133
MISCELLANEOUS BUSINESS EXP	1,015	112		903
OFFICE SUPPLIES	2,335	257		2,078
PARKING	879	97		782
TELEPHONE	4,034	443		3,591

TY 2009 Other Income Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS	25,017		25,017
MISCELLANEOUS	436		436

TY 2009 Other Professional Fees Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT OTHER PROFESSIONAL FEES	150	150		

TY 2009 Taxes Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAXES				
OTHER TAXES PAID	868	868		
PAYROLL TAX	3,613	3,613		

NOTICE CONCERNING ANNUAL RETURN OF PRIVATE FOUNDATION

Under Section 6104

of the Internal Revenue Code

Notice is hereby given that the 2009 Annual Return for the fiscal year ended September 30, 2010 of THE GRACE AND FRANKLIN BERNSEN FOUNDATION, a private foundation, is available for inspection in the Foundation's office at 15 West 6th Street, Tulsa, Oklahoma, during regular business hours to any citizen making application within 180 days to John Strong, Trustee.

THE GRACE AND FRANKLIN BERNSEN FOUNDATION

BY: John Strong, Trustee

Date of notice of availability of the annual return published in a newspaper: 2/18/2011

Name of the newspaper: Tulsa Daily Commerce & Legal News