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

**2010**

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 **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<br><b>W.A. CRISWELL FOUNDATION, INC.</b>   |  | <b>A</b> Employer identification number<br><b>23-7226473</b>  |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>2000 MCKINNEY AVENUE, SUITE 975</b>  | Room/suite   | <b>B</b> Telephone number<br><b>(972) 296-8290</b>  |
| City or town, state, and ZIP code<br><b>DALLAS, TX 75201</b>  |  | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>   |
| <b>H</b> 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 |  | <b>D</b> 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16)<br>\$ <b>24,784,117.</b> (Part I, column (d) must be on cash basis)  | <b>J</b> Accounting method: <input type="checkbox"/> Cash, <input checked="" type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify) _____ | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  |
|   |  | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>   |

| <b>Part I Analysis of Revenue and Expenses</b><br><small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small> |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| <b>Revenue</b>   | 1 Contributions, gifts, grants, etc., received                                     | 469,838.                           |                           |                         |   |
|  | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments                               | 784.                               | 784.                      | 784.                    | <b>STATEMENT 1</b>  |
|  | 4 Dividends and interest from securities   | 515,912.                           | 515,912.                  | 515,912.                | <b>STATEMENT 2</b>  |
|  | 5a Gross rents   | 2,200.                             | 2,200.                    | 2,200.                  | <b>STATEMENT 3</b>  |
|  | b Net rental income or (loss)  | -5,385.                            |                           |                         | <b>STATEMENT 4</b>  |
|  | 6a Net gain or (loss) from sale of assets not on line 10                           | -388,992.                          |                           |                         |   |
|  | b Gross sales price for all assets on line 6a                                      | 5,849,779.                         |                           |                         |   |
|  | 7 Capital gain net income (from Part IV, line 2)                                   |                                    | 0.                        |                         |   |
|  | 8 Net short-term capital gain  |                                    |                           | N/A                     |   |
|  | 9 <b>Income modifications</b>  |                                    |                           |                         |   |
|  | 10a Gross sales less returns and allowances  | 705.                               |                           |                         | <b>STATEMENT 5</b>  |
| b Less: Cost of goods sold   |  |                                    |                           |                         |   |
| c Gross profit or (loss)   | 705.   |                                    | 705.                      |                         |   |
| 11 Other income  | -16,464.   | 34,714.                            | -16,464.                  | <b>STATEMENT 6</b>      |   |
| 12 Total. Add lines 1 through 11   | 583,983.   | 553,610.                           | 503,137.                  |                         |   |
| <b>Operating and Administrative Expenses</b>   | 13 Compensation of officers, directors, trustees, etc                              | 0.                                 | 0.                        | 0.                      | 0.  |
|  | 14 Other employee salaries and wages   | 305,540.                           | 6,058.                    | 0.                      | 174,226.  |
|  | 15 Pension plans, employee benefits  | 29,308.                            | 0.                        | 0.                      | 18,881.   |
|  | 16a Legal fees <b>STMT 7</b>   | 4,450.                             | 4,450.                    | 0.                      | 0.  |
|  | b Accounting fees <b>STMT 8</b>  | 19,440.                            | 0.                        | 0.                      | 0.  |
|  | c Other professional fees <b>STMT 9</b>  | 182,346.                           | 68,978.                   | 0.                      | 113,368.  |
|  | 17 Interest  |                                    |                           |                         |   |
|  | 18 Taxes <b>STMT 10</b>  | 14,206.                            | 14,206.                   | 6,551.                  | 0.  |
|  | 19 Depreciation and depletion  | 2,164.                             | 0.                        | 2,164.                  |   |
|  | 20 Occupancy   | 544.                               | 0.                        | 0.                      | 0.  |
|  | 21 Travel, conferences, and meetings   | 447.                               | 0.                        | 0.                      | 0.  |
|  | 22 Printing and publications   |                                    |                           |                         |   |
|  | 23 Other expenses <b>STMT 11</b>   | 50,426.                            | 1,686.                    | 1,034.                  | 24,742.   |
|  | 24 Total operating and administrative expenses. Add lines 13 through 23            | 608,871.                           | 95,378.                   | 9,749.                  | 331,217.  |
|  | 25 Contributions, gifts, grants paid   | 999,223.                           |                           |                         | 999,223.  |
| 26 Total expenses and disbursements. Add lines 24 and 25   | 1,608,094.   | 95,378.                            | 9,749.                    | 1,330,440.              |   |
| 27 Subtract line 26 from line 12   |  |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements  | -1,024,111.  |                                    |                           |                         |   |
| b Net investment income (if negative, enter -0-)   |  | 458,232.                           |                           |                         |   |
| c Adjusted net income (if negative, enter -0-)   |  |                                    | 493,388.                  |                         |   |

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| Part II Balance Sheets      |  | Attached schedules and amounts in the description column should be for end-of-year amounts only |                |                       | Beginning of year | End of year |             |
|-----------------------------|--|---|----------------|-----------------------|-------------------|-------------|-------------|
|                             |  | (a) Book Value  | (b) Book Value | (c) Fair Market Value |                   |             |             |
| Assets                      | 1  | Cash - non-interest-bearing   |                |                       | 116,450.          | 144,562.    | 144,562.    |
|                             | 2  | Savings and temporary cash investments  |                |                       | 200,857.          | 201,528.    | 201,528.    |
|                             | 3  | Accounts receivable   |                |                       |                   |             |             |
|                             |  | Less allowance for doubtful accounts  |                |                       |                   |             |             |
|                             | 4  | Pledges receivable  | 250.           |                       |                   |             |             |
|                             |  | Less allowance for doubtful accounts  |                |                       |                   | 250.        | 250.        |
|                             | 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  |                |                       | 62,684.           | 0.          | 0.          |
|                             | 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 12        |                       | 21,529,876.       | 22,396,992. | 22,396,992. |
|                             | c  | Investments - corporate bonds   |                |                       |                   |             |             |
| 11                          | Investments - land, buildings, and equipment basis   | 391,732.  |                |                       |                   |             |             |
|                             | Less accumulated depreciation  |   |                | 391,732.              | 391,732.          | 1,634,900.  |             |
| 12                          | Investments - mortgage loans   |   |                |                       |                   |             |             |
| 13                          | Investments - other  | STMT 13   |                | 11,750.               | 11,750.           | 11,750.     |             |
| 14                          | Land, buildings, and equipment basis   | 32,988.   |                |                       |                   |             |             |
|                             | Less accumulated depreciation  | STMT 14   |                | 4,567.                | 2,403.            | 394,135.    |             |
| 15                          | Other assets (describe)  |   |                |                       |                   |             |             |
| 16                          | <b>Total assets (to be completed by all filers)</b>  |   |                | 22,317,916.           | 23,149,217.       | 24,784,117. |             |
| Liabilities                 | 17   | Accounts payable and accrued expenses   |                |                       | 8,244.            | 11,339.     |             |
|                             | 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                          | <b>Total liabilities (add lines 17 through 22)</b>   |   |                | 8,244.                | 11,339.           |             |             |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |   |                |                       |                   |             |             |
|                             | 24   | Unrestricted  |                |                       | 1,500.            | 1,500.      |             |
|                             | 25   | Temporarily restricted  |                |                       | 22,308,172.       | 23,136,378. |             |
|                             | 26   | Permanently restricted  |                |                       |                   |             |             |
|                             | Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.                         |   |                |                       |                   |             |             |
|                             | 27   | Capital stock, trust principal, or current funds  |                |                       |                   |             |             |
|                             | 28   | Paid-in or capital surplus, or land, bldg, and equipment fund                                   |                |                       |                   |             |             |
| 29                          | Retained earnings, accumulated income, endowment, or other funds   |   |                |                       |                   |             |             |
| 30                          | <b>Total net assets or fund balances</b>   |   |                | 22,309,672.           | 23,137,878.       |             |             |
| 31                          | <b>Total liabilities and net assets/fund balances</b>  |   |                | 22,317,916.           | 23,149,217.       |             |             |

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 | 22,309,672.        |
| 2 | Enter amount from Part I, line 27a   | 2 | -1,024,111.        |
| 3 | Other increases not included in line 2 (itemize) UNREALIZED GAIN   | 3 | 1,852,317.         |
| 4 | Add lines 1, 2, and 3  | 4 | 23,137,878.        |
| 5 | Decreases not included in line 2 (itemize)   | 5 | 0.                 |
| 6 | <b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>   | 6 | <b>23,137,878.</b> |



**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 <input type="checkbox"/> and enter "N/A" on line 1<br>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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b  | 1  | 4,582. |
| 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  | 4,582. |
| 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  | 4,582. |
| 6  | Credits/Payments  |    |        |
| a  | 2010 estimated tax payments and 2009 overpayment credited to 2010   | 6a | 7,565. |
| 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  | 7,565. |
| 8  | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 | 2,983. |
| 11 | Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>  | 11 | 0.     |

**Part VII-A Statements Regarding Activities**

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

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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of W.A. CRISWELL FOUNDATION Telephone no (214) 740-3240
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
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?
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?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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?
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 2010?

**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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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?  Yes  No  
 If "Yes" to 6b, file Form 8870. 5b X

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?  Yes  No N/A 7b

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 15     |   | 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 |
|---|---|------------------|---|---------------------------------------|
| SAMUEL C HULL - 2000 MCKINNEY AVENUE, SUITE 975, DALLAS, TX 75201 | DIRECTOR SERMON LIBRARY                                   | 114,000.         | 0.  | 0.                                    |
| GLORIA COWAN - 2000 MCKINNEY AVENUE, SUITE 975, DALLAS, TX 75201  | DIRECTOR FUNDRAISING                                      | 93,667.          | 0.  | 0.                                    |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |

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 THE W.A. CRISWELL SERMON LIBRARY IS HOSTED FROM THE W.A. CRISWELL WEBSITE. THIS SERMON LIBRARY GIVES ACCESS TO DR. CRISWELL'S TEACHINGS AND SERMONS WORLDWIDE  | 331,218. |
| 2  |          |
| 3  |          |
| 4  |          |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 N/A  |        |
| 2  |        |
| All other program-related investments See instructions   |        |
| 3  |        |
| <b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>   | 0.     |

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

|          |  |           |             |
|----------|--|-----------|-------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes |           |             |
| <b>a</b> | Average monthly fair market value of securities  | <b>1a</b> | 20,690,381. |
| <b>b</b> | Average of monthly cash balances   | <b>1b</b> | 1,053,634.  |
| <b>c</b> | Fair market value of all other assets  | <b>1c</b> | 1,634,900.  |
| <b>d</b> | Total (add lines 1a, b, and c)   | <b>1d</b> | 23,378,915. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)  | <b>1e</b> | 0.          |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets   | <b>2</b>  | 0.          |
| <b>3</b> | Subtract line 2 from line 1d   | <b>3</b>  | 23,378,915. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)  | <b>4</b>  | 350,684.    |
| <b>5</b> | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4       | <b>5</b>  | 23,028,231. |
| <b>6</b> | Minimum investment return. Enter 5% of line 5  | <b>6</b>  | 1,151,412.  |

**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)

|           |  |           |            |
|-----------|--|-----------|------------|
| <b>1</b>  | Minimum investment return from Part X, line 6  | <b>1</b>  | 1,151,412. |
| <b>2a</b> | Tax on investment income for 2010 from Part VI, line 5   | <b>2a</b> | 4,582.     |
| <b>b</b>  | Income tax for 2010 (This does not include the tax from Part VI)                                   | <b>2b</b> |            |
| <b>c</b>  | Add lines 2a and 2b  | <b>2c</b> | 4,582.     |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                              | <b>3</b>  | 1,146,830. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions  | <b>4</b>  | 0.         |
| <b>5</b>  | Add lines 3 and 4  | <b>5</b>  | 1,146,830. |
| <b>6</b>  | Deduction from distributable amount (see instructions)   | <b>6</b>  | 0.         |
| <b>7</b>  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 1,146,830. |

**Part XII** Qualifying Distributions (see instructions)

|          |   |           |            |
|----------|---|-----------|------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes   |           |            |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26   | <b>1a</b> | 1,330,440. |
| <b>b</b> | Program-related investments - total from Part IX-B  | <b>1b</b> | 0.         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | <b>2</b>  |            |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the   |           |            |
| <b>a</b> | Suitability test (prior IRS approval required)  | <b>3a</b> |            |
| <b>b</b> | Cash distribution test (attach the required schedule)   | <b>3b</b> |            |
| <b>4</b> | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                        | <b>4</b>  | 1,330,440. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | <b>5</b>  | 4,582.     |
| <b>6</b> | Adjusted qualifying distributions. Subtract line 5 from line 4  | <b>6</b>  | 1,325,858. |

**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)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7   |               |                            |             | 1,146,830.  |
| 2 Undistributed income, if any, as of the end of 2010  |               |                            |             |             |
| a Enter amount for 2009 only   |               |                            | 0.          |             |
| b Total for prior years  |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2010  |               |                            |             |             |
| a From 2005  |               |                            |             |             |
| b From 2006  |               |                            |             |             |
| c From 2007  |               |                            |             |             |
| d From 2008  |               |                            |             |             |
| e From 2009  |               |                            |             | 71,507.     |
| f Total of lines 3a through e  | 71,507.       |                            |             |             |
| 4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,330,440.  |               |                            |             |             |
| a Applied to 2009, but not more than line 2a   |               |                            | 0.          |             |
| 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 2010 distributable amount   |               |                            |             | 1,146,830.  |
| e Remaining amount distributed out of corpus   | 183,610.      |                            |             |             |
| 5 Excess distributions carryover applied to 2010 (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  | 255,117.      |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b  |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions  |               | 0.                         |             |             |
| e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr   |               |                            | 0.          |             |
| f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011  |               |                            |             | 0.          |
| 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 2005 not applied on line 5 or line 7   | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  | 255,117.      |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2006   |               |                            |             |             |
| b Excess from 2007   |               |                            |             |             |
| c Excess from 2008   |               |                            |             |             |
| d Excess from 2009   |               |                            |             | 71,507.     |
| e Excess from 2010   |               |                            |             | 183,610.    |

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

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

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

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

NONE

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

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

**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)

| <b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b> |   |                                |                                  |                 |
|---|---|--------------------------------|----------------------------------|-----------------|
| 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)   |   |                                |                                  |                 |
| <i>a Paid during the year</i>   |   |                                |                                  |                 |
| SEE STATEMENT 16  |   |                                |                                  |                 |
| <b>Total</b>  |   |                                | ▶ <b>3a</b>                      | <b>999,223.</b> |
| <i>b Approved for future payment</i>  |   |                                |                                  |                 |
| NONE  |   |                                |                                  |                 |
| <b>Total</b>  |   |                                | ▶ <b>3b</b>                      | <b>0.</b>       |





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2010**

Name of the organization

W.A. CRISWELL FOUNDATION, INC.

Employer identification number

23-7226473

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- 
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

W.A. CRISWELL FOUNDATION, INC.

23-7226473

**Part I Contributors** (see instructions)

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|------------|--|--------------------------------|--|
| 1          | BLAKE AND ANN POGUE<br>%PHOENIX PROPERTY CO. 5950 SHERRY LN.,<br>SUITE 320<br><br>DALLAS, TX 75225 | \$ 34,500.                     | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><small>(Complete Part II if there is a noncash contribution.)</small>            |
| 2          | DON HODGES<br><br>2905 MAPLE AVE<br><br>DALLAS, TX 75201   | \$ 11,370.                     | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br><small>(Complete Part II if there is a noncash contribution.)</small> |
| 3          | JACK BRADY<br><br>500 NORTH AKARD, SUITE 3300<br><br>DALLAS, TX 75201                              | \$ 175,000.                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><small>(Complete Part II if there is a noncash contribution.)</small>            |
| 4          | JACK POGUE<br><br>2000 MCKINNEY AVE SUITE 975<br><br>DALLAS, TX 75201                              | \$ 100,000.                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><small>(Complete Part II if there is a noncash contribution.)</small>            |
| 5          | THE SIMPSON CHARITABLE TRUST<br><br>4420 BEVERLY DRIVE<br><br>DALLAS, TX 75205                     | \$ 5,000.                      | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><small>(Complete Part II if there is a noncash contribution.)</small>            |
| 6          | DEAN CHILDRESS<br><br>PO BOX 995<br><br>LINDALE, TX 75771  | \$ 50,900.                     | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br><small>(Complete Part II if there is a noncash contribution.)</small> |

Name of organization

Employer identification number

W.A. CRISWELL FOUNDATION, INC.

23-7226473

**Part I Contributors** (see instructions)

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|------------|--|--------------------------------|--|
| 7          | EVELYN JOHNSON<br>14455 COUNTY ROAD #618<br>FARMERSVILLE, TX 75442                                   | \$ 17,656.                     | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
| 8          | JERRY & KATHARINE WAITE<br>4707 CLEAR CREEK ROAD<br>DALLAS, TX 75232                                 | \$ 5,000.                      | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
| 9          | HARRIET MIERS<br>%LOCK, LORD BISSELL & LIDDELL 2200<br>ROSS AVE<br>DALLAS, TX 75201                  | \$ 6,000.                      | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
| 10         | JOHN M MCCARTER ESTATE<br>%J.R. PHENIX 118 SOUTH MAIN<br>HENDERSON, TX 75654                         | \$ 50,000.                     | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
| 11         | HOME INTERIORS CHARITABLE TRUST<br>% BRIAN HERMES 2000 MCKINNEY AVE SUITE<br>975<br>DALLAS, TX 75201 | \$ 7,946.                      | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
|            |  | \$                             | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |

Name of organization

Employer identification number

W.A. CRISWELL FOUNDATION, INC.

23-7226473

**Part II Noncash Property** (see instructions)

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
| 2                            | 500 SHARES OF HODGES FUND                    | \$ 11,370.                                     | 12/22/10             |
| 6                            | 1,000 SHARES OF ROYAL BANK OF CANADA         | \$ 50,900.                                     | 12/17/10             |
|                              |  | \$   |                      |
|                              |  | \$   |                      |
|                              |  | \$   |                      |
|                              |  | \$   |                      |

Name of organization

Employer Identification number

W.A. CRISWELL FOUNDATION, INC.

23-7226473

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a CHARLES SCHWAB LT EXHIBIT A   |  | VARIOUS                              | VARIOUS                          |
| b CHARLES SCHWAB ST EXHIBIT A  |  | VARIOUS                              | VARIOUS                          |
| c AMERICAN FUNDS AMCAP A   |  | 09/14/07                             | 12/14/10                         |
| d AMERICAN FUNDS CAP WORLD G/I A   |  | 09/14/07                             | 12/14/10                         |
| e AMERICAN FUNDS GROWTH FUND   |  | 09/14/07                             | 12/14/10                         |
| f AMERICAN FUNDS NEW PERSPECTIVE A   |  | 09/14/07                             | 03/08/10                         |
| g AMERICAN FUNDS NEW PERSPECTIVE A   |  | 09/14/07                             | 12/14/10                         |
| h BOEING CO  |  | 08/14/09                             | 03/22/10                         |
| i GANNETT CO INC   |  | 09/30/09                             | 01/11/10                         |
| j KANSAS CITY SOUTHERN   |  | 02/11/10                             | 05/04/10                         |
| k KANSAS CITY SOUTHERN   |  | 09/08/09                             | 05/04/10                         |
| l KANSAS CITY SOUTHERN   |  | 08/07/09                             | 05/04/10                         |
| m KINDER MORGAN MGMT LLC   |  | 02/20/07                             | 02/16/10                         |
| n BOEING CO  |  | 08/14/09                             | 03/22/10                         |
| o EAGLE MATERIAL INC   |  | 04/23/10                             | 10/05/10                         |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 1,824,644.          |  | 1,886,804.                                      | -62,160.                                     |
| b 2,952,281.          |  | 3,343,430.                                      | -391,149.                                    |
| c 31,569.             |  | 36,624.   | -5,055.                                      |
| d 31,569.             |  | 40,698.   | -9,129.                                      |
| e 31,569.             |  | 37,651.   | -6,082.                                      |
| f 150.                |  | 204.  | -54.   |
| g 31,569.             |  | 38,550.   | -6,981.                                      |
| h 64,909.             |  | 40,356.   | 24,553.                                      |
| i 29,925.             |  | 21,855.   | 8,070.                                       |
| j 11,985.             |  | 9,681.  | 2,304.                                       |
| k 7,990.              |  | 5,343.  | 2,647.                                       |
| l 39,951.             |  | 23,452.   | 16,499.                                      |
| m 101.                |  | 64.   | 37.  |
| n 10,769.             |  | 6,728.  | 4,041.                                       |
| o 11,581.             |  | 16,662.   | -5,081.                                      |

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any | (l) Losses (from col (h))<br>Gains (excess of col (h) gain over col (k),<br>but not less than "-0-") |
|------------------------|--------------------------------------|---|--|
| a                      |                                      |   | ** -62,160.  |
| b                      |                                      |   | -391,149.  |
| c                      |                                      |   | -5,055.  |
| d                      |                                      |   | -9,129.  |
| e                      |                                      |   | -6,082.  |
| f                      |                                      |   | -54.   |
| g                      |                                      |   | -6,981.  |
| h                      |                                      |   | ** 24,553.   |
| i                      |                                      |   | ** 8,070.  |
| j                      |                                      |   | ** 2,304.  |
| k                      |                                      |   | ** 2,647.  |
| l                      |                                      |   | ** 16,499.   |
| m                      |                                      |   | 37.  |
| n                      |                                      |   | ** 4,041.  |
| o                      |                                      |   | ** -5,081.   |

|   |   |
|---|---|
| 2 Capital gain net income or (net capital loss) ( If gain, also enter in Part I, line 7<br>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)<br>If gain, also enter in Part I, line 8, column (c)<br>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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr) | (d) Date sold<br>(mo., day, yr) |
|---|--|-------------------------------------|---------------------------------|
| 1a FLOUR CORP   |  | 04/09/10                            | 10/05/10                        |
| b GANNETT CO INC  |  | VARIOUS                             | 01/11/10                        |
| c HERSHEY COMPANY   |  | 03/05/10                            | 06/29/10                        |
| d JOY GLOBAL INC  |  | 11/17/09                            | 10/05/10                        |
| e KANSAS CITY SOUTHERN  |  | 02/11/10                            | 05/04/10                        |
| f TEMPUR PEDIC INTL INC   |  | 04/21/10                            | 05/10/10                        |
| g CONOCO PHILLIPS   |  | VARIOUS                             | 02/26/10                        |
| h HODGES FUND   |  | 01/22/09                            | 12/27/10                        |
| i TRINITY INDUSTRIES  |  | VARIOUS                             | 02/26/10                        |
| j CUMMINS INC   |  | VARIOUS                             | 04/21/10                        |
| k KINDER MORGAN PTP   |  | 12/31/09                            | VARIOUS                         |
| l MAGELLAN MIDSTREAM PTP  |  | 12/31/09                            | VARIOUS                         |
| m ONEOK PTP   |  | 12/31/09                            | 02/24/10                        |
| n CAPITAL GAINS DIVIDENDS   |  |                                     |                                 |
| o   |  |                                     |                                 |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 12,931.             |  | 12,816.   | 115.   |
| b 34,232.             |  | 24,468.   | 9,764.                                       |
| c 28,890.             |  | 24,874.   | 4,016.                                       |
| d 17,529.             |  | 14,401.   | 3,128.                                       |
| e 27,761.             |  | 22,677.   | 5,084.                                       |
| f 16,446.             |  | 17,167.   | -721.  |
| g 43,024.             |  | 59,818.   | -16,794.                                     |
| h 11,300.             |  | 6,290.  | 5,010.                                       |
| i 50,386.             |  | 69,487.   | -19,101.                                     |
| j 87,557.             |  | 72,108.   | 15,449.                                      |
| k 225,184.            |  | 220,421.  | 4,763.                                       |
| l 144,319.            |  | 134,618.  | 9,701.                                       |
| m 44,312.             |  | 51,524.   | -7,212.                                      |
| n 25,346.             |  |   | 25,346.                                      |
| o                     |  |   |  |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |   | (l) Losses (from col (h))<br>Gains (excess of col (h) gain over col (k),<br>but not less than "-0-") |
|---|--------------------------------------|---|--|
| (i) FMV as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |  |
| a   |                                      |   | ** 115.  |
| b   |                                      |   | ** 9,764.  |
| c   |                                      |   | ** 4,016.  |
| d   |                                      |   | ** 3,128.  |
| e   |                                      |   | ** 5,084.  |
| f   |                                      |   | ** -721.   |
| g   |                                      |   | -16,794.   |
| h   |                                      |   | 5,010.   |
| i   |                                      |   | -19,101.   |
| j   |                                      |   | 15,449.  |
| k   |                                      |   | ** 4,763.  |
| l   |                                      |   | ** 9,701.  |
| m   |                                      |   | ** -7,212.   |
| n   |                                      |   | 25,346.  |
| o   |                                      |   |  |

|   |   |           |
|---|---|-----------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter "-0-" in Part I, line 7 }   | 2 | -388,992. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c)<br>If (loss), enter "-0-" in Part I, line 8 | 3 | 19,511.   |

| Asset Number | Description of property                              |                 |              |         |                     |                 |                                       |                        |
|--------------|--|-----------------|--------------|---------|---------------------|-----------------|---------------------------------------|------------------------|
|              | Date placed in service                               | Method/ IRC sec | Life or rate | Line No | Cost or other basis | Basis reduction | Accumulated depreciation/amortization | Current year deduction |
|              | <b>FURNITURE &amp; FIXTURES</b>                      |                 |              |         |                     |                 |                                       |                        |
| 47           | <b>FIREPROOF CABINET AND COMPUTER SYSTEM</b>         |                 |              |         |                     |                 |                                       |                        |
|              | 041202   | SL              | 7.00         | 16      | 9,316.              |                 | 9,316.                                | 0.                     |
| 48           | <b>FIREPROOF CABINET</b>                             |                 |              |         |                     |                 |                                       |                        |
|              | 032104   | SL              | 7.00         | 16      | 4,115.              |                 | 3,381.                                | 588.                   |
| 49           | <b>OFFICE SAFE</b>                                   |                 |              |         |                     |                 |                                       |                        |
|              | 041307   | SL              | 7.00         | 16      | 2,885.              |                 | 1,133.                                | 412.                   |
|              | <b>* 990-PF PG 1 TOTAL FURNITURE &amp; FIXTURES</b>  |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 16,316.             | 0.              | 13,830.                               | 1,000.                 |
|              | <b>LAND</b>  |                 |              |         |                     |                 |                                       |                        |
| 50           | <b>HANEY PROPERTY</b>                                |                 |              |         |                     |                 |                                       |                        |
|              |  | L               |              |         | 188,101.            |                 |                                       | 0.                     |
| 51           | <b>GASTON AVE PARKING LOT</b>                        |                 |              |         |                     |                 |                                       |                        |
|              |  | L               |              |         | 202,131.            |                 |                                       | 0.                     |
| 52           | <b>BRIDGEPORT LOTS</b>                               |                 |              |         |                     |                 |                                       |                        |
|              |  | L               |              |         | 1,500.              |                 |                                       | 0.                     |
|              | <b>* 990-PF PG 1 TOTAL LAND</b>                      |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 391,732.            | 0.              | 0.                                    | 0.                     |
|              | <b>MACHINERY &amp; EQUIPMENT</b>                     |                 |              |         |                     |                 |                                       |                        |
| 53           | <b>COMPAQ COMPUTER</b>                               |                 |              |         |                     |                 |                                       |                        |
|              | 062200   | SL              | 5.00         | 16      | 2,457.              |                 | 2,457.                                | 0.                     |
| 54           | <b>LAPTOP</b>  |                 |              |         |                     |                 |                                       |                        |
|              | 051502   | SL              | 5.00         | 16      | 2,030.              |                 | 2,030.                                | 0.                     |
| 55           | <b>DELL COMPUTER</b>                                 |                 |              |         |                     |                 |                                       |                        |
|              | 112702   | SL              | 5.00         | 16      | 1,106.              |                 | 1,106.                                | 0.                     |
| 56           | <b>HSBC COMPUTER/PRINTER</b>                         |                 |              |         |                     |                 |                                       |                        |
|              | 020506   | SL              | 5.00         | 16      | 2,154.              |                 | 1,688.                                | 431.                   |
| 57           | <b>COMPUTER BACK OFFICE 2.8GHZ</b>                   |                 |              |         |                     |                 |                                       |                        |
|              | 021707   | SL              | 5.00         | 16      | 1,854.              |                 | 1,051.                                | 371.                   |
|              | <b>* 990-PF PG 1 TOTAL MACHINERY &amp; EQUIPMENT</b> |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 9,601.              | 0.              | 8,332.                                | 802.                   |
|              | <b>* 990-PF PG 1 TOTAL -</b>                         |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 417,649.            | 0.              | 22,162.                               | 1,802.                 |
|              | <b>MACHINERY &amp; EQUIPMENT</b>                     |                 |              |         |                     |                 |                                       |                        |
| 58           | <b>SERVER</b>  |                 |              |         |                     |                 |                                       |                        |
|              | 011503   | SL              | 5.00         | 16      | 4,557.              |                 | 4,557.                                | 0.                     |
| 59           | <b>HARD DRIVE</b>                                    |                 |              |         |                     |                 |                                       |                        |
|              | 043003   | SL              | 5.00         | 16      | 707.                |                 | 707.                                  | 0.                     |
| 60           | <b>COMPUTER SERMON LIBRARY</b>                       |                 |              |         |                     |                 |                                       |                        |
|              | 040207   | SL              | 5.00         | 16      | 1,808.              |                 | 995.                                  | 362.                   |
|              | <b>* 990-PF PG 1 TOTAL MACHINERY &amp; EQUIPMENT</b> |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 7,072.              | 0.              | 6,259.                                | 362.                   |
|              | <b>* 990-PF PG 1 TOTAL -</b>                         |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 7,072.              | 0.              | 6,259.                                | 362.                   |
|              | <b>* GRAND TOTAL 990-PF PG 1 DEPR</b>                |                 |              |         |                     |                 |                                       |                        |
|              |  |                 |              |         | 424,721.            | 0.              | 28,421.                               | 2,164.                 |

**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                    | Date Acquired | Date Sold  | Quantity     | Net Proceeds   | Cost           | Short Term Gains | Long Term Gains | Total Gains    |
|--------------------------------|---------------|------------|--------------|----------------|----------------|------------------|-----------------|----------------|
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 400          | 26,162         | 20,926         |                  | 5,236           | 5,236          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 400          | 26,159         | 20,926         |                  | 5,233           | 5,233          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 300          | 19,619         | 15,694         |                  | 3,925           | 3,925          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 300          | 19,619         | 15,694         |                  | 3,925           | 3,925          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,541          | 5,232          |                  | 1,309           | 1,309          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,541          | 5,232          |                  | 1,309           | 1,309          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,540          | 5,232          |                  | 1,308           | 1,308          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,540          | 5,232          |                  | 1,308           | 1,308          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,540          | 5,232          |                  | 1,308           | 1,308          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,540          | 5,232          |                  | 1,308           | 1,308          |
| Anadarko Petroleum Corporation | 06/14/2007    | 01/21/2010 | 100          | 6,540          | 5,231          |                  | 1,308           | 1,308          |
|                                |               |            | <u>2,000</u> | <u>130,799</u> | <u>104,630</u> |                  | <u>26,169</u>   | <u>26,169</u>  |
| Apple, Inc.                    | 02/12/2010    | 07/16/2010 | 350          | 87,526         | 69,192         | 18,333           |                 | 18,333         |
| Apple, Inc.                    | 03/03/2010    | 07/16/2010 | 150          | 37,511         | 31,438         | 6,073            |                 | 6,073          |
|                                |               |            | <u>500</u>   | <u>125,036</u> | <u>100,630</u> | <u>24,407</u>    |                 | <u>24,407</u>  |
| AT&T, Inc.                     | 11/27/2007    | 01/21/2010 | 1,465        | 37,398         | 54,061         |                  | -16,663         | -16,663        |
| AT&T, Inc.                     | 11/27/2007    | 01/21/2010 | 2,535        | 64,712         | 93,545         |                  | -28,833         | -28,833        |
|                                |               |            | <u>4,000</u> | <u>102,110</u> | <u>147,606</u> |                  | <u>-45,496</u>  | <u>-45,496</u> |
| Berkshire Hathway Class B      | 09/12/2007    | 02/16/2010 | 0.987        | 73             | 69             |                  | 4               | 4              |
| Black Hills Corporation        | 05/06/2009    | 03/25/2010 | 2,500        | 74,865         | 49,884         | 24,981           |                 | 24,981         |
| BP p.l.c.                      | 06/24/2009    | 05/10/2010 | 1,000        | 49,297         | 47,129         | 2,168            |                 | 2,168          |

Exhibit A

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                          | Date Acquired | Date Sold  | Quantity | Net Proceeds                 | Cost    | Short Term Gains | Long Term Gains   | Total Gains |
|--------------------------------------|---------------|------------|----------|------------------------------|---------|------------------|-------------------|-------------|
| BP p.l.c.                            | 10/07/2009    | 05/10/2010 | 100      | 4,930                        | 5,188   | -258             |                   | -258        |
| BP p.l.c.                            | 10/07/2009    | 05/10/2010 | 300      | 14,789                       | 15,563  | -774             |                   | -774        |
| BP p.l.c.                            | 10/07/2009    | 05/10/2010 | 300      | 14,789                       | 15,563  | -774             |                   | -774        |
| BP p.l.c.                            | 10/07/2009    | 05/10/2010 | 300      | 14,789                       | 15,563  | -774             |                   | -774        |
|                                      |               |            | 2,000    | 98,595                       | 99,007  | -412             |                   | -412        |
| Canadian Oil Sands Limited           | 11/03/2010    | 12/21/2010 | 5,000    | 123,539                      | 128,944 | -5,405           |                   | -5,405      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 300      | 4,631                        | 6,526   | -1,894           | -1,894            | -1,894      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 300      | 4,631                        | 6,511   | -1,879           | -1,879            | -1,879      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 500      | 7,719                        | 10,876  | -3,157           | -3,157            | -3,157      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 500      | 7,719                        | 10,876  | -3,157           | -3,157            | -3,157      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 500      | 7,719                        | 10,876  | -3,157           | -3,157            | -3,157      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 900      | 13,894                       | 19,577  | -5,683           | -5,683            | -5,683      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 1,000    | 15,438                       | 21,752  | -6,314           | -6,314            | -6,314      |
| Encore Energy Partners, L.P.         | 09/13/2007    | 05/27/2010 | 1,000    | 15,438                       | 21,752  | -6,314           | -6,314            | -6,314      |
|                                      |               |            | 5,000    | 77,188                       | 108,745 | -31,557          | -31,557           | -31,557     |
|                                      |               |            |          | Actual Cost WP-120 \$125,797 | WP-120  |                  | WP-120 \$(48,609) |             |
| Exxon Mobil Corporation              | 02/03/2005    | 06/29/2010 | 0.75     | 43                           | 23      |                  | 20                | 20          |
| Freeport-McMoRan Copper & Gold, Inc. | 04/27/2010    | 06/29/2010 | 1,500    | 92,066                       | 114,665 | -22,599          |                   | -22,599     |
| Freeport-McMoRan Copper & Gold, Inc. | 05/20/2010    | 06/29/2010 | 100      | 6,138                        | 6,373   | -235             |                   | -235        |
| Freeport-McMoRan Copper & Gold, Inc. | 05/20/2010    | 06/29/2010 | 100      | 6,138                        | 6,373   | -235             |                   | -235        |
| Freeport-McMoRan Copper & Gold, Inc. | 05/20/2010    | 06/29/2010 | 100      | 6,138                        | 6,373   | -235             |                   | -235        |
| Freeport-McMoRan Copper & Gold, Inc. | 05/20/2010    | 06/29/2010 | 100      | 6,138                        | 6,373   | -235             |                   | -235        |
| Freeport-McMoRan Copper & Gold, Inc. | 05/20/2010    | 06/29/2010 | 350      | 21,482                       | 22,304  | -822             |                   | -822        |
|                                      |               |            | 2,250    | 138,099                      | 162,461 | -24,362          |                   | -24,362     |
| General Electric Company             | 10/17/2007    | 07/16/2010 | 124      | 1,825                        | 0       |                  | 1,825             | 1,825       |
| General Electric Company             | 04/11/2008    | 07/16/2010 | 3,500    | 51,515                       | 113,794 | -62,279          | -62,279           | -62,279     |
| General Electric Company             | 05/29/2008    | 07/16/2010 | 4,500    | 66,234                       | 138,471 | -72,237          | -72,237           | -72,237     |
|                                      |               |            | 8,124    | 119,574                      | 252,265 | -132,690         | -132,690          | -132,690    |
| Google, Inc.                         | 02/12/2010    | 07/16/2010 | 65       | 30,474                       | 34,627  | -4,152           |                   | -4,152      |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                              | Date       |            | Quantity | Net Proceeds | Cost   | Short Term Gains | Long Term Gains | Total Gains |
|--|------------|------------|----------|--------------|--------|------------------|-----------------|-------------|
|  | Acquired   | Sold       |          |              |        |                  |                 |             |
| Google, Inc.                             | 03/03/2010 | 07/16/2010 | 65       | 30,474       | 35,548 | -5,073           |                 | -5,073      |
| Google, Inc.                             | 05/26/2010 | 07/16/2010 | 50       | 23,442       | 24,296 | -854             |                 | -854        |
|  |            |            | 180      | 84,391       | 94,470 | -10,080          |                 | -10,080     |
| Hewlett-Packard Company                  | 08/09/2010 | 11/22/2010 | 2,000    | 85,297       | 85,121 | 175              |                 | 175         |
| Honeywell International, Inc.            | 02/12/2010 | 08/25/2010 | 100      | 3,852        | 3,745  | 107              |                 | 107         |
| Honeywell International, Inc.            | 02/12/2010 | 08/25/2010 | 100      | 3,852        | 3,745  | 107              |                 | 107         |
| Honeywell International, Inc.            | 02/12/2010 | 08/25/2010 | 100      | 3,852        | 3,745  | 107              |                 | 107         |
| Honeywell International, Inc.            | 02/12/2010 | 08/25/2010 | 175      | 6,740        | 6,553  | 187              |                 | 187         |
| Honeywell International, Inc.            | 03/03/2010 | 08/25/2010 | 475      | 18,295       | 19,512 | -1,217           |                 | -1,217      |
| Honeywell International, Inc.            | 04/20/2010 | 08/25/2010 | 550      | 21,184       | 25,385 | -4,202           |                 | -4,202      |
| Honeywell International, Inc.            | 05/26/2010 | 08/25/2010 | 750      | 28,887       | 31,838 | -2,951           |                 | -2,951      |
|  |            |            | 2,250    | 86,661       | 94,523 | -7,862           |                 | -7,862      |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 100      | 2,325        | 2,256  | 68               |                 | 68          |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 100      | 2,325        | 2,256  | 68               |                 | 68          |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 100      | 2,325        | 2,256  | 68               |                 | 68          |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 100      | 2,325        | 2,256  | 68               |                 | 68          |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 100      | 2,325        | 2,256  | 68               |                 | 68          |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 100      | 2,325        | 2,256  | 68               |                 | 68          |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 200      | 4,649        | 4,513  | 137              |                 | 137         |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 200      | 4,649        | 4,513  | 137              |                 | 137         |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 200      | 4,649        | 4,513  | 137              |                 | 137         |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009 | 03/03/2010 | 200      | 4,649        | 4,513  | 137              |                 | 137         |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation    Acct #: 9032-3768

| Realized Gains and Losses                |                      |                  |                 |                     |                |                         |                        |                    |  |
|--|----------------------|------------------|-----------------|---------------------|----------------|-------------------------|------------------------|--------------------|--|
| <u>Description</u>                       | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u>    | <u>Short Term Gains</u> | <u>Long Term Gains</u> | <u>Total Gains</u> |  |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009           | 03/03/2010       | 200             | 4,649               | 4,513          | 137                     |                        | 137                |  |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009           | 03/03/2010       | 200             | 4,649               | 4,512          | 137                     |                        | 137                |  |
| iShares MSCI Australia Index<br>Par 0.00 | 10/07/2009           | 03/03/2010       | 700             | 16,273              | 15,794         | 479                     |                        | 479                |  |
|  |                      |                  | <u>2,500</u>    | <u>58,118</u>       | <u>56,407</u>  | <u>1,711</u>            |                        | <u>1,711</u>       |  |
| iShares MSCI Switzerland Index           | 10/07/2009           | 05/26/2010       | 2,200           | 42,174              | 47,308         | -5,134                  |                        | -5,134             |  |
| iShares MSCI Switzerland Index           | 10/07/2009           | 05/26/2010       | 300             | 5,750               | 6,451          | -701                    |                        | -701               |  |
| iShares MSCI Switzerland Index           | 04/20/2010           | 05/26/2010       | 300             | 5,750               | 6,920          | -1,170                  |                        | -1,170             |  |
|  |                      |                  | <u>600</u>      | <u>11,501</u>       | <u>13,371</u>  | <u>-1,871</u>           |                        | <u>-1,871</u>      |  |
| iShares MSCI Switzerland Index           | 04/20/2010           | 05/26/2010       | 100             | 1,917               | 2,307          | -390                    |                        | -390               |  |
| iShares MSCI Switzerland Index           | 04/20/2010           | 05/26/2010       | 100             | 1,917               | 2,307          | -390                    |                        | -390               |  |
| iShares MSCI Switzerland Index           | 04/20/2010           | 05/26/2010       | 500             | 9,584               | 11,534         | -1,950                  |                        | -1,950             |  |
|  |                      |                  | <u>600</u>      | <u>11,501</u>       | <u>13,841</u>  | <u>-2,340</u>           |                        | <u>-2,340</u>      |  |
|  |                      |                  | <u>3,500</u>    | <u>67,093</u>       | <u>76,827</u>  | <u>-9,734</u>           |                        | <u>-9,734</u>      |  |
| iShares S&P Global Materials             | 10/07/2009           | 06/29/2010       | 100             | 5,333               | 5,631          | -298                    |                        | -298               |  |
| iShares S&P Global Materials             | 10/07/2009           | 06/29/2010       | 400             | 21,333              | 22,524         | -1,191                  |                        | -1,191             |  |
| iShares S&P Global Materials             | 10/07/2009           | 06/29/2010       | 500             | 26,666              | 28,154         | -1,488                  |                        | -1,488             |  |
| iShares S&P Global Materials             | 02/01/2010           | 06/29/2010       | 1,000           | 53,332              | 57,509         | -4,177                  |                        | -4,177             |  |
|  |                      |                  | <u>2,000</u>    | <u>106,665</u>      | <u>113,818</u> | <u>-7,153</u>           |                        | <u>-7,153</u>      |  |
| Johnson Controls, Inc.                   | 02/12/2010           | 08/25/2010       | 625             | 16,411              | 17,677         | -1,266                  |                        | -1,266             |  |
| Johnson Controls, Inc.                   | 03/03/2010           | 08/25/2010       | 625             | 16,411              | 20,165         | -3,754                  |                        | -3,754             |  |
| Johnson Controls, Inc.                   | 04/20/2010           | 08/25/2010       | 650             | 17,067              | 22,219         | -5,152                  |                        | -5,152             |  |
| Johnson Controls, Inc.                   | 05/26/2010           | 08/25/2010       | 100             | 2,626               | 2,802          | -177                    |                        | -177               |  |
| Johnson Controls, Inc.                   | 05/26/2010           | 08/25/2010       | 100             | 2,626               | 2,802          | -177                    |                        | -177               |  |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| <u>Description</u>                          | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u>    | <u>Short Term Gains</u> | <u>Long Term Gains</u> | <u>Total Gains</u> |
|---|----------------------|------------------|-----------------|---------------------|----------------|-------------------------|------------------------|--------------------|
| Johnson Controls, Inc.                      | 05/26/2010           | 08/25/2010       | 100             | 2,626               | 2,802          | -177                    |                        | -177               |
| Johnson Controls, Inc.                      | 05/26/2010           | 08/25/2010       | 100             | 2,626               | 2,802          | -177                    |                        | -177               |
| Johnson Controls, Inc.                      | 05/26/2010           | 08/25/2010       | 100             | 2,626               | 2,802          | -177                    |                        | -177               |
| Johnson Controls, Inc.                      | 05/26/2010           | 08/25/2010       | 100             | 2,626               | 2,802          | -177                    |                        | -177               |
| Johnson Controls, Inc.                      | 05/26/2010           | 08/25/2010       | 400             | 10,503              | 11,209         | -707                    |                        | -707               |
| Johnson Controls, Inc.                      | 05/26/2010           | 08/25/2010       | 800             | 21,006              | 22,419         | -1,413                  |                        | -1,413             |
|   |                      |                  | <u>3,800</u>    | <u>99,777</u>       | <u>113,305</u> | <u>-13,528</u>          |                        | <u>-13,528</u>     |
| Kayne Anderson MLP Investment Company       | 11/29/2007           | 10/11/2010       | 1,628           | 42,741              | 46,481         |                         | -3,740                 | -3,740             |
| Kayne Anderson MLP Investment Company       | 11/29/2007           | 10/11/2010       | 4,900           | 128,643             | 139,852        |                         | -11,209                | -11,209            |
| Kayne Anderson MLP Investment Company       | 03/24/2008           | 10/11/2010       | 50              | 1,313               | 1,380          |                         | -68                    | -68                |
| Kayne Anderson MLP Investment Company       | 03/24/2008           | 10/11/2010       | 100             | 2,625               | 2,760          |                         | -134                   | -134               |
| Kayne Anderson MLP Investment Company       | 03/24/2008           | 10/11/2010       | 200             | 5,251               | 5,521          |                         | -270                   | -270               |
| Kayne Anderson MLP Investment Company       | 03/24/2008           | 10/11/2010       | 1,650           | 43,318              | 45,575         |                         | -2,256                 | -2,256             |
|   |                      |                  | <u>8,528</u>    | <u>223,891</u>      | <u>241,569</u> |                         | <u>-17,678</u>         | <u>-17,678</u>     |
| Market Vectors Agribusiness ETF             | 10/07/2009           | 06/29/2010       | 100             | 3,655               | 3,875          | -220                    |                        | -220               |
| Market Vectors Agribusiness ETF             | 10/07/2009           | 06/29/2010       | 100             | 3,655               | 3,874          | -220                    |                        | -220               |
| Market Vectors Agribusiness ETF             | 10/07/2009           | 06/29/2010       | 200             | 7,310               | 7,749          | -440                    |                        | -440               |
| Market Vectors Agribusiness ETF             | 10/07/2009           | 06/29/2010       | 200             | 7,310               | 7,749          | -439                    |                        | -439               |
| Market Vectors Agribusiness ETF             | 10/07/2009           | 06/29/2010       | 700             | 25,583              | 27,121         | -1,538                  |                        | -1,538             |
| Market Vectors Agribusiness ETF             | 04/20/2010           | 06/29/2010       | 500             | 18,274              | 22,078         | -3,805                  |                        | -3,805             |
|   |                      |                  | <u>1,800</u>    | <u>65,786</u>       | <u>72,447</u>  | <u>-6,661</u>           |                        | <u>-6,661</u>      |
| Nasdaq 100 Index Tracking Stock<br>Par 0.00 | 05/06/2009           | 07/06/2010       | 2,150           | 92,418              | 75,302         |                         | 17,116                 | 17,116             |
| Norfolk Southern Corporation                | 07/26/2007           | 01/21/2010       | 1,900           | 96,838              | 100,329        |                         | -3,492                 | -3,492             |
| Norfolk Southern Corporation                | 07/26/2007           | 01/21/2010       | 100             | 5,097               | 5,281          |                         | -184                   | -184               |
| Norfolk Southern Corporation                | 09/12/2007           | 01/21/2010       | 100             | 5,097               | 5,045          |                         | 52                     | 52                 |
| Norfolk Southern Corporation                | 09/12/2007           | 01/21/2010       | 100             | 5,097               | 5,047          |                         | 50                     | 50                 |
| Norfolk Southern Corporation                | 09/12/2007           | 01/21/2010       | 100             | 5,097               | 5,047          |                         | 50                     | 50                 |
| Norfolk Southern Corporation                | 09/12/2007           | 01/21/2010       | 100             | 5,097               | 5,047          |                         | 50                     | 50                 |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                     | Date Acquired | Date Sold  | Quantity | Net Proceeds | Cost    | Short Term Gains | Long Term Gains | Total Gains |
|---------------------------------|---------------|------------|----------|--------------|---------|------------------|-----------------|-------------|
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 100      | 5,097        | 5,047   | 50               | 50              | 50          |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 100      | 5,097        | 5,047   | 50               | 50              | 50          |
|                                 |               |            | 700      | 35,678       | 35,558  | 120              | 120             | 120         |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 92       | 4,689        | 4,641   | 48               | 48              | 48          |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 100      | 5,097        | 5,047   | 50               | 50              | 50          |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 100      | 5,097        | 5,047   | 50               | 50              | 50          |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 200      | 10,194       | 10,095  | 99               | 99              | 99          |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 208      | 10,601       | 10,499  | 103              | 103             | 103         |
|                                 |               |            | 700      | 35,678       | 35,328  | 350              | 350             | 350         |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 200      | 10,193       | 10,089  | 104              | 104             | 104         |
| Norfolk Southern Corporation    | 09/12/2007    | 01/21/2010 | 500      | 25,484       | 25,232  | 251              | 251             | 251         |
|                                 |               |            | 700      | 35,677       | 35,321  | 356              | 356             | 356         |
|                                 |               |            | 4,000    | 203,870      | 206,536 | -2,666           | -2,666          | -2,666      |
| Penn Virginia GP Holdings, L.P. | 12/06/2006    | 03/02/2010 | 2,000    | 35,561       | 36,305  | -744             | -744            | -744        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,778        | 2,470   | -692             | -692            | -692        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,778        | 2,455   | -677             | -677            | -677        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,778        | 2,455   | -677             | -677            | -677        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,778        | 2,484   | -706             | -706            | -706        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 186      | 3,307        | 4,593   | -1,286           | -1,286          | -1,286      |
|                                 |               |            | 2,586    | 45,980       | 50,763  | -4,783           | -4,783          | -4,783      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 14       | 248          | 346     | -98              | -98             | -98         |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 36       | 638          | 893     | -255             | -255            | -255        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 200      | 3,545        | 4,923   | -1,378           | -1,378          | -1,378      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 200      | 3,545        | 4,963   | -1,418           | -1,418          | -1,418      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 200      | 3,545        | 4,959   | -1,414           | -1,414          | -1,414      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 200      | 3,545        | 4,941   | -1,396           | -1,396          | -1,396      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 250      | 4,431        | 6,203   | -1,772           | -1,772          | -1,772      |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                     | Date Acquired | Date Sold  | Quantity | Net Proceeds                 | Cost    | Short Term Gains | Long Term Gains | Total Gains |
|---------------------------------|---------------|------------|----------|------------------------------|---------|------------------|-----------------|-------------|
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 400      | 7,090                        | 9,881   | -2,791           | -2,791          | -2,791      |
|                                 |               |            | 1,500    | 26,586                       | 37,107  | -10,520          | -10,520         | -10,520     |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 414      | 7,338                        | 10,268  | -2,930           | -2,930          | -2,930      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 500      | 8,862                        | 12,366  | -3,504           | -3,504          | -3,504      |
|                                 |               |            | 914      | 16,200                       | 22,634  | -6,434           | -6,434          | -6,434      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 400      | 7,105                        | 9,901   | -2,796           | -2,796          | -2,796      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,777                        | 2,475   | -698             | -698            | -698        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,777                        | 2,471   | -694             | -694            | -694        |
|                                 |               |            | 200      | 3,554                        | 4,947   | -1,392           | -1,392          | -1,392      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 200      | 3,545                        | 4,943   | -1,398           | -1,398          | -1,398      |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,773                        | 2,471   | -698             | -698            | -698        |
| Penn Virginia GP Holdings, L.P. | 05/17/2007    | 03/02/2010 | 100      | 1,773                        | 2,471   | -698             | -698            | -698        |
|                                 |               |            | 6,000    | 106,516                      | 135,236 | -28,720          | -28,720         | -28,720     |
|                                 |               |            |          | Actual Cost WP-150 \$101,176 | WP-150  | WP-150 \$5,340   |                 |             |
| Penn West Petroleum Limited     | 10/24/2006    | 01/13/2010 | 200      | 3,571                        | 7,345   | -3,774           | -3,774          | -3,774      |
| Penn West Petroleum Limited     | 10/24/2006    | 01/13/2010 | 600      | 10,713                       | 22,040  | -11,327          | -11,327         | -11,327     |
| Penn West Petroleum Limited     | 10/24/2006    | 01/13/2010 | 2,200    | 39,281                       | 80,813  | -41,532          | -41,532         | -41,532     |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 100      | 1,786                        | 3,179   | -1,394           | -1,394          | -1,394      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 100      | 1,786                        | 3,180   | -1,395           | -1,395          | -1,395      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 100      | 1,786                        | 3,179   | -1,394           | -1,394          | -1,394      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 100      | 1,786                        | 3,179   | -1,394           | -1,394          | -1,394      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 200      | 3,571                        | 6,361   | -2,790           | -2,790          | -2,790      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 200      | 3,571                        | 6,361   | -2,790           | -2,790          | -2,790      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 600      | 10,713                       | 19,088  | -8,375           | -8,375          | -8,375      |
| Penn West Petroleum Limited     | 07/26/2007    | 01/13/2010 | 1,600    | 28,568                       | 50,901  | -22,333          | -22,333         | -22,333     |
| Penn West Petroleum Limited     | 09/12/2007    | 01/13/2010 | 100      | 1,786                        | 2,974   | -1,189           | -1,189          | -1,189      |
| Penn West Petroleum Limited     | 09/12/2007    | 01/13/2010 | 100      | 1,786                        | 2,975   | -1,190           | -1,190          | -1,190      |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                                 | Date Acquired | Date Sold  | Quantity | Net Proceeds | Cost    | Short Term Gains | Long Term Gains | Total Gains |
|---|---------------|------------|----------|--------------|---------|------------------|-----------------|-------------|
| Penn West Petroleum Limited                 | 09/12/2007    | 01/13/2010 | 100      | 1,786        | 2,973   |                  | -1,188          | -1,188      |
| Penn West Petroleum Limited                 | 09/12/2007    | 01/13/2010 | 200      | 3,571        | 5,949   |                  | -2,378          | -2,378      |
| Penn West Petroleum Limited                 | 09/12/2007    | 01/13/2010 | 1,100    | 19,641       | 32,718  |                  | -13,077         | -13,077     |
| Penn West Petroleum Limited                 | 09/12/2007    | 01/13/2010 | 1,400    | 24,997       | 41,646  |                  | -16,649         | -16,649     |
| Penn West Petroleum Limited                 | 02/28/2008    | 01/13/2010 | 3,000    | 53,565       | 87,538  |                  | -33,973         | -33,973     |
|   |               |            | 12,000   | 214,260      | 382,401 |                  | -168,141        | -168,141    |
| Pfizer, Inc.                                | 02/12/2010    | 06/29/2010 | 1,000    | 14,288       | 17,668  | -3,380           |                 | -3,380      |
| Pfizer, Inc.                                | 03/03/2010    | 06/29/2010 | 300      | 4,286        | 5,258   | -972             |                 | -972        |
| Pfizer, Inc.                                | 03/03/2010    | 06/29/2010 | 300      | 4,286        | 5,258   | -972             |                 | -972        |
| Pfizer, Inc.                                | 03/03/2010    | 06/29/2010 | 400      | 5,715        | 7,011   | -1,296           |                 | -1,296      |
| Pfizer, Inc.                                | 04/20/2010    | 06/29/2010 | 100      | 1,429        | 1,676   | -248             |                 | -248        |
| Pfizer, Inc.                                | 04/20/2010    | 06/29/2010 | 100      | 1,429        | 1,676   | -248             |                 | -248        |
| Pfizer, Inc.                                | 04/20/2010    | 06/29/2010 | 1,300    | 18,574       | 21,794  | -3,220           |                 | -3,220      |
| Pfizer, Inc.                                | 05/26/2010    | 06/29/2010 | 1,750    | 25,004       | 26,607  | -1,603           |                 | -1,603      |
|   |               |            | 5,250    | 75,012       | 86,950  | -11,938          |                 | -11,938     |
| Plum Creek Timber Company, Inc.             | 05/09/2006    | 10/18/2010 | 400      | 14,786       | 14,849  |                  | -62             | -62         |
| Plum Creek Timber Company, Inc.             | 05/09/2006    | 10/18/2010 | 1,500    | 55,449       | 55,683  |                  | -234            | -234        |
|   |               |            | 1,900    | 70,236       | 70,531  |                  | -296            | -296        |
| Plum Creek Timber Company, Inc.             | 05/09/2006    | 10/18/2010 | 550      | 20,331       | 20,417  |                  | -86             | -86         |
| Plum Creek Timber Company, Inc.             | 05/09/2006    | 10/18/2010 | 200      | 7,397        | 7,424   |                  | -27             | -27         |
| Plum Creek Timber Company, Inc.             | 05/09/2006    | 10/18/2010 | 100      | 3,697        | 3,712   |                  | -16             | -16         |
|   |               |            | 2,750    | 101,661      | 102,085 |                  | -424            | -424        |
| ProShares UltraShort Lehman 7-10 Yr Treasur | 01/05/2010    | 01/12/2010 | 100      | 5,274        | 5,312   | -38              |                 | -38         |
| ProShares UltraShort Lehman 7-10 Yr Treasur | 01/05/2010    | 01/12/2010 | 100      | 5,274        | 5,312   | -38              |                 | -38         |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| <u>Description</u>                                     | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u>   | <u>Short Term Gains</u> | <u>Long Term Gains</u> | <u>Total Gains</u> |
|--|----------------------|------------------|-----------------|---------------------|---------------|-------------------------|------------------------|--------------------|
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 100             | 5,274               | 5,312         | -38                     |                        | -38                |
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 100             | 5,274               | 5,312         | -38                     |                        | -38                |
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 100             | 5,274               | 5,313         | -39                     |                        | -39                |
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 200             | 10,549              | 10,626        | -77                     |                        | -77                |
|  |                      |                  | <u>700</u>      | <u>36,920</u>       | <u>37,186</u> | <u>-267</u>             |                        | <u>-267</u>        |
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 100             | 5,274               | 5,313         | -39                     |                        | -39                |
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 100             | 5,274               | 5,313         | -39                     |                        | -39                |
| ProShares UltraShort Lehman 7-10 Yr Treasu<br>Par 0.00 | 01/05/2010           | 01/12/2010       | 100             | 5,274               | 5,313         | -39                     |                        | -39                |
|  |                      |                  | <u>1,000</u>    | <u>52,742</u>       | <u>53,125</u> | <u>-383</u>             |                        | <u>-383</u>        |
| The Home Depot, Inc.                                   | 02/12/2010           | 08/25/2010       | 1,250           | 35,020              | 35,820        | -800                    |                        | -800               |
| The Home Depot, Inc.                                   | 03/03/2010           | 08/25/2010       | 1,250           | 35,020              | 39,620        | -4,600                  |                        | -4,600             |
|  |                      |                  | <u>2,500</u>    | <u>70,040</u>       | <u>75,440</u> | <u>-5,400</u>           |                        | <u>-5,400</u>      |
| The Procter & Gamble Company                           | 06/05/2008           | 01/21/2010       | 2,200           | 132,058             | 146,637       |                         | -14,579                | -14,579            |
| The Procter & Gamble Company                           | 06/05/2008           | 01/21/2010       | 200             | 12,005              | 13,331        |                         | -1,325                 | -1,325             |
| The Procter & Gamble Company                           | 06/05/2008           | 01/21/2010       | 100             | 6,005               | 6,665         |                         | -661                   | -661               |
| The Procter & Gamble Company                           | 06/05/2008           | 01/21/2010       | 100             | 6,005               | 6,665         |                         | -661                   | -661               |
| The Procter & Gamble Company                           | 06/05/2008           | 01/21/2010       | 100             | 6,004               | 6,665         |                         | -662                   | -662               |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                            | Date Acquired | Date Sold  | Quantity         | Net Proceeds   | Cost           | Short Term Gains | Long Term Gains | Total Gains    |
|--|---------------|------------|------------------|----------------|----------------|------------------|-----------------|----------------|
| The Procter & Gamble Company           | 06/05/2008    | 01/21/2010 | 100              | 6,003          | 6,665          | -662             | -662            | -662           |
| The Procter & Gamble Company           | 06/05/2008    | 01/21/2010 | 100              | 6,003          | 6,665          | -662             | -662            | -662           |
| The Procter & Gamble Company           | 06/05/2008    | 01/21/2010 | 100              | 6,003          | 6,665          | -662             | -662            | -662           |
|  |               |            | <u>3,000</u>     | <u>180,085</u> | <u>199,959</u> | <u>-19,874</u>   | <u>-19,874</u>  | <u>-19,874</u> |
| Third Avenue Real Estate Value         | 10/07/2009    | 01/21/2010 | 2,436.634        | 48,514         | 50,000         | -1,486           | -1,486          | -1,486         |
| Third Avenue Real Estate Value         | 12/22/2009    | 01/21/2010 | 31,331           | 624            | 634            | -10              | -10             | -10            |
|  |               |            | <u>2,467,965</u> | <u>49,138</u>  | <u>50,634</u>  | <u>-1,496</u>    | <u>-1,496</u>   | <u>-1,496</u>  |
| US Treasury Bill<br>04/08/2010         | 06/22/2009    | 04/08/2010 | 600,000          | 600,000        | 598,073        |                  |                 |                |
| US Treasury Bill<br>06/03/2010         | 06/22/2009    | 05/26/2010 | 600,000          | 599,983        | 597,424        |                  |                 |                |
| US Treasury Bill<br>12/16/2010         | 02/01/2010    | 10/18/2010 | 600,000          | 599,862        | 598,658        |                  |                 |                |
| US Treasury Notes<br>09/30/2010 2.375% | 06/22/2009    | 09/30/2010 | 500,000          | 500,000        | 508,594        | -8,594           | -8,594          | -8,594         |
| US Treasury Notes<br>12/31/2010 0.875% | 06/22/2009    | 12/31/2010 | 500,000          | 500,000        | 500,098        | -98              | -98             | -98            |
| Vanguard Energy                        | 01/12/2007    | 03/02/2010 | 888,383          | 52,611         | 54,312         | -1,701           | -1,701          | -1,701         |
| Vanguard Energy                        | 01/16/2007    | 03/02/2010 | 3,304.28         | 195,682        | 200,000        | -4,318           | -4,318          | -4,318         |
| Vanguard Energy                        | 03/21/2007    | 03/02/2010 | 1,722            | 102            | 110            | -8               | -8              | -8             |
| Vanguard Energy                        | 03/21/2007    | 03/02/2010 | 14,419           | 854            | 917            | -63              | -63             | -63            |
| Vanguard Energy                        | 03/21/2007    | 03/02/2010 | 108.25           | 6,411          | 6,887          | -476             | -476            | -476           |
| Vanguard Energy                        | 12/17/2007    | 03/02/2010 | 22,877           | 1,355          | 1,784          | -430             | -430            | -430           |
| Vanguard Energy                        | 12/17/2007    | 03/02/2010 | 103,749          | 6,144          | 8,092          | -1,948           | -1,948          | -1,948         |
| Vanguard Energy                        | 12/17/2007    | 03/02/2010 | 260,221          | 15,410         | 20,297         | -4,887           | -4,887          | -4,887         |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                         | Date Acquired | Date Sold  | Quantity  | Net Proceeds | Cost    | Short Term Gains | Long Term Gains | Total Gains |
|-------------------------------------|---------------|------------|-----------|--------------|---------|------------------|-----------------|-------------|
| Vanguard Energy                     | 03/27/2008    | 03/02/2010 | 2,142     | 127          | 162     | -35              | -35             | -35         |
| Vanguard Energy                     | 03/27/2008    | 03/02/2010 | 176,892   | 10,476       | 13,368  | -2,892           | -2,892          | -2,892      |
| Vanguard Energy                     | 12/16/2008    | 03/02/2010 | 107,119   | 6,344        | 4,914   | 1,430            | 1,430           | 1,430       |
| Vanguard Energy                     | 12/16/2008    | 03/02/2010 | 204,051   | 12,084       | 9,360   | 2,724            | 2,724           | 2,724       |
| Vanguard Energy                     | 03/20/2009    | 03/02/2010 | 5,895     | 349          | 251     | 98               |                 | 98          |
| Vanguard Energy                     | 12/30/2009    | 03/02/2010 | 79,015    | 4,679        | 4,779   | -99              |                 | -99         |
|                                     |               |            | 5,279,015 | 312,627      | 325,232 | -1               | -12,604         | -12,605     |
| Vanguard GNMA                       | 06/23/2009    | 02/24/2010 | 1,000     | 10,720       | 10,570  | 150              |                 | 150         |
| Vanguard GNMA                       | 06/23/2009    | 03/30/2010 | 4,664,179 | 49,951       | 49,301  | 650              |                 | 650         |
|                                     |               |            | 5,664,179 | 60,671       | 59,872  | 799              |                 | 799         |
| Vanguard Information Technology ETF | 05/06/2009    | 07/06/2010 | 850       | 42,360       | 34,514  | 7,845            | 7,845           | 7,845       |
| Vanguard Information Technology ETF | 05/06/2009    | 07/06/2010 | 1,000     | 49,835       | 40,605  | 9,230            | 9,230           | 9,230       |
|                                     |               |            | 1,850     | 92,194       | 75,119  | 17,075           | 17,075          | 17,075      |
| Vanguard REIT Index                 | 10/07/2009    | 01/21/2010 | 3,736,051 | 53,552       | 50,000  | 3,552            |                 | 3,552       |
| Vanguard REIT Index                 | 12/23/2009    | 01/21/2010 | 47,166    | 676          | 710     | -34              |                 | -34         |
|                                     |               |            | 3,783,217 | 54,228       | 50,710  | 3,519            |                 | 3,519       |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |
| Verizon Communications, Inc.        | 05/06/2009    | 01/21/2010 | 100       | 3,045        | 3,057   | -12              |                 | -12         |

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**Realized Gains (Losses)**  
Fiscal Year Ending 12/31/2010

The W. A. Criswell Foundation Acct #: 9032-3768

**Realized Gains and Losses**

| Description                  | Date Acquired | Date Sold  | Quantity | Net Proceeds | Cost        | Short Term Gains | Long Term Gains | Total Gains |
|------------------------------|---------------|------------|----------|--------------|-------------|------------------|-----------------|-------------|
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 100      | 3,045        | 3,057       | -12              |                 | -12         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 100      | 3,045        | 3,057       | -12              |                 | -12         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 100      | 3,045        | 3,057       | -12              |                 | -12         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 100      | 3,045        | 3,057       | -12              |                 | -12         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 200      | 6,090        | 6,114       | -25              |                 | -25         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 300      | 9,134        | 9,172       | -37              |                 | -37         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 300      | 9,134        | 9,172       | -37              |                 | -37         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 400      | 12,179       | 12,229      | -50              |                 | -50         |
| Verizon Communications, Inc. | 05/06/2009    | 01/21/2010 | 1,600    | 48,717       | 48,915      | -198             |                 | -198        |
|                              |               |            | 5,000    | 152,239      | 152,859     | -620             |                 | -620        |
| VISA, Inc.                   | 02/12/2010    | 06/29/2010 | 25       | 1,797        | 2,095       | -298             |                 | -298        |
| VISA, Inc.                   | 02/12/2010    | 06/29/2010 | 400      | 28,745       | 33,520      | -4,775           |                 | -4,775      |
| VISA, Inc.                   | 03/03/2010    | 06/29/2010 | 425      | 30,541       | 36,983      | -6,441           |                 | -6,441      |
| VISA, Inc.                   | 05/26/2010    | 06/29/2010 | 25       | 1,797        | 1,867       | -71              |                 | -71         |
| VISA, Inc.                   | 05/26/2010    | 06/29/2010 | 100      | 7,186        | 7,469       | -283             |                 | -283        |
| VISA, Inc.                   | 05/26/2010    | 06/29/2010 | 100      | 7,186        | 7,469       | -283             |                 | -283        |
| VISA, Inc.                   | 05/26/2010    | 06/29/2010 | 200      | 14,372       | 14,938      | -565             |                 | -565        |
|                              |               |            | 1,275    | 91,624       | 104,340     | -12,716          |                 | -12,716     |
|                              |               |            |          | \$1,824,644  | \$1,886,804 |                  |                 |             |
|                              |               |            |          | -3,624,488   | 3,680,958   |                  |                 |             |
| <b>Short Term Gains</b>      |               |            |          | 2,952,281    | 3,360,438   | -408,157         |                 | -408,157    |
| <b>Long Term Gains</b>       |               |            |          | 6,576,769    | 7,041,396   | -464,627         |                 | -464,627    |
| <b>Total (Sales)</b>         |               |            |          |              |             | -872,784         |                 | -872,784    |

Refer to WP 194 for recalculation of ST Loss

3,360,438  
WP-25 108,745 +  
WP-31 125,456 +  
3,116,457 =  
WP-26 125,797 +  
WP-31 101,176 +  
3,343,430 =  
Adj Cost for K-1 Investments

2,952,281  
3,743,430 -  
-391,149 -  
Adj. LT Loss

1,824,644  
1,986,804  
-162,160  
1,824,644

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

| SOURCE   | AMOUNT |
|--|--------|
| COMPASS BANK                                   | 759.   |
| US TREASURY                                    | 25.    |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 784.   |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE                           | GROSS AMOUNT | CAPITAL GAINS<br>DIVIDENDS | COLUMN (A)<br>AMOUNT |
|----------------------------------|--------------|----------------------------|----------------------|
| DAIN RAUSCHER                    | 31,036.      | 0.                         | 31,036.              |
| FIRST DALLAS                     | 15,044.      | 0.                         | 15,044.              |
| NORTH DALLAS BANK                | 206.         | 0.                         | 206.                 |
| SCHWAB                           | 457,019.     | 25,346.                    | 431,673.             |
| UBS                              | 25,650.      | 0.                         | 25,650.              |
| WELLS FARGO                      | 12,303.      | 0.                         | 12,303.              |
| TOTAL TO FM 990-PF, PART I, LN 4 | 541,258.     | 25,346.                    | 515,912.             |

FORM 990-PF RENTAL INCOME STATEMENT 3

| KIND AND LOCATION OF PROPERTY         | ACTIVITY<br>NUMBER | GROSS<br>RENTAL INCOME |
|---------------------------------------|--------------------|------------------------|
| PONDER/HANEY PROPERTY                 | 1                  | 2,200.                 |
| TOTAL TO FORM 990-PF, PART I, LINE 5A |                    | 2,200.                 |

FORM 990-PF

RENTAL EXPENSES

STATEMENT 4

| DESCRIPTION                                       | ACTIVITY NUMBER | AMOUNT | TOTAL   |
|---|-----------------|--------|---------|
| PROPERTY TAXES                                    |                 | 6,551. |         |
| INSURANCE   |                 | 1,034. |         |
| - SUBTOTAL -                                      | 1               |        | 7,585.  |
| TOTAL RENTAL EXPENSES                             |                 |        | 7,585.  |
| NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B |                 |        | -5,385. |

FORM 990-PF

INCOME AND COST OF GOODS SOLD  
INCLUDED ON PART I, LINE 10

STATEMENT 5

INCOME

|  |     |     |
|--|-----|-----|
| 1. GROSS RECEIPTS . . . . .                    | 705 |     |
| 2. RETURNS AND ALLOWANCES . . . . .            |     |     |
| 3. LINE 1 LESS LINE 2 . . . . .                |     | 705 |
| 4. COST OF GOODS SOLD (LINE 15) . . . . .      |     |     |
| 5. GROSS PROFIT (LINE 3 LESS LINE 4) . . . . . |     | 705 |
| 6. OTHER INCOME . . . . .                      |     |     |
| 7. GROSS INCOME (ADD LINES 5 AND 6) . . . . .  |     | 705 |

COST OF GOODS SOLD

|   |  |  |
|---|--|--|
| 8. INVENTORY AT BEGINNING OF YEAR . . . . .             |  |  |
| 9. MERCHANDISE PURCHASED . . . . .                      |  |  |
| 10. COST OF LABOR . . . . .                             |  |  |
| 11. MATERIALS AND SUPPLIES . . . . .                    |  |  |
| 12. OTHER COSTS . . . . .                               |  |  |
| 13. ADD LINES 8 THROUGH 12 . . . . .                    |  |  |
| 14. INVENTORY AT END OF YEAR . . . . .                  |  |  |
| 15. COST OF GOODS SOLD (LINE 13 LESS LINE 14) . . . . . |  |  |

FORM 990-PF OTHER INCOME STATEMENT 6

| DESCRIPTION                           | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| PARTNERSHIP INVESTMENTS K-1           | -51,701.                    | -51,701.                          | -51,701.                      |
| OIL & GAS ROYALTIES                   | 71,635.                     | 71,635.                           | 71,635.                       |
| CRISWELL COLLEGE INTEREST             | 12,316.                     | 12,316.                           | 12,316.                       |
| BOOK ROYALTIES                        | 2,464.                      | 2,464.                            | 2,464.                        |
| UBIT PARTNERSHIP K-1                  | -51,178.                    | 0.                                | -51,178.                      |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | -16,464.                    | 34,714.                           | -16,464.                      |

FORM 990-PF LEGAL FEES STATEMENT 7

| DESCRIPTION                | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| LEGAL                      | 4,450.                       | 4,450.                            | 0.                            | 0.                            |
| TO FM 990-PF, PG 1, LN 16A | 4,450.                       | 4,450.                            | 0.                            | 0.                            |

FORM 990-PF ACCOUNTING FEES STATEMENT 8

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING                   | 19,440.                      | 0.                                | 0.                            | 0.                            |
| TO FORM 990-PF, PG 1, LN 16B | 19,440.                      | 0.                                | 0.                            | 0.                            |

| FORM 990-PF                  | OTHER PROFESSIONAL FEES      |                                   |                               | STATEMENT                     | 9 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| MONEY MANAGER FEES           | 68,405.                      | 68,405.                           | 0.                            | 0.                            |   |
| TRANSCRIBERS                 | 108,066.                     | 0.                                | 0.                            | 108,066.                      |   |
| BROKER FEES                  | 573.                         | 573.                              | 0.                            | 0.                            |   |
| TECHNICAL                    | 5,302.                       | 0.                                | 0.                            | 5,302.                        |   |
| TO FORM 990-PF, PG 1, LN 16C | 182,346.                     | 68,978.                           | 0.                            | 113,368.                      |   |

| FORM 990-PF                 | TAXES                        |                                   |                               | STATEMENT                     | 10 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|----|
| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |    |
| FOREIGN TAXES               | 7,655.                       | 7,655.                            | 0.                            | 0.                            |    |
| PROPERTY TAXES              | 6,551.                       | 6,551.                            | 6,551.                        | 0.                            |    |
| TO FORM 990-PF, PG 1, LN 18 | 14,206.                      | 14,206.                           | 6,551.                        | 0.                            |    |

| FORM 990-PF                        | OTHER EXPENSES               |                                   |                               | STATEMENT                     | 11 |
|------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|----|
| DESCRIPTION                        | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |    |
| BANK CHARGES                       | 652.                         | 652.                              | 0.                            | 0.                            |    |
| INSURANCE                          | 12,225.                      | 0.                                | 0.                            | 0.                            |    |
| COMPUTER - SERMON LIBRARY          | 5,527.                       | 0.                                | 0.                            | 5,527.                        |    |
| OTHER EXPENSES - SERMON<br>LIBRARY | 5,335.                       | 0.                                | 0.                            | 5,335.                        |    |
| COMPUTER -OFFICE                   | 1,099.                       | 0.                                | 0.                            | 0.                            |    |
| POSTAGE                            | 1,388.                       | 0.                                | 0.                            | 0.                            |    |
| OFFICE SUPPLIES                    | 2,497.                       | 0.                                | 0.                            | 0.                            |    |
| SOFTWARE                           | 3,484.                       | 0.                                | 0.                            | 0.                            |    |
| MISC                               | 1,971.                       | 0.                                | 0.                            | 0.                            |    |
| SERMON CD SUPPLIES                 | 3,880.                       | 0.                                | 0.                            | 3,880.                        |    |
| RADIO SHOW                         | 10,000.                      | 0.                                | 0.                            | 10,000.                       |    |
| TRAINING                           | 297.                         | 0.                                | 0.                            | 0.                            |    |
| BUSINESS EXPENSE                   | 906.                         | 0.                                | 0.                            | 0.                            |    |
| ENTERTAINMENT FUNDRAISING          | 131.                         | 0.                                | 0.                            | 0.                            |    |
| INSURANCE                          | 1,034.                       | 1,034.                            | 1,034.                        | 0.                            |    |
| TO FORM 990-PF, PG 1, LN 23        | 50,426.                      | 1,686.                            | 1,034.                        | 24,742.                       |    |

| FORM 990-PF                             | CORPORATE STOCK | STATEMENT 12 |                   |
|---|-----------------|--------------|-------------------|
| DESCRIPTION                             |                 | BOOK VALUE   | FAIR MARKET VALUE |
| PUBLICLY TRADED SECURITIES              |                 | 22,396,992.  | 22,396,992.       |
| TOTAL TO FORM 990-PF, PART II, LINE 10B |                 | 22,396,992.  | 22,396,992.       |

| FORM 990-PF                            | OTHER INVESTMENTS | STATEMENT 13 |                   |
|--|-------------------|--------------|-------------------|
| DESCRIPTION                            | VALUATION METHOD  | BOOK VALUE   | FAIR MARKET VALUE |
| OTHER SECURITIES                       | COST              | 11,750.      | 11,750.           |
| TOTAL TO FORM 990-PF, PART II, LINE 13 |                   | 11,750.      | 11,750.           |

| FORM 990-PF                           | DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT | STATEMENT 14             |            |
|---------------------------------------|--|--------------------------|------------|
| DESCRIPTION                           | COST OR OTHER BASIS                            | ACCUMULATED DEPRECIATION | BOOK VALUE |
| FIREPROOF CABINET AND COMPUTER SYSTEM | 9,316.   | 9,316.                   | 0.         |
| FIREPROOF CABINET                     | 4,115.   | 3,969.                   | 146.       |
| OFFICE SAFE                           | 2,885.   | 1,545.                   | 1,340.     |
| HANEY PROPERTY                        | 188,101.                                       | 0.                       | 188,101.   |
| GASTON AVE PARKING LOT                | 202,131.                                       | 0.                       | 202,131.   |
| BRIDGEPORT LOTS                       | 1,500.   | 0.                       | 1,500.     |
| COMPAQ COMPUTER                       | 2,457.   | 2,457.                   | 0.         |
| LAPTOP                                | 2,030.   | 2,030.                   | 0.         |
| DELL COMPUTER                         | 1,106.   | 1,106.                   | 0.         |
| HSBC COMPUTER/PRINTER                 | 2,154.   | 2,119.                   | 35.        |
| COMPUTER BACK OFFICE 2.8GHZ SERVER    | 1,854.   | 1,422.                   | 432.       |
| HARD DRIVE                            | 4,557.   | 4,557.                   | 0.         |
| COMPUTER SERMON LIBRARY               | 707.   | 707.                     | 0.         |
|                                       | 1,808.   | 1,357.                   | 451.       |
| TOTAL TO FM 990-PF, PART II, LN 14    | 424,721.                                       | 30,585.                  | 394,136.   |

FORM 990-PF                      PART VIII - LIST OF OFFICERS, DIRECTORS                      STATEMENT 15  
    TRUSTEES AND FOUNDATION MANAGERS

| NAME AND ADDRESS   | TITLE AND<br>AVRG HRS/WK       | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN CONTRIB | EXPENSE<br>ACCOUNT |
|--|--------------------------------|-------------------|------------------------------|--------------------|
| DARRELL LAFITTE<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201   | PRESIDENT<br>10.00             | 0.                | 0.                           | 0.                 |
| JACK POGUE<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201        | CHAIRMAN OF THE BOARD<br>10.00 | 0.                | 0.                           | 0.                 |
| CURTIS BAKER<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201      | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| RANDY BRADLEY<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201     | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| JACK BRADY<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201        | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| DEAN CHILDRES<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201     | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| BRIAN HERMES<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201      | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| DON HODGES<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201        | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| GARRY KINDER<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201      | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| BLAKE POGUE<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201       | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |
| DR STEVE WASHBURN<br>2000 MCKINNEY AVENUE, SUITE 975<br>DALLAS, TX 75201 | BOARD MEMBER<br>0.00           | 0.                | 0.                           | 0.                 |



W.A. CRISWELL FOUNDATION, INC.

23-7226473

FIRST BAPTIST CHURCH  
FARMERSVILLE  
124 SOUTH WASHINGTON STREET  
FARMERSVILLE, TX 75442

SUPPORT CHRISTIAN  
CHURCH OPERATIONS

513.

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

999,223.

## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

|  |   |   |
|--|---|---|
| <b>Type or print</b>   | Name of exempt organization<br><b>W.A. CRISWELL FOUNDATION, INC.</b>  | Employer identification number<br><b>23-7226473</b> |
| File by the due date for filing your return. See instructions. | Number, street, and room or suite no. If a P.O. box, see instructions.<br><b>2000 MCKINNEY AVENUE, SUITE 975</b>    |   |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br><b>DALLAS, TX 75201</b> |   |

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

| Application Is For                      | Return Code | Application Is For       | Return Code |
|---|-------------|--------------------------|-------------|
| Form 990                                | 01          | Form 990-T (corporation) | 07          |
| Form 990-BL                             | 02          | Form 1041-A              | 08          |
| Form 990-EZ                             | 03          | Form 4720                | 09          |
| Form 990-PF                             | 04          | Form 5227                | 10          |
| Form 990-T (sec 401(a) or 408(a) trust) | 05          | Form 6069                | 11          |
| Form 990-T (trust other than above)     | 06          | Form 8870                | 12          |

**W.A. CRISWELL FOUNDATION**

- The books are in the care of ▶ **2000 MCKINNEY AVENUE, SUITE 975 - DALLAS, TX 75201**  
 Telephone No. ▶ **(214) 740-3240** FAX No. ▶ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year **2010** or  
 ▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

|  |           |    |        |
|--|-----------|----|--------|
| <b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.                                   | <b>3a</b> | \$ | 0.     |
| <b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | <b>3b</b> | \$ | 7,565. |
| <b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.              | <b>3c</b> | \$ | 0.     |

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

|  |   |   |
|--|---|---|
| <b>Part II</b>   | <b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed).             |   |
| Type or print<br><br>File by the extended due date for filing your return See instructions | Name of exempt organization<br><b>W.A. CRISWELL FOUNDATION, INC.</b>  | Employer identification number<br><b>23-7226473</b> |
|  | Number, street, and room or suite no. If a P O box, see instructions<br><b>2000 MCKINNEY AVENUE, SUITE 975</b>      |   |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br><b>DALLAS, TX 75201</b> |   |
|  |   |   |

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

| Application Is For                       | Return Code | Application Is For | Return Code |
|--|-------------|--------------------|-------------|
| Form 990                                 | 01          |                    |             |
| Form 990-BL                              | 02          | Form 1041-A        | 08          |
| Form 990-EZ                              | 03          | Form 4720          | 09          |
| Form 990-PF                              | 04          | Form 5227          | 10          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 6069          | 11          |
| Form 990-T (trust other than above)      | 06          | Form 8870          | 12          |

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**W.A. CRISWELL FOUNDATION**

• The books are in the care of **2000 MCKINNEY AVENUE, SUITE 975 - DALLAS, TX 75201**  
 Telephone No. **(214) 740-3240** FAX No. \_\_\_\_\_

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011.**

5 For calendar year **2010**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

7 State in detail why you need the extension  
**THE TAXPAYER RESPECTFULLY REQUESTS AN ADDITIONAL EXTENSION OF TIME IN ORDER TO GATHER INFORMATION NEEDED TO FILE A COMPLETE RETURN.**

|  |           |    |        |
|--|-----------|----|--------|
| <b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.  | <b>8a</b> | \$ | 7,565. |
| <b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. | <b>8b</b> | \$ | 7,565. |
| <b>c Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions  | <b>8c</b> | \$ | 0.     |

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **CPA** Date **5-8-11**