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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning DEC 1, 2009, and ending NOV 30, 2010

6 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 JOE BOSWELL FOUNDATION, INC.		A Employer identification number 43-6535574
	Number and street (or P.O. box number if mail is not delivered to street address) 1078 S JEFFERSON		B Telephone number 417-588-4151
	City or town, state, and ZIP code LEBANON, MO 65536		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 395,666.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		(Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		3,773.	3,773.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		32,364.			
b Gross sales price for all assets on line 6a		423,121.			
7 Capital gain net income (from Part IV, line 2)			32,364.		
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		137.	137.		STATEMENT 2
12 Total. Add lines 1 through 11		36,274.	36,274.		
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 STMT 3		5,000.	5,000.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		4,222.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		2,132.	2,132.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		11,354.	7,132.		0.
25 Contributions, gifts, grants paid		14,685.			14,685.
26 Total expenses and disbursements. Add lines 24 and 25		26,039.	7,132.		14,685.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		10,235.			
b Net investment income (if negative, enter -0-)			29,142.		
c Adjusted net income (if negative, enter -0-)				N/A	

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216

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-275.		
	2 Savings and temporary cash investments	25,075.	-2,303.	-2,303.
	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 STMT 6	231,635.	253,186.	266,512.
	c Investments - corporate bonds STMT 7	0.	15,787.	15,457.
11 Investments - land, buildings, and equipment basis ▶ 116,000.				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans	116,000.	116,000.	116,000.	
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	372,435.	382,670.	395,666.	
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 ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	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	372,435.	382,670.	
	30 Total net assets or fund balances	372,435.	382,670.	
	31 Total liabilities and net assets/fund balances	372,435.	382,670.	

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	372,435.
2 Enter amount from Part I, line 27a	2	10,235.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	382,670.
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	382,670.

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				
b SEE ATTACHED STATEMENTS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 423,121.		390,757.	32,364.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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			32,364.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	32,364.
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	10,092.	335,950.	.030040
2007	15,822.	279,293.	.056650
2006	11,880.	313,059.	.037948
2005	3,400.	285,576.	.011906
2004	7,350.	278,958.	.026348

2 Total of line 1, column (d)	2	.162892
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	.032578
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	382,826.
5 Multiply line 4 by line 3	5	12,472.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	291.
7 Add lines 5 and 6	7	12,763.
8 Enter qualifying distributions from Part XII, line 4 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.	8	14,685.

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 ☒ and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2009 estimated tax payments and 2008 overpayment credited to 2009

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2010 estimated tax

Refunded

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

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?

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• 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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) MO

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

N/A

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 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? Website address ► N/A	13	X	
14	The books are in care of ► JOE BOSWELL Located at ► 194 28TH AVENUE, SAN FRANCISCO, CA Telephone no. ► 417-588-4151 ZIP+4 ► 94121			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► 2008, 2007, 2005, 2004 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.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	X
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? 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?	4a	X
	4b	X

Form 990-PF (2009)

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

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?

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

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
JOE BOSWELL	DIRECTOR			
194 29TH AVENUE				
SAN FRANCISCO, CA 94121	0.00	0.	0.	0.
KIMBERLY BOSWELL	DIRECTOR			
194 29TH AVENUE				
SAN FRANCISCO, CA 94121	0.00	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	
	0.
2 N/A	
	0.
All other program-related investments. See instructions.	
3 N/A	
	0.
	0.
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	258,275.
b Average of monthly cash balances	1b	14,381.
c Fair market value of all other assets	1c	116,000.
d Total (add lines 1a, b, and c)	1d	388,656.
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	388,656.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,830.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	382,826.
6 Minimum investment return. Enter 5% of line 5	6	19,141.

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	19,141.
2a Tax on investment income for 2009 from Part VI, line 5	2a	291.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	291.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	18,850.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	18,850.
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	18,850.

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	14,685.
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	14,685.
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	291.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,394.

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				18,850.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			16,673.	
b Total for prior years: 2007, 2005, 2004		56,299.		
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: ▶ \$ 14,685.				
a Applied to 2008, but not more than line 2a			14,685.	
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		56,299.		
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		56,299.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			1,988.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				18,850.
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				

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(i)(3) or

4942(1)(5)

- 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.

- 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**

[illegible]

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 8

- 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		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 9					
Total				▶ 3a	14,685.
b Approved for future payment					
NONE					
Total				▶ 3b	0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion code	(d) Amount		
1 Program service revenue:							
a _____							
b _____							
c _____							
d _____							
e _____							
f _____							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash investments							
4 Dividends and interest from securities				14	3,773.		
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				14	137.		
8 Gain or (loss) from sales of assets other than inventory				18	32,364.		
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.		36,274.	0.	
13 Total. Add line 12, columns (b), (d), and (e)						13 36,274.	

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

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

JOE BOSWELL FOUNDATION, INC.

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	CHIMERA INVT CORP COM	P	08/18/09	12/22/09
b	ISHARES INC MSCI JAPAN INDEX FUND	P	01/31/07	12/17/09
c	KKR FINANCIAL HOLDINGS LLC COM	P	08/24/09	01/12/10
d	PLX TECHNOLOGY INC	P	10/29/09	01/26/10
e	UNITED STATES NAT GAS FD LP UNIT	P	VARIOUS	VARIOUS
f	FLEXTRONICS INTL LTD ORD SHS	P	01/12/10	01/28/10
g	KKR FINANCIAL HOLDINGS LLC COM	P	08/24/09	01/28/10
h	RENESOLA LTD SPONS ADR	P	08/18/09	02/08/10
i	ADVANCED ENERGY INDS COM	P	12/17/09	03/31/10
j	ISHARES TR RUSSELL 1000 GROWTH INDEX FD	P	01/31/07	03/09/10
k	SECTOR SPDR TR SHS BEN INT TECHNOLOGY	P	01/31/07	03/09/10
l	CALLON PETROLEUM CORP	P	03/09/10	04/05/10
m	EXTREME NETWORKS INC COM	P	09/15/09	04/27/10
n	POWER ONE INC COM	P	08/18/09	04/27/10
o	SILICON IMAGE INC COM	P	03/10/10	04/28/10

(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 7,665.		7,200.	465.
b 9,893.		14,355.	-4,462.
c 9,559.		4,394.	5,165.
d 6,064.		4,125.	1,939.
e 14,179.		15,418.	-1,239.
f 10,174.		10,406.	-232.
g 7,738.		3,662.	4,076.
h 13,833.		15,090.	-1,257.
i 8,296.		6,249.	2,047.
j 10,218.		11,323.	-1,105.
k 14,138.		14,849.	-711.
l 14,330.		10,120.	4,210.
m 5,448.		4,065.	1,383.
n 6,652.		1,700.	4,952.
o 5,835.		4,273.	1,562.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			465.
b			-4,462.
c			5,165.
d			1,939.
e			-1,239.
f			-232.
g			4,076.
h			-1,257.
i			2,047.
j			-1,105.
k			-711.
l			4,210.
m			1,383.
n			4,952.
o			1,562.

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).
If (loss), enter "-0-" in Part I, line 8

3

JOE BOSWELL FOUNDATION, INC.

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	POWER ONE INC COM	P	08/18/09	04/30/10
b	POWER ONE INC COM	P	08/18/09	05/03/10
c	PHOENIX TECH LTD	P	01/06/10	VARIOUS
d	POWER ONE INC COM	P	08/18/09	05/11/10
e	AMKOR TECHNOLOGY INC COM	P	01/12/10	05/18/10
f	SILICON IMAGE INC COM	P	03/10/10	05/18/10
g	SPRINT NEXTEL CORP FON SHS	P	05/06/10	05/18/10
h	SILICON IMAGE INC COM	P	03/10/10	05/19/10
i	SPRINT NEXTEL CORP FON SHS	P	05/06/10	05/25/10
j	POWER ONE INC COM	P	08/18/09	05/26/10
k	AMKOR TECHNOLOGY INC COM	P	01/12/10	05/27/10
l	POWER ONE INC COM	P	08/18/09	05/27/10
m	YINGLI GREEN HLDG CO LTD ADR	P	VARIOUS	VARIOUS
n	AMKOR TECHNOLOGY INC COM	P	01/12/10	06/15/10
o	SILICON IMAGE INC COM	P	03/10/10	06/15/10

(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	5,510.		1,020.	4,490.
b	8,674.		1,360.	7,314.
c	10,434.		11,900.	-1,466.
d	3,007.		544.	2,463.
e	1,490.		1,568.	-78.
f	555.		427.	128.
g	352.		300.	52.
h	2,568.		1,923.	645.
i	376.		300.	76.
j	1,480.		272.	1,208.
k	1,847.		1,917.	-70.
l	977.		170.	807.
m	12,379.		15,116.	-2,737.
n	1,031.		1,046.	-15.
o	1,744.		1,424.	320.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,490.
b			7,314.
c			-1,466.
d			2,463.
e			-78.
f			128.
g			52.
h			645.
i			76.
j			1,208.
k			-70.
l			807.
m			-2,737.
n			-15.
o			320.

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).

If (loss), enter "-0-" in Part I, line 8

3

JOE BOSWELL FOUNDATION, INC.

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	SUNPOWER CORP COM CL A	P	05/20/10	06/17/10
b	ADVANCED ENERGY INDS COM	P	12/17/09	06/18/10
c	SILICON IMAGE INC COM	P	03/10/10	06/18/10
d	SPRINT NEXTEL CORP FON SHS	P	05/06/10	06/18/10
e	DRYSHIPS INC COM SHS	P	10/06/09	VARIOUS
f	DIANA SHIPPING INC COM	P	05/07/10	07/16/10
g	POWER ONE INC COM	P	08/18/09	VARIOUS
h	SUNPOWER CORP COM CL A	P	05/20/10	07/21/10
i	ADVANCED ENERGY INDS COM	P	VARIOUS	07/22/10
j	FLEXTRONICS INTL LTD ORD SHS	P	VARIOUS	07/23/10
k	POWER ONE INC COM	P	08/18/09	07/23/10
l	SILICON IMAGE INC COM	P	03/10/10	07/28/10
m	SAFE BULKERS INC COM	P	05/11/10	07/29/10
n	BANK OF AMERICA COM	P	07/01/10	07/29/10
o	POWER ONE INC COM	P	08/18/09	VARIOUS

(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	4,335.	3,330.	1,005.
b	4,966.	4,374.	592.
c	1,170.	855.	315.
d	350.	300.	50.
e	2,880.	5,256.	-2,376.
f	1,317.	1,354.	-37.
g	2,543.	374.	2,169.
h	3,328.	2,775.	553.
i	5,591.	4,244.	1,347.
j	9,318.	10,744.	-1,426.
k	2,289.	306.	1,983.
l	3,368.	2,279.	1,089.
m	1,150.	1,106.	44.
n	4,212.	4,203.	9.
o	4,096.	510.	3,586.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,005.
b			592.
c			315.
d			50.
e			-2,376.
f			-37.
g			2,169.
h			553.
i			1,347.
j			-1,426.
k			1,983.
l			1,089.
m			44.
n			9.
o			3,586.

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).

If (loss), enter "-0-" in Part I, line 8

3

JOE BOSWELL FOUNDATION, INC.

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	MEMC ELECTRONIC MATERIALS INC COM	P	VARIOUS	08/03/10
b	SILICON IMAGE INC COM	P	03/10/10	08/03/10
c	DRYSHIPS INC COM SHS	P	10/06/09	08/05/10
d	AMKOR TECHNOLOGY INC COM	P	01/12/10	08/05/10
e	FORTRESS INVT GROUP LLC DEL CL A	P	05/25/10	08/05/10
f	MEMC ELECTRONIC MATERIALS INC COM	P	05/28/10	08/09/10
g	FORTRESS INVT GROUP LLC DEL CL A	P	05/25/10	08/10/10
h	INTEL CORP COM	P	03/09/10	08/10/10
i	UQM TECHNOLOGIES INC COM	P	04/05/10	08/12/10
j	SUNPOWER CORP COM CL A	P	05/20/10	08/24/10
k	GT SOLAR INTL INC COM	P	06/16/10	08/30/10
l	RENESOLA LTD SPONS ADR	P	08/02/10	08/30/10
m	ISHARES INC MSCI TAIWAN INDEX FD	P	01/31/07	08/12/10
n	ISHARES TR S&P GSSI NAT RES INDEX FD	P	01/31/07	08/12/10
o	TORTOISE ENERGY CAP CORP COM	P	01/31/07	08/12/10

(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 2,365.		2,835.	-470.
b 665.		427.	238.
c 949.		1,314.	-365.
d 3,103.		3,485.	-382.
e 816.		776.	40.
f 3,048.		3,462.	-414.
g 1,227.		1,163.	64.
h 3,986.		4,213.	-227.
i 4,067.		6,438.	-2,371.
j 4,529.		4,994.	-465.
k 1,186.		863.	323.
l 2,197.		1,949.	248.
m 13,652.		15,588.	-1,936.
n 9,814.		10,113.	-299.
o 12,918.		13,855.	-937.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-470.
b			238.
c			-365.
d			-382.
e			40.
f			-414.
g			64.
h			-227.
i			-2,371.
j			-465.
k			323.
l			248.
m			-1,936.
n			-299.
o			-937.

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).

If (loss), enter "-0-" in Part I, line 8

3

JOE BOSWELL FOUNDATION, INC.

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	GT SOLAR INTL INC COM	P	06/16/10	09/01/10
b	RENESOLA LTD SPONS ADR	P	08/02/10	09/02/10
c	GT SOLAR INTL INC COM	P	VARIOUS	09/03/10
d	RENESOLA LTD SPONS ADR	P	VARIOUS	VARIOUS
e	INTEL CORP COM	P	03/09/10	09/09/10
f	MICROSOFT CORP COM	P	07/23/10	09/09/10
g	GT SOLAR INTL INC COM	P	06/21/10	VARIOUS
h	RRI ENERGY INC COM	P	05/05/10	09/20/10
i	INTEL CORP COM	P	VARIOUS	09/21/10
j	RRI ENERGY INC COM	P	VARIOUS	09/21/10
k	AMKOR TECHNOLOGY INC COM	P	01/12/10	09/29/10
l	SHORETEL INC COM	P	08/30/10	VARIOUS
m	EXTREME NETWORKS INC COM	P	09/15/09	09/20/10
n	MICROSOFT CORP COM	P	07/23/10	10/01/10
o	ISHARES INC MSCI GERMANY INDEX FD	P	06/11/10	10/05/10

	(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	2,033.		1,438.	595.
b	1,367.		1,169.	198.
c	1,290.		877.	413.
d	8,913.		7,090.	1,823.
e	4,493.		5,267.	-774.
f	2,414.		2,569.	-155.
g	1,937.		1,510.	427.
h	1,238.		1,378.	-140.
i	6,638.		7,357.	-719.
j	5,578.		6,163.	-585.
k	675.		697.	-22.
l	2,760.		2,583.	177.
m	651.		542.	109.
n	4,885.		5,137.	-252.
o	2,225.		1,933.	292.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			595.
b			198.
c			413.
d			1,823.
e			-774.
f			-155.
g			427.
h			-140.
i			-719.
j			-585.
k			-22.
l			177.
m			109.
n			-252.
o			292.

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).
If (loss), enter "-0-" in Part I, line 8

3

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	STEC INC COM	P	08/10/10	10/05/10
b	AMKOR TECHNOLOGY INC COM	P	05/11/10	10/06/10
c	STEC INC COM	P	VARIOUS	VARIOUS
d	MICRON TECHNOLOGY INC	P	09/21/10	10/12/10
e	SPIRE CORP COM	P	02/08/10	10/12/10
f	GT SOLAR INTL INC COM	P	06/21/10	VARIOUS
g	STEC INC COM	P	08/24/10	10/19/10
h	MICRON TECHNOLOGY INC	P	09/21/10	10/20/10
i	SHORETEL INC COM	P	08/30/10	10/20/10
j	AMKOR TECHNOLOGY INC COM	P	VARIOUS	10/25/10
k	MICRON TECHNOLOGY INC	P	09/21/10	10/25/10
l	AMKOR TECHNOLOGY INC COM	P	07/02/10	10/26/10
m	MICRON TECHNOLOGY INC	P	09/21/10	10/26/10
n	PLX TECHNOLOGY INC	P	10/29/09	10/26/10
o	STEC INC COM	P	VARIOUS	VARIOUS

(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 1,335.		1,400.	-65.
b 684.		670.	14.
c 2,082.		1,972.	110.
d 782.		694.	88.
e 973.		678.	295.
f 1,358.		906.	452.
g 738.		572.	166.
h 2,286.		2,082.	204.
i 537.		470.	67.
j 689.		606.	83.
k 979.		867.	112.
l 692.		542.	150.
m 775.		694.	81.
n 1,849.		1,650.	199.
o 3,075.		2,316.	759.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-65.
b			14.
c			110.
d			88.
e			295.
f			452.
g			166.
h			204.
i			67.
j			83.
k			112.
l			150.
m			81.
n			199.
o			759.

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).
If (loss), enter "-0-" in Part I, line 8

3

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	SHORETEL INC COM	P	08/30/10	10/27/10
b	SILICON IMAGE INC COM	P	03/10/10	10/27/10
c	AXT INC COM	P	09/30/10	10/28/10
d	SHORETEL INC COM	P	08/30/10	10/28/10
e	TWO HBRS INVT CORP COM	P	05/24/10	10/28/10
f	MEMC ELECTRONIC MATERIALS INC COM	P	10/05/10	10/29/10
g	MICRON TECHNOLOGY INC	P	09/21/10	10/29/10
h	SHORETEL INC COM	P	VARIOUS	10/29/10
i	TWO HBRS INVT CORP COM	P	05/24/10	10/29/10
j	UQM TECHNOLOGIES INC COM	P	04/05/10	10/29/10
k	BEACON PWR CORP COM	P	08/18/09	10/14/10
l	CHIMERA INVT CORP COM	P	08/18/09	VARIOUS
m	POWER ONE INC COM	P	08/18/09	10/28/10
n	STEC INC COM	P	08/24/10	10/22/10
o	GT SOLAR INTL INC COM	P	VARIOUS	11/01/10

(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 855.		704.	151.
b 2,440.		1,140.	1,300.
c 1,048.		993.	55.
d 872.		704.	168.
e 461.		416.	45.
f 3,829.		3,675.	154.
g 1,440.		1,214.	226.
h 931.		729.	202.
i 925.		833.	92.
j 706.		1,288.	-582.
k 310.		667.	-357.
l 8,117.		7,200.	917.
m 1,103.		136.	967.
n 733.		572.	161.
o 801.		615.	186.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			151.
b			1,300.
c			55.
d			168.
e			45.
f			154.
g			226.
h			202.
i			92.
j			-582.
k			-357.
l			917.
m			967.
n			161.
o			186.

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).
If (loss), enter "-0-" in Part I, line 8

3

JOE 'BOSWELL FOUNDATION, INC.

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	SATCON TECHNOLOGY CORP	P	10/15/10	11/01/10
b	GT SOLAR INTL INC COM	P	07/22/10	11/02/10
c	AMKOR TECHNOLOGY INC COM	P	07/02/10	11/04/10
d	GT SOLAR INTL INC COM	P	VARIOUS	11/04/10
e	AMKOR TECHNOLOGY INC COM	P	07/02/10	11/05/10
f	SATCON TECHNOLOGY CORP	P	10/15/10	11/05/10
g	SHORETEL INC COM	P	09/10/10	11/12/10
h	GT SOLAR INTL INC COM	P	07/28/10	11/16/10
i	SILICON IMAGE INC COM	P	03/10/10	11/16/10
j	DRYSHIPS INC COM SHS	P	01/27/10	11/17/10
k	BEACON PWR CORP COM	P	06/18/10	11/23/10
l	BEACON PWR CORP COM	P	08/18/09	11/16/10
m	DRYSHIPS INC COM SHS	P	10/06/09	11/17/10
n	BEACON PWR CORP COM	P	08/18/09	VARIOUS
o				

(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 900.		930.	-30.
b 821.		626.	195.
c 739.		542.	197.
d 890.		628.	262.
e 2,034.		1,626.	408.
f 1,183.		1,136.	47.
g 1,396.		989.	407.
h 1,275.		945.	330.
i 938.		427.	511.
j 5,048.		5,546.	-498.
k 200.		322.	-122.
l 1,103.		3,337.	-2,234.
m 1,328.		1,643.	-315.
n 2,883.		9,344.	-6,461.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-30.
b			195.
c			197.
d			262.
e			408.
f			47.
g			407.
h			330.
i			511.
j			-498.
k			-122.
l			-2,234.
m			-315.
n			-6,461.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	32,364.
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CREDIT SUISSE	3,773.	0.	3,773.
TOTAL TO FM 990-PF, PART I, LN 4	3,773.	0.	3,773.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	137.	137.	
TOTAL TO FORM 990-PF, PART I, LINE 11	137.	137.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,000.	5,000.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	5,000.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	660.	0.		0.
PENALTIES	2,356.	0.		0.
INTEREST	1,206.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,222.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUST FEES	2,112.	2,112.		0.	
REGISTRATION FEE	20.	20.		0.	
TO FORM 990-PF, PG 1, LN 23	2,132.	2,132.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
AROTECH CORPORATION	12,980.	12,110.		
BEACON POWER CORPORATION	1,289.	964.		
DRYSHIPS INCORPORATED	8,989.	9,306.		
EXTREME NETWORKS INCORPORATED	14,520.	16,848.		
MORGAN STANLEY INDIA INVESTMENT	13,745.	15,882.		
MSCI SINGAPORE ISHARES	16,437.	18,704.		
PLX TECHNOLOGY INCORPORATED	18,701.	16,800.		
POWER ONE INCORPORATED	12,076.	14,175.		
STREETTRACKS GOLD	8,157.	16,928.		
AXT INC COM	3,642.	4,538.		
CITIGROUP INC COM	4,007.	4,200.		
ENERGY CONVERSION DEVICES INC	5,256.	4,715.		
EXXON MOBIL CORP COM	11,996.	13,912.		
FORTRESS INVT GROUP LLC DEL CL A	3,378.	4,560.		
GT SOLAR INTL INC COM	2,952.	2,676.		
IKANOS COMMUNICATIONS COM	8,833.	8,250.		
INFINERA CORP COM	8,795.	7,344.		
INTERNATIONAL PAPER CO	6,877.	7,491.		
JAMBA INC COM	7,205.	6,060.		
MICRON TECHNOLOGY INC	2,160.	2,178.		
PMI GROUP INC COM	3,370.	2,496.		
PFIZER INC COM	9,678.	9,780.		
RUBICON TECHNOLOGY INC COM	4,958.	4,388.		
STEC INC COM	1,196.	1,700.		
SILICON IMAGE INC COM	1,068.	2,876.		
SPIRE CORP COM	11,774.	14,135.		
UQM TECHNOLOGIES INC COM	13,127.	7,363.		
VERIZON COMMUNICATIONS COM	9,910.	9,603.		
CITIGROUP CAP XII TR PFD SECS FIXED/FLTG	26,110.	26,530.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	253,186.	266,512.		

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH & CO INC MEDIUM TERM	5,408.	5,307.
FERRELLGAS L P / FERRELLGAS FIN CORP	10,379.	10,150.
TOTAL TO FORM 990-PF, PART II, LINE 10C	15,787.	15,457.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOE BOSWELL
194 28TH AVENUE
SAN FRANCISCO, CA 94121

TELEPHONE NUMBER

417-588-4151

FORM AND CONTENT OF APPLICATIONS

IN WRITING, INCLUDE BACKGROUND OR ORGANIZATION, A COPY OF 501(C)(3)
EXEMPTION LETTER, AND PURPOSE FOR WHICH MONEY IS TO BE USED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCE IS GIVEN TO EDUCATIONAL ORGANIZATIONS.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AIDS LIFE/CYCLE P.O. BOX 60000 SAN FRANCISCO, CA 94160	NONE UNRESTRICTED	PUBLIC CHARITY	150.
DUKE UNIVERISTY 700 WEST MAIN STREET, SUITE 110 DURHAM, NC 27701	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.
ST. JOHN'S FOUNDATION FOR COMMUNITY HEALTH 1235 E CHEROKEE SPRINGFIELD, MO 65804	NONE UNRESTRICTED	PUBLIC CHARITY	2,250.
ST. JOHN'S PRESBYTERIAN CHURCH 25 LAKE STREET SAN FRANCISCO, CA 94118	NONE UNRESTRICTED	PUBLIC CHARITY	2,750.
CLINTON BUSH HAITI FUND P.O. BOX 632454 BALTIMORE, MD 21263	NONE UNRESTRICTED	PUBLIC CHARITY	5,000.
EDGEWOOD FAIR 1801 VICENTE STREET SAN FRANCISCO, CA 94116	NONE UNRESTRICTED	PUBLIC CHARITY	400.
KIPP BAY AREA SCHOOLS 426 17TH STREET, #200 OAKLAND, CA 94612	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.
OLYMPIC CLUB FOUNDATION 524 POST STREET SAN FRANCISCO, CA 94102	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.

JOE BOSWELL FOUNDATION, INC.

43-6535574

SAINT MARK'S SCHOOL
1050 EAST ALTADENA DRIVE
ALTADENA, CA 91001

NONE
UNRESTRICTED

PUBLIC
CHARITY

135.

UNIVERSITY OF PENNSYLVANIA
3537 LOCUST WALK, SUITE 100
PHILADELPHIA, PA 19104

NONE
UNRESTRICTED

PUBLIC
CHARITY

1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

14,685.