S0404671

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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

2010

For calendar year 2010, or tax year beginning , and ending

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [ ] Address change [ ] Name change

Name of foundation
SAINT SUSIE CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 800 NAVARRO
Room/suite: 210

City or town, state, and ZIP code: SAN ANTONIO TX 78205

A Employer identification number: 20-0404671

B Telephone number (see page 10 of the instructions): 210-226-9249

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: [X] 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) ▶ $ 10,239,660

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

SCANNED MAY 19 2011

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 ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	141,081	127,544	141,081	
4	Dividends and interest from securities	155,578	155,578	155,578	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	336,147			
b	Gross sales price for all assets on line 6a 2,725,902				
7	Capital gain net income (from Part IV, line 2)		44,539		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	632,806	327,661	296,659	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 2	911	911		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) Stmt 3	119,357	118,862		
24	**Total operating and administrative expenses.** Add lines 13 through 23	120,268	119,773	0	0
25	Contributions, gifts, grants paid	652,500			652,500
26	**Total expenses and disbursements.** Add lines 24 and 25	772,768	119,773	0	652,500
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-139,962			
b	**Net investment income** (if negative, enter -0-)		207,888		
c	**Adjusted net income** (if negative, enter -0-)			296,659	

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,372,815	558,563	1,100,496
	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 (att. schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) See Stmt 4	4,473,075	3,597,586	4,783,418
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 5	28,377	26,298	26,298
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ See Statement 6)	584,866	2,134,645	4,329,448
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,459,133	6,317,092	10,239,660
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	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	6,459,133	6,317,092	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,459,133	6,317,092	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,459,133	6,317,092	

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	6,459,133
2	Enter amount from Part I, line 27a	2	-139,962
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,319,171
5	Decreases not included in line 2 (itemize) ▶ See Statement 7	5	2,079
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,317,092

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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	NATIONAL FINANCIAL SERVICES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	44,539			44,539
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				44,539
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	44,539
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))
2009	470,542	7,828,015	0.060110
2008	424,705	9,162,012	0.046355
2007	433,952	10,641,136	0.040781
2006	199,780	8,806,074	0.022687
2005	114,933	6,441,363	0.017843

2	**Total** of line 1, column (d)	2	0.187776
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	0.037555
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	9,097,324
5	Multiply line 4 by line 3	5	341,650
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,079
7	Add lines 5 and 6	7	343,729
8	Enter qualifying distributions from Part XII, line 4	8	652,500

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

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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 ▶ [X] and enter 1% of Part I, line 27b		1	2,079
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3	Add lines 1 and 2		3	2,079
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2,079
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 28,377		
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	28,377
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	26,298
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 26,298 **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ None			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ WWW.SAINTSUSIE.ORG

14 The books are in care of ▶ JOHN R. HANNAH Telephone no ▶
800 NAVARRO, STE 210
Located at ▶ SAN ANTONIO TX ZIP+4 ▶ 78205

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? N/A	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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 22 of the instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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 2010 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 2010) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
JOHN R HANNAH 800 NAVARRO, SUITE 210	SAN ANTONIO TX 78205	TRUSTEE 1.00	0	0	0
FERNANDO GUERRA 3360 OAKWELL CT #201	SAN ANTONIO TX 78218	TRUSTEE 1.00	0	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 ▶ 0

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

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

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

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 (see page 24 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	8,535,626
b	Average of monthly cash balances	1b	700,236
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	9,235,862
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	9,235,862
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	138,538
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,097,324
6	**Minimum investment return.** Enter 5% of line 5	6	454,866

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	454,866
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,079		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,079
3	Distributable amount before adjustments Subtract line 2c from line 1			3	452,787
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	452,787
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	452,787

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	652,500
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	652,500
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	2,079
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	650,421

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

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Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				452,787
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			376,149	
b	Total for prior years 20 ___ , 20 ___ , 20 ___				
3	Excess distributions carryover, if any, to 2010				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
e	From 2009				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 652,500				
a	Applied to 2009, but not more than line 2a			376,149	
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 2010 distributable amount				276,351
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2010 (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				
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 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				176,436
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9.				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008				
d	Excess from 2009				
e	Excess from 2010				

DAA

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 2010, enter the date of the ruling ▶

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

	Tax year (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

JOHN R HANNAH 210-226-9249
800 NAVARRO, SUITE 210 SAN ANTONIO TX 78205

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

CONCISE WRITTEN PROPOSAL. MUST SHOW EXEMPT STATUS.

c Any submission deadlines

NONE

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

See Statement 8

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 GRANTS PAID SEE ATTACHED SCHEDULE				652,500
Total			▶ 3a	652,500
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	141,081	
4 Dividends and interest from securities			14	155,578	
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					336,147
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		296,659	336,147

13 **Total.** Add line 12, columns (b), (d), and (e) 13 632,806

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

John R Hannah. Trustee | 5-12-11 | TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
JOHN R. HANNAH	John R Hannah	5-12-11	

Firm's name ▶ John R. Hannah & Co., LLP — PTIN P00453199

Firm's address ▶ 800 Navarro, Suite 210, San Antonio, TX 78205 — Firm's EIN ▶ 74-2900458 — Phone no 210-226-9249

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
SEE ATTACHED - NATIONAL FINANCIAL SE	Various	Various	Purchase	$ 2,357,843	$ 2,357,501	$	$	$ 342
COLLECTIVE FUND, LTD.	Various	Various	Purchase		32,254			-32,254
COLLECTIVE FUND, LTD.	Various	Various	Purchase	105,998				105,998
QUANTITATIVE FUND, LTD.	Various	Various	Purchase	82,703				82,703
QUANTITATIVE FUND, LTD.	Various	Various	Purchase	102,545				102,545
UNIVERSAL EQUITY FUND	Various	Various	Purchase	1,583				1,583
UNIVERSAL EQUITY FUND	Various	Various	Purchase	30,691				30,691
Total				$ 2,681,363	$ 2,389,755	$ 0	$ 0	$ 291,608

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAXES PAID	$ 911	$ 911	$	$
Total	$ 911	$ 911	$ 0	$ 0

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
PARTNERSHIP EXPENSES	114,686	114,686		
DUES	495			
INVESTMENT EXPENSES	4,176	4,176		
Total	$ 119,357	$ 118,862	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INV. LARGE CAP GR	$ 29,887	$		$
INV. QUANTITATIVE PTRS	1,798,383	2,009,149		2,532,850
INV. COLL EQUITY	1,126,138			
INV. UNIV EQUITY	1,518,667	1,588,437		2,250,568
Total	$ 4,473,075	$ 3,597,586		$ 4,783,418

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PREPAID INCOME TAXES	$ 28,377	$ 26,298		$ 26,298
Total	$ 28,377	$ 26,298		$ 26,298

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
ASSET BACKED SECURITIES	$ 105,390	$ 775,834	$ 964,368
CORPORATE BONDS	301,124	140,000	132,439
MUNICIPAL BONDS	178,352	305,000	311,012
MUTUAL FUNDS		913,811	2,921,629
Total	$ 584,866	$ 2,134,645	$ 4,329,448

Statement 7 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
FIT EXPENSE	$ 2,079
Total	$ 2,079

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
CONCISE WRITTEN PROPOSAL. MUST SHOW EXEMPT STATUS.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
NONE

Statement 8 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
PRIMARILY IN THE SAN ANTONIO AREA. MOST AWARDS ARE RELATED IN THE AREAS OF RELIGION/HEALTH CARE/CHILDREN.

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JOHN R HANNAH
800 NAVARRO, SUITE 210
SAN ANTONIO TX 78205-1877

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CORRECTED 03/07/2011
C=CORRECTED

Additional Information

Amount

This detail information is not reported to the IRS. It may assist you in tax return preparation.

	Amount
Account Fees	6,340.39
Long-Term Realized Gain/Loss	341 65

Detail Information — Account Fees

This detail information is not reported to the IRS. It may assist you in tax return preparation

Description	Date	Amount
1Q10 ADVISOR FEES	03/23/10	1,590.67
3Q10 ADVISOR FEES	08/31/10	1,890.96
4Q10 ADVISOR FEES	10/13/10	2,086 52
4Q10 ADVISOR FEES	11/09/10	622 24
TOA DELIVERY FEE ON 12/21/2010	12/21/10	150.00
	Total Account Fees	**6,340.39**

Detail Information — Long-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes
This detail information is not reported to the IRS. It may assist you in tax return preparation

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
BREVARD CNTY FLA SCH BRD CTFS PARTN COPS / 107431BF4					
unknown	07/01/10	30,000.000	30,000.00	30,000.00	unknown
FEDL NATL MTG ASSN POOL #681844 2.69000% / 31400AP51					
unknown	01/25/10		4.53	unknown	unknown
unknown	02/25/10		4.67	unknown	unknown
unknown	03/25/10		5.00	unknown	unknown
unknown	04/25/10		5.02	unknown	unknown
unknown	05/25/10		5.01	unknown	unknown
unknown	06/25/10		5.02	unknown	unknown
unknown	07/25/10		5.01	unknown	unknown
unknown	08/25/10		5.02	unknown	unknown
unknown	09/25/10		4.90	unknown	unknown
unknown	10/25/10		5.04	unknown	unknown
unknown	11/25/10		5.05	unknown	unknown
unknown	12/25/10		63.55	unknown	unknown
		USD Subtotal	**117.82**	117.82	

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Detail Information — Long-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS It may assist you in tax return preparation

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis		Gain/Loss(-)
GOVT NATL MTG ASSN POOL #569238 6.50000% / 36200QLT9						
unknown	01/15/10		9.44	unknown		unknown
unknown	02/15/10		9 06	unknown		unknown
unknown	03/15/10		9 21	unknown		unknown
unknown	04/15/10		8 76	unknown		unknown
unknown	05/15/10		9.05	unknown		unknown
unknown	06/15/10		8 87	unknown		unknown
unknown	07/15/10		9 51	unknown		unknown
unknown	08/15/10		9.55	unknown		unknown
unknown	09/15/10		8.92	unknown		unknown
unknown	10/15/10		9.33	unknown		unknown
unknown	11/15/10		9 29	unknown		unknown
unknown	12/15/10		9 39	unknown		unknown
		USD Subtotal	**110.38**	110.38		
GOVT NATL MTG ASSN II POOL #3985 / 36202ENA3						
09/28/07	01/20/10		9,203.87	9,134.84	f p	69 03
09/28/07	02/20/10		3,233.02	3,208.77	f p	24.25
09/28/07	03/20/10		2,806 42	2,785.37	f p	21.05
09/28/07	04/20/10		3,353.96	3,328.81	f p	25.15
09/28/07	05/20/10		2,573.46	2,554.16	f p	19.30
09/28/07	06/20/10		4,002 28	3,972.26	f p	30.02
09/28/07	07/20/10		2,444 14	2,425.81	f p	18 33
09/28/07	08/20/10		4,049.00	4,018.63	f p	30 37
09/28/07	09/20/10		3,387 25	3,361.85	f p	25.40
09/28/07	10/20/10		3,179.29	3,155.45	f p	23.84
09/28/07	11/20/10		2,386.13	2,368.23	f p	17.90
09/28/07	12/20/10		3,573.65	3,546.85	f p	26.80
		USD Subtotal	**44,192.47**	**43,861.03**		
GOVT NATL MTG ASSN II POOL #4016 / 36202EN96						
09/27/07	01/20/10		11,092.50	11,057.84	f p	34.66
09/27/07	02/20/10		2,867.36	2,858.40	f p	8.96
09/27/07	03/20/10		3,457.78	3,446.97	f p	10.81
09/27/07	04/20/10		3,226.24	3,216.16	f p	10.08
09/27/07	05/20/10		1,361.69	1,357.43	f p	4.26
09/27/07	06/20/10		2,933.84	2,924.67	f p	9.17
09/27/07	07/20/10		3,878.09	3,865.97	f p	12.12
09/27/07	08/20/10		5,104 03	5,088.08	f p	15.95

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C=CORRECTED

Detail Information — Long-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis			Gain/Loss(-)
GOVT NATL MTG ASSN II POOL #4016 / 36202EN96							
09/27/07	09/20/10		3,435.48	3,424.74	f	p	10.74
09/27/07	10/20/10		2,864.49	2,855 54	f	p	8.95
09/27/07	11/20/10		3,041.04	3,031.54	f	p	9 50
09/27/07	12/20/10		3,815.59	3,803.67	f	p	11 92
		USD Subtotal	**47,078.13**	**46,931.01**			
GOVT NATL MTG ASSN POOL #564819 6 50000% / 36213UPC8							
unknown	01/15/10		551 93	unknown			unknown
unknown	02/15/10		8.81	unknown			unknown
unknown	03/15/10		263.60	unknown			unknown
unknown	04/15/10		8.31	unknown			unknown
unknown	05/15/10		8.55	unknown			unknown
unknown	06/15/10		256 70	unknown			unknown
unknown	07/15/10		121.94	unknown			unknown
unknown	08/15/10		131.84	unknown			unknown
unknown	09/15/10		9.58	unknown			unknown
unknown	10/15/10		8.23	unknown			unknown
unknown	11/15/10		94.39	unknown			unknown
unknown	12/15/10		299.27	unknown			unknown
		USD Subtotal	**1,763.15**	1,763.15			
GOVT NATL MTG ASSN POOL #781262 6.00000% / 36225BMK1							
unknown	01/15/10		124.33	unknown			unknown
unknown	02/15/10		141.91	unknown			unknown
unknown	03/15/10		64.34	unknown			unknown
unknown	04/15/10		61.41	unknown			unknown
unknown	05/15/10		95.59	unknown			unknown
unknown	06/15/10		68.77	unknown			unknown
unknown	07/15/10		74.23	unknown			unknown
unknown	08/15/10		70.84	unknown			unknown
unknown	09/15/10		31.87	unknown			unknown
unknown	10/15/10		52.74	unknown			unknown
unknown	11/15/10		56.04	unknown			unknown
unknown	12/15/10		70.66	unknown			unknown
		USD Subtotal	**912.73**	912.73			
GOVT NATL MTG ASSN POOL #651817 5 50000% / 36292LDW1							
10/05/06	01/15/10		212.81	214.14	f	p	-1.33
10/05/06	02/15/10		214 20	215.54	f	p	-1.34

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C=CORRECTED

Detail Information — Long-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis			Gain/Loss(-)
GOVT NATL MTG ASSN POOL #651817 5.50000% / 36292LDW1							
10/05/06	03/15/10		3,296.39	3,316.99	f	p	-20 60
10/05/06	04/15/10		4,237.68	4,264.17	f	p	-26 49
10/05/06	05/15/10		209.21	210.52	f	p	-1 31
10/05/06	06/15/10		207.21	208.51	f	p	-1.30
10/05/06	07/15/10		207.55	208.85	f	p	-1.30
10/05/06	08/15/10		2,720.09	2,737.09	f	p	-17 00
10/05/06	09/15/10		4,318.66	4,345.65	f	p	-26.99
10/05/06	10/15/10		201.30	202.56	f	p	-1.26
10/05/06	11/15/10		203.67	204.94	f	p	-1.27
10/05/06	12/15/10		203.51	204.78	f	p	-1.27
		USD Subtotal	**16,232.28**	**16,333.74**			
GOVT NATL MTG ASSN POOL #651852 5.50000% / 36292LEZ3							
10/05/06	01/15/10		286 70	288.49	f	p	-1.79
10/05/06	02/15/10		5,815 69	5,852.04	f	p	-36 35
10/05/06	03/15/10		279 77	281.52	f	p	-1.75
10/05/06	04/15/10		12,763.39	12,843 16	f	p	-79.77
10/05/06	05/15/10		369.84	372.15	f	p	-2.31
10/05/06	06/15/10		269.52	271.20	f	p	-1.68
10/05/06	07/15/10		271.40	273.10	f	p	-1.70
10/05/06	08/15/10		11,050.55	11,119.62	f	p	-69.07
10/05/06	09/15/10		259.78	261.40	f	p	-1 62
10/05/06	10/15/10		256 76	258.36	f	p	-1.60
10/05/06	11/15/10		260.91	262.54	f	p	-1 63
10/05/06	12/15/10		284.18	285.96	f	p	-1.78
		USD Subtotal	**32,168.49**	**32,369.54**			
GOVT NATL MTG ASSN POOL #658256 5.00000% / 36294SH91							
05/21/07	01/15/10		7,116.29	7,087.38	f	p	28.91
05/21/07	02/15/10		5,895.21	5,871.26	f	p	23 95
05/21/07	03/15/10		227.45	226.53	f	p	0.92
05/21/07	04/15/10		229.96	229.03	f	p	0.93
05/21/07	05/15/10		2,370.34	2,360.71	f	p	9.63
05/21/07	06/15/10		2,654.00	2,643.22	f	p	10.78
05/21/07	07/15/10		239.62	238.65	f	p	0.97
05/21/07	08/15/10		3,504.82	3,490.58	f	p	14.24
05/21/07	09/15/10		222.02	221.12	f	p	0.90
05/21/07	10/15/10		6,556.01	6,529.38	f	p	26.63

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Customer Service: 972-661-8700

CORRECTED 03/07/2011
C=CORRECTED

Detail Information — Long-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis			Gain/Loss(-)
GOVT NATL MTG ASSN POOL #658256 5 00000% / 36294SH91							
05/21/07	11/15/10		4,017.73	4,001.41	f	p	16 32
05/21/07	12/15/10		252.93	251 90	f	p	1 03
		USD Subtotal	**33,286.38**	**33,151.17**			
GOVT NATL MTG ASSN POOL #662353 5.50000% / 36294WZS0							
05/21/07	01/15/10		234.00	233 85	f	p	0 15
05/21/07	02/15/10		7,277.60	7,273.05	f	p	4.55
05/21/07	03/15/10		2,171 89	2,170.53	f	p	1.36
05/21/07	04/15/10		4,240 75	4,238.10	f	p	2.65
05/21/07	05/15/10		3,727.46	3,725.13	f	p	2.33
05/21/07	06/15/10		223.28	223.14	f	p	0 14
05/21/07	07/15/10		9,302.21	9,296.40	f	p	5 81
05/21/07	08/15/10		5,709.15	5,705.58	f	p	3 57
05/21/07	09/15/10		6,395.58	6,391.58	f	p	4 00
05/21/07	10/15/10		2,605.18	2,603.55	f	p	1 63
05/21/07	11/15/10		183.10	182 99	f	p	0.11
05/21/07	12/15/10		6,547 77	6,543.68	f	p	4 09
		USD Subtotal	**48,617.97**	**48,587.58**			
RIVERWALK PARTNERS COLLECTIVE FUND LTD / 769998816							
unknown	09/01/10	1,403,000.000	1,403,000 00	unknown			unknown
unknown	09/29/10	158,812.960	158,812.96	unknown			unknown
		USD Subtotal	**1,561,812.96**	1,561,812.96			
RIVERWALK PARTNERS GRANITE SQ FUND LTD / 769998857							
unknown	01/07/10	499,000.000	499,000 00	unknown			unknown
unknown	01/26/10	27,005.650	27,005.65	unknown			unknown
unknown	09/27/10	191.670	191.67	unknown			unknown
		USD Subtotal	**526,197.32**	526,197.32			
VIACOM INC SR NT 6.625% 05/15/2011 MAKE / 925524AQ3							
unknown	12/29/10	15,000.000	15,352.21	15,352.21			unknown
			2,357,842.29	2,357,500.61			

Long-Term Realized Gain	644.16
Long-Term Realized Loss	-302.51
Long-Term Realized Disallowed Loss	0.00
Total Long-Term Realized Gain/Loss	**341.65 ††**

†† - All gain/loss information may not be reflected due to incomplete cost basis information
f - FIFO (First-in, First-out)

Envelope 9086 000206 11

SAINT SUSIE CHARITABLE FOUNDATIO
JOHN R HANNAH
800 NAVARRO, SUITE 210
SAN ANTONIO TX 78205-1877

Customer Service: 972-661-8700

CORRECTED 03/07/2011
C=CORRECTED

Detail Information

Long-Term Realized Gain/Loss

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes.
This detail information is not reported to the IRS. It may assist you in tax return preparation.

p - For fixed income securities subject to paydowns (early repayment of principal), cost basis is adjusted using a method that takes paydowns into account and, in some cases, calculates original issue discount, premium, and acquisition premium using a straight-line method. Note that this method may not produce your adjusted tax basis for federal tax purposes. Refer to IRS Publication 550, *Investment Income and Expenses*, for more information and consult your tax advisor. If gain/loss has not been calculated for this position, it has had return of principal payments greater than its original cost basis.

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers

Important Tax Return Document Enclosed.

SAINT SUSIE CHARITABLE FOUNDATION
20-0404671
ATTACHMENT, FORM 990-PF
2010 CONTRIBUTIONS

AMERICAN SUNRISE 454 Soledad, Suite 300 San Antonio, TX 78205 General Support	$	5,000
ARC OF SAN ANTONIO 13430 West Avenue San Antonio, TX 78216 General Support		10,000
BLOOD & TISSUE CENTER FOUNDATION 6211 IH 10 West at First Park Ten Blvd San Antonio, TX 78201 General Support		10,000
CHILDREN'S BEREAVEMENT CENTER OF SOUTH TEXAS 205 W Olmos Drive San Antonio, TX 78212 General Support		5,000
CHILDREN'S ENVIROMENTAL HEALTH INSTITUTE 3800 Island Way Austin, TX 78746 General Support		5,000
CHILDREN'S SHELTER 2939 W Woodlawn San Antonio, TX 78228 Project MAS (Mothers and Schools)		10,000
COMMUNITIES IN SCHOOLS OF SAN ANTONIO 1616 E. Commerce Street San Antonio, TX 78205 General Support		10,000
ECUMENICAL CENTER FOR RELIGION & HEALTH 8310 Ewing Halsall Drive San Antonio, TX 78229 General Support		10,000
CHRISTIAN MEDICAL & DENTAL ASSOCIATION 7418 Eagle Ledge San Antonio, TX 78249 General Support		5,000

SAINT SUSIE CHARITABLE FOUNDATION
20-0404671
ATTACHMENT, FORM 990-PF
2010 CONTRIBUTIONS

CHRISTUS SANTA ROSA HEALTH CARE 333 N Santa Rosa Street San Antonio, TX 78207 Lecture Program	5,000
DAUGHTERS OF CHARITY SERVICES OF SAN ANTONIO 7607 Somerset Road San Antonio, TX 78211 General Support	10,000
FAITH FAMILY CLINIC P.O. Box 831226 San Antonio, TX 78283 General Support	10,000
FAMILY SERVICE ASSOCIATION 702 San Pedro San Antonio, TX 78212 General Support	3,000
FOCUS ON THE FAMILY 8605 Explorer Drive Colorado Springs, CO 80920 General Support	50,000
FRIENDS OF HOSPICE SAN ANTONIO P O. Box 40487 San Antonio, TX 78229 General Support	10,000
HELPING HANDS MINISTRIES 135 Main Street P.O Box 337 Tallulah Falls, GA 30573 Phillips Family Memorial Fund	1,000
I CARE SAN ANTONIO 5430 Fredericksburg Rd Suite 100 San Antonio, TX 78229 General Support	5,000
JOVEN, INC. P.O Box 14007 San Antonio, TX 78214 General Support	5,000

SAINT SUSIE CHARITABLE FOUNDATION
20-0404671
ATTACHMENT, FORM 990-PF
2010 CONTRIBUTIONS

JUNIOR ACHIEVEMENT OF SOUTH TEXAS, INC. 403 East Ramsey, Suite 201 San Antonio, TX 78216 JA Finance Park Program	5,000
MEDICAL INSTITUTE FOR SEXUAL HEALTH P.O. Box 162306 Austin, TX 78716 General Support	10,000
MERCED HOUSING TEXAS 212 West Laurel Street San Antonio, TX 78212 General Support	10,000
MISSION ROAD MINISTRIES 8706 Mission Rd San Antonio, TX 78214 SOAR and MORE Program	10,000
MONTE CRISTO CENTER, INC. 19931 South U.S. Hwy 281 San Antonio, TX 78221 Thanksgiving "Lean On Me" Campaign	1,000
ONE BY ONE MINISTRIES 1117-B Patricia San Antonio, TX 78213 General Support	1,500
PALO ALTO COLLEGE 1400 W. Villaret Blvd San Antonio, TX 78224 Racial and Ethnic Approach to Community Health (REACH)	25,000
RAKIFI FOUNDATION P.O Box 1988 Eustis, FL 32727 Senior Secondary School in Uganda	350,000
RAKIFI FOUNDATION P O. Box 1988 Eustis, FL 32727 General Support	50,000

SAINT SUSIE CHARITABLE FOUNDATION
20-0404671
ATTACHMENT, FORM 990-PF
2010 CONTRIBUTIONS

SAN ANTONIO AREA FOUNDATION 110 Broadway, Suite 230 San Antonio, TX 78205 Fund for Public Health	5,000
TRINITY UNIVERSITY One Trinity Place San Antonio, TX 78212 SAISD Math and Science Improvement Project & Stone Oak Outdoor Science Laboratory	5,000
WINSTON SCHOOL OF SAN ANTONIO 8565 Ewing Halsell Drive San Antonio, TX 78229 Learning Disabilities Symposium	1,000
WITTE MUSEUM 3801 Broadway San Antonio, TX 78209 Genral Support	5,000
WOMEN'S GLOBAL CONNECTION P.O. Box 34833 San Antonio, TX 78265 General Support	5,000
TOTAL CONTRIBUTIONS FOR 2010	652,500