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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2010

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 , 2010, and ending , 20

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

THE MARLENE AND J.O. STEWART, JR. FOUNDATION
RON ACTON, TRUSTEE

A Employer identification number

74-2958268

Number and street (or P O box number if mail is not delivered to street address)

124 W. CASTELLANO

Room/suite

213

B Telephone number (see page 10 of the instructions)

(915) 833-6488

City or town, state, and ZIP code

EL PASO, TX 79912

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,706,406.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	0.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	40,506.	40,506.	40,506.	ATCH 1
4 Dividends and interest from securities	14,273.	14,273.	14,273.	ATCH 2
5a Gross rents	-547.	-547.		
b Net rental income or (loss)	-547.			
6a Net gain or (loss) from sale of assets not on line 10	57,909.			
b Gross sales price for all assets on line 6a	473,121.			
7 Capital gain net income (from Part IV, line 2)		57,909.		
8 Net short-term capital gain			10,774.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-19,949.	-19,949.	-19,949.	ATCH 3
12 Total. Add lines 1 through 11	92,192.	92,192.	45,604.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	34,000.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	14,025.	14,025.	14,025.	0.
c Other professional fees (attach schedule)				
17 Interest	6,966.	6,966.	6,966.	
18 Taxes (attach schedule) (see page 14 of the instructions)	3,358.	3,358.	3,358.	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	10,498.	10,498.	10,498.	
24 Total operating and administrative expenses. Add lines 13 through 23	68,847.	34,847.	34,847.	0.
25 Contributions, gifts, grants paid	241,815.			241,815.
26 Total expenses and disbursements. Add lines 24 and 25	310,662.	34,847.	34,847.	241,815.
27 Subtract line 26 from line 12	-218,470.			
a Excess of revenue over expenses and disbursements		57,345.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			10,757.	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA ** ATCH 7

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	181,548.	78,373.	78,373.	
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule),				
	b	Investments - corporate stock (attach schedule) ATCH 9	1,795,071.	1,679,776.	1,628,033.	
	c	Investments - corporate bonds (attach schedule),				
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ ATCH 10)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,976,619.	1,758,149.	1,706,406.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 11)				
23	Total liabilities (add lines 17 through 22)		0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,976,619.	1,758,149.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	0.				
30	Total net assets or fund balances (see page 17 of the instructions)	1,976,619.	1,758,149.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,976,619.	1,758,149.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,976,619.
2	Enter amount from Part I, line 27a	2	-218,470.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,758,149.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,758,149.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			2	57,909.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3	11,444.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	217,071.	1,786,387.	0.121514
2008	533,570.	2,511,990.	0.212409
2007	547,488.	4,069,179.	0.134545
2006	351,717.	4,060,821.	0.086612
2005	344,059.	4,010,971.	0.085779
2 Total of line 1, column (d)			2 0.640859
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.128172
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,801,621.
5 Multiply line 4 by line 3			5 230,917.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 573.
7 Add lines 5 and 6			7 231,490.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 241,815.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	573.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	573.
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	573.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	103.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	700.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	803.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	12.	
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	218.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 218. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> TX,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of RON ACTON TRUSTEE Telephone no 915-833-6488			
Located at 124 W CASTELLANO SUITE 213 EL PASO, TX ZIP + 4 79912				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>		
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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions), ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☒

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		34,000.	0.	0.

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,133,627.
b	Average of monthly cash balances	1b	97,130.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	598,300.
d	Total (add lines 1a, b, and c)	1d	1,829,057.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,829,057.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	27,436.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,801,621.
6	Minimum investment return. Enter 5% of line 5	6	90,081.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	90,081.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	573.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	573.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	89,508.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	89,508.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	89,508.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	241,815.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	241,815.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	573.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	241,242.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				89,508.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 08, 20 07, 20 06		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				148,026.
b From 2006				153,762.
c From 2007				349,543.
d From 2008				409,042.
e From 2009				128,283.
f Total of lines 3a through e	1,188,656.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 241,815.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				89,508.
e Remaining amount distributed out of corpus	152,307.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,340,963.			
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	148,026.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,192,937.			
10 Analysis of line 9				
a Excess from 2006				153,762.
b Excess from 2007				349,543.
c Excess from 2008				409,042.
d Excess from 2009				128,283.
e Excess from 2010				152,307.

Form 990-PF (2010)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(e) Total

(a) 2010

(b) 2009

(c) 2008

(d) 2007

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

ATTACHMENT 13

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

ATTACHMENT 14

c Any submission deadlines

NONE

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

MUST BE A 501(C)(3) CHARITY

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
ATTACHMENT 15				
Total			3a	241,815.
<i>b Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities			14	54,779.
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property			16	
6 Net rental income or (loss) from personal property .	523000		01	-20,496.
7 Other investment income	523000		18	57,909.
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory . .				
11 Other revenue a _____				
b FROM PARTNERSHIP			03	
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)				92,192.
13 Total. Add line 12, columns (b), (d), and (e)				92,192.

[illegible]

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2010

Name of estate or trust **THE MARLENE AND J.O. STEWART, JR. FOUNDATION**
RON ACTON, TRUSTEE

Employer identification number
74-2958268

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	10,774.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	10,774.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	47,135.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	47,135.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		10,774.
14	Net long-term gain or (loss):			
a	Total for year	14a		47,135.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		57,909.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2010

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No. 1545-0092

2010

▶ See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

Name of estate or trust

Employer identification number

THE MARLENE AND J.O. STEWART, JR. FOUNDATION

74-2958268

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	10,774.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a UBS FINANCIAL SERVICES #13475 LONG TERM	VARIOUS	VARIOUS	135,562.	127,643.	7,919.
UBS FINANCIAL SERVICES #31700 LONG TERM	VARIOUS	VARIOUS	35,163.	21,005.	14,158.
UBS FINANCIAL SERVICES #31701 LONG TERM	VARIOUS	VARIOUS	4,175.	3,878.	297.
BOARDWALK PIPELINE PARTNERS LP LONG TERM					37.
ONEOK PARTNERS LP LONG TERM					33.
NEW ECONOMY GROWTH PARTNERS LP LONG TERM					32,053.
SILVER CREEK LONG/SHORT PARTNERS LP LONG TERM					-7,102.
ALLIANCE HOLDINGS GRP LP LONG TERM					-2.
COPANO ENERGY LLC LONG TERM					-7.
DCP MIDSTREAM PARTNERS LP LONG TERM					-1.
EL PASO PIPELINE PARTNERS LP LONG TERM					-19.
ENTERPRISE PRODUCTS PARTNERS LP LONG TERM					-36.
NUSTAR ENERGY LP LONG TERM					1.
REGENCY ENERGY PARTNERS LP LONG TERM					-251.
TC PIPELINES LP LONG TERM					-9.
WILLIAMS PARTNERS LP LONG TERM					-48.
CAPITAL GAIN DIVIDEND					112.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					47,135.

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
182,362.		UBS FINANCIAL SERVICES #13475 SHORT TERM 181,255.					VARIOUS 1,107.	VARIOUS
52,805.		UBS FINANCIAL SERVICES #13492 SHORT TERM 54,967.					VARIOUS -2,162.	VARIOUS
40,481.		UBS FINANCIAL SERVICES #31700 SHORT TERM 28,870.					VARIOUS 11,611.	VARIOUS
22,571.		UBS FINANCIAL SERVICES #31701 SHORT TERM 21,683.					VARIOUS 888.	VARIOUS
135,562.		UBS FINANCIAL SERVICES #13475 LONG TERM 127,643.					VARIOUS 7,919.	VARIOUS
35,163.		UBS FINANCIAL SERVICES #31700 LONG TERM 21,005.					VARIOUS 14,158.	VARIOUS
4,175.		UBS FINANCIAL SERVICES #31701 LONG TERM 3,878.					VARIOUS 297.	VARIOUS
		BOARDWALK PIPELINE PARTNERS LP LONG TERM					37.	
		INERGY LP SHORT TERM					-29.	
		ONEOK PARTNERS LP LONG TERM					33.	
		NEW ECONOMY GROWTH PARTNERS LP SHORT TERM					307.	
		NEW ECONOMY GROWTH PARTNERS LP LONG TERM					32,053.	

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SILVER CREEK LONG/SHORT PARTNERS LP SHOR					-948.	
		SILVER CREEK LONG/SHORT PARTNERS LP LONG					-7,102.	
		ALLIANCE HOLDINGS GRP LP LONG TERM					-2.	
		COPANO ENERGY LLC LONG TERM					-7.	
		DCP MIDSTREAM PARTNERS LP LONG TERM					-1.	
		EL PASO PIPELINE PARTNERS LP LONG TERM					-19.	
		ENTERPRISE PRODUCTS PARTNERS LP LONG TER					-36.	
		NUSTAR ENERGY LP LONG TERM					1.	
		REGENCY ENERGY PARTNERS LP LONG TERM					-251.	
		TC PIPELINES LP LONG TERM					-9.	
		WILLIAMS PARTNERS LP LONG TERM					-48.	
		CAPITAL GAIN DIVIDEND					112.	
TOTAL GAIN(LOSS)							<u>57,909.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
ACCOUNT INTEREST	33,572.	33,572.	33,572.
OTHER INTEREST	611.	611.	611.
BOARDWALK PIPELINE PARTNERS LP	1.	1.	1.
COPANO ENERGY PARTNERS LP	1.	1.	1.
DCP MEDSTREAM PARTNERS	2.	2.	2.
EL PASO PIPELINE PARTNERS	7.	7.	7.
ENERGY TRANSFER EQUITY LP	2.	2.	2.
ENTERPRISE PRODUCTS PARTNERS LP	13.	13.	13.
GENESIS ENERGY LP	287.	287.	287.
NUSTAR ENERGY LP	4.	4.	4.
PLAINS ALL AMER PIPELINE LP	2.	2.	2.
SUBURBAN PROPANE PARTNERS LP	1.	1.	1.
TC PIPELINES LP	1.	1.	1.
WESTERN GAS PARTNERS LP	8.	8.	8.
WILLIAMS PARTNERS LP	2.	2.	2.
NEW ECONOMY GROWTH PARTNERS LP	431.	431.	431.
SILVER CREEK LONG/SHORT PARTNERS LP	5,561.	5,561.	5,561.
TOTAL	<u>40,506.</u>	<u>40,506.</u>	<u>40,506.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
UBS FINANCIAL SERVICES # 13475	2.	2.	2.
NEW ECONOMY GROWTH PARTNERS LP	3,445.	3,445.	3,445.
SILVER CREEK LONG-SHORT PARTNERS LP	1,875.	1,875.	1,875.
UBS FINANCIAL SERVICES # 13477			
UBS FINANCIAL SERVICES # 13490			
UBS FINANCIAL SERVICES # 13491			
UBS FINANCIAL SERVICES # 13468	2.	2.	2.
UBS FINANCIAL SERVICES # 13492	2,876.	2,876.	2,876.
UBS FINANCIAL SERVICES # 13507	2.	2.	2.
UBS FINANCIAL SERVICES # 31700	1.	1.	1.
UBS FINANCIAL SERVICES # 31701	6,045.	6,045.	6,045.
OTHER DIVIDENDS	1.	1.	1.
ENERGY TRANSFER EQUITY LP	2.	2.	2.
NUSTAR ENERGY LP	4.	4.	4.
PLAINS ALL AMER PIPELINE LP	8.	8.	8.
SUBURBAN PROPANE PARTNERS LP	10.	10.	10.
TC PIPELINES LP			
TOTAL	<u>14,273.</u>	<u>14,273.</u>	<u>14,273.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
SILVER CREEK LONG/SHORT PARTNERS - K-1 I	1,179.	1,179.	1,179.
NEW ECONOMY GROWTH PARTNERS - K-1 INFO	-9,390.	-9,390.	-9,390.
ALLIANCE HOLDINGS GP,LP	-420.	-420.	-420.
BOARDWALK PIPELINE PARTNERS,LP	-464.	-464.	-464.
COPANO ENERGY, LLC	-2,062.	-2,062.	-2,062.
DCP MIDSTREAM PARTNERS, LP	-782.	-782.	-782.
EL PASO PIPELINE PARTNERS, LP	-292.	-292.	-292.
ENBRIDGE ENERGY PARTNER, LP	-1,135.	-1,135.	-1,135.
ENERGY TRANSFER EQUITY, LP	-2,515.	-2,515.	-2,515.
ENTERPRISE PRODUCTS PARTNERS, LP	-2,746.	-2,746.	-2,746.
EV ENERGY PARTNERS,LP	301.	301.	301.
GENESIS ENERGY, LP	-338.	-338.	-338.
INERGY, LP	-964.	-964.	-964.
MAGELLAN MIDSTREAM PARTNERS, LP	-146.	-146.	-146.
NUSTAR ENERGY ,LP	-208.	-208.	-208.
ONEOK PARTNERS, LP	-1,811.	-1,811.	-1,811.
PIONEER SOUTHWEST ENERGY PARTNERS, LP	153.	153.	153.
PLAINS ALL AMERICAN PIPELINE, LP	-794.	-794.	-794.
TC PIPELINES, LP	-675.	-675.	-675.
OTHER INCOME	947.	947.	947.
REGENCY ENERGY PARTNERS LP	-819.	-819.	-819.
SURBURBAN PROPANE PARTNERS LP	-462.	-462.	-462.
WESTERN GAS PARTNERS LP	-53.	-53.	-53.
WILLIAMS PARTNERS LP	-784.	-784.	-784.
OPTION PREMIUM	4,331.	4,331.	4,331.
TOTALS	<u>-19,949.</u>	<u>-19,949.</u>	<u>-19,949.</u>

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION

REVENUE
AND
EXPENSES
PER BOOKS

LEGAL FEES

TOTALS

ATTACHMENT 5FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING & TAX	14,025.	14,025.	14,025.	
TOTALS	<u>14,025.</u>	<u>14,025.</u>	<u>14,025.</u>	<u>0.</u>

ATTACHMENT 6FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
BROKERAGE ACCOUNTS			
LONG SHORT PARTNERS LP	6,044.	6,044.	6,044.
NEW ECONOMY GROWTH - FLOW THRO			
AFLAC INC NTS 8.5%	198.	198.	198.
FIFTH THIRD BANCORP NTS 6.25%	29.	29.	29.
TELEFONICA EMISIONES B/E 4.949	302.	302.	302.
SIMON PPTY GROUP LP NTS 5.25%	45.	45.	45.
STARBUCKS CORP 6.25%	24.	24.	24.
HARTFORD FINL SRVS NTS 5.375%	214.	214.	214.
METLIFE INC NTS SER A 6.817%	49.	49.	49.
GENESIS ENERGY LP	61.	61.	61.
TOTALS	<u>6,966.</u>	<u>6,966.</u>	<u>6,966.</u>

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
PAYROLL TAXES	2,666.	2,666.	2,666.
FOREIGN TAX	14.	14.	14.
INCOME TAX	678.	678.	678.
FOREIGN TAX FROM PARTNERSHIP			
TOTALS	<u>3,358.</u>	<u>3,358.</u>	<u>3,358.</u>

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
BANK CHARGES	70.	70.	70.
OFFICE EXPENSE			
ADVISORY FEES	10,280.	10,280.	10,280.
MISCELLANEOUS	148.	148.	148.
SILVER CREEK LONG SHORT PARTNE			
NEW ECONOMY GROWTH PARTNERS LP			
TOTALS	<u>10,498.</u>	<u>10,498.</u>	<u>10,498.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED LIST			
MARKETABLE SECURITIES	801,791.	1,049,971.	1,193,369.
ALTERNATIVE INVESTMENTS	993,280.	629,805.	434,664.
TOTALS	<u>1,795,071.</u>	<u>1,679,776.</u>	<u>1,628,033.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS
DESCRIPTION

PARTNERSHIP INVESTMENT
NEW ECONOMY GROWTH PARTNERS
LONG SHORT PARTNERS LP

TOTALS

FORM 990PF, PART II - OTHER LIABILITIES
DESCRIPTION

PAYROLL TAXES WITHHELD

TOTALS

THE MARLENE AND J.O. STEWART, JR. FOUNDATION

74-2958268

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

CONTRIBUTIONS
TO EMPLOYEE
BENEFIT PLANS

EXPENSE ACCT
AND OTHER
ALLOWANCES

COMPENSATION

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

J O STEWART JR
801 CERVANTES COURT
EL PASO, TX 79922

VPRES & DIRECTOR

MARLENE STEWART
801 CERVANTES COURT
EL PASO, TX 79922

VPRES & DIRECTOR

JAMES O STEWART III
745 WILLOW GLEN
EL PASO, TX 79922

VPRES & DIRECTOR

RON F ACTON
1328 CERRITO ALEGRE
EL PASO, TX 79912

PRESIDENT & DIRECTOR

34,000.

0.

0.

MYRON BROWN
124 W. CASTELLANO - SUITE 100
EL PASO, TX 79912

VPRES & DIRECTOR

GRAND TOTALS

34,000.

0.

0.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RON ACTON
124 W. CASTELLANO - SUITE 213
EL PASO, TX 79912
915-833-6488

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS SHOULD BE IN WRITING AND THE INFORMATION SHOULD INCLUDE
THE NAME OF THE CHARITY, THE PRIMARY FUNCTION OF THE CHARITY,
WHO THE CHARITY BENEFITS AND THE AMOUNT OF CONTRIBUTION REQUESTED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLORY REBORN 111 WEST SUNSET DRIVE EL PASO, TX 79922	NONE 501 (C) (3) CHARITY		CONTRIBUTION TO GENERAL FUND OF CHURCH	1,000.
CAMPUS CRUSADE FOR CHRIST P.O. BOX 62822 ORLANDO, FL 32862	NONE 501 (C) (3) CHARITY		PROMOTE CHRISTIANITY ON CAMPUSES	
CORONADO BAPTIST CHURCH THUNDERBIRD DRIVE EL PASO, TX 79912	NONE 501 (C) (3) CHARITY		CONTRIBUTION TO GENERAL FUND OF CHURCH	42,100.
EL PASO SYMPHONY ORCHESTRA P.O. BOX 180 EL PASO, TX 79942	NONE 501 (C) (3) CHARITY		PROMOTE THE ARTS IN EL PASO	24,000.
EL PASO FOR JESUS P.O. BOX 221212 EL PASO, TX 79913	NONE 501 (C) (3) CHARITY		PROMOTE CHRISTIANITY IN EL PASO	1,000.
EL PASO PRO MUSICA P.O. BOX 13328 EL PASO, TX 79913	NONE 501 (C) (3) CHARITY		BRING CHRISTIAN AND OTHER CONCERTS TO EL PASO TO PROMOTE THE ARTS IN THIS AREA	24,100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
EL PASO WIND SYMPHONY 6308 LAPOSTA DRIVE EL PASO, TX 79912-1863	NONE	501 (C) (3) CHARITY	PROMOTE THE ARTS IN THE EL PASO AREA	500.
KINGS KIDS 936 W SUNSET EL PASO, TX 79922-2149	NONE	501 (C) (3) CHARITY	PROVIDE CHRISTIAN ENVIRONMENT FOR KIDS	2,000.
LUIS PALAU EVANGELISTIC ASSOCIATION P.O. BOX 50 PORTLAND, OR 97207	NONE	501 (C) (3) CHARITY	PROVIDE EVANGELICAL CHRISTIAN GATHERINGS	
CHARLIES LUNCH MINISTRIES P.O. BOX 12428 EL PASO, TX 79913	NONE	501 (C) (3) CHARITY	PROVIDE MEALS TO NEEDY CHILDREN & FAMILIES	
LYDIA PATTERSON INSTITUTE 517 S. FLORENCE - P.O. BOX 11 EL PASO, TX 79940	NONE	501 (C) (3) CHARITY	WORK SCHOLARSHIP PROGRAM FOR NEEDY CHILDREN	11,145.
YWCA PASO DEL NORTE 1918 EXAS AVENUE EL PASO, TX 79901	NONE	501 (C) (3) CHARITY	CONTRIBUTION TO GENERAL FUND TO PROMOTE NUMEROUS PROGRAMS IN THE EL PASO AREA	

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YOUNG LIFE P.O. BOX 12733 EL PASO, TX 79913	NONE 501(C)(3) CHARITY	PROMOTE CHRISTIAN ORGANIZATION FOR YOUTH	
UNIVERSITY OF TEXAS UNIVERSITY OF TEXAS AT EL PASO 500 WEST UNIVERSITY EL PASO, TX 79998	NONE 501(C)(3) CHARITY	PROVIDE SCHOLARSHIPS AND EQUIPMENT	60,000.
TEACH TO FISH 305 HARRISON ST. S. E. 3RD FLOOR LEESBURG, VA 20175	NONE 501(C)(3) CHARITY	HELP UNDERPRIVILEGED COUNTRIES BECOME MORE INDEPENDENT	40,000.
RESCUE MISSION OF EL PASO P.O. BOX 1493 EL PASO, TX 79948	NONE 501(C)(3) CHARITY	PROVIDE FOR THE HOMELESS	5,000.
BOY SCOUTS OF AMERICA -YUCCA COUNCIL 7601 LOCKHEED DRIVE EL PASO, TX 79925	NONE 501(C)(3) CHARITY	CONTRIBUTION TO GENERAL OPERATING FUND	
YOUTH WITH A MISSION P.O. BOX 300 GARDEN VALLEY, TX 75771	NONE 501(C)(3) CHARITY	INTERNATIONAL EVANGELISTIC MINISTRY FOR TEENS	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
LIVING HOPE CHRISTIAN COUNSELING 6044 GATEWAY BOULEVARD - SUITE 506 EL PASO, TX 79902	NONE 501 (C) (3) CHARITY		CHRISTIAN COUNSELING	2,500.
YMCA 701 MONTANA AVENUE EL PASO, TX 79902	NONE 501 (C) (3) CHARITY		CONTRIBUTION TO GENERAL FUND	5,000.
HOSPICE OF EL PASO 2525 E. MISSOURI EL PASO, TX 79903	NONE 501 (C) (3) CHARITY		TO AID IN PROVIDING CARE FOR TERMINALLY ILL PATIENTS AND SUPPORT TO THEIR FAMILIES DURING THE ILLNESS AND BEREAVEMENT PERIOD	2,500.
CHRISTMAS STREET 1101 E. SCHUSTER AVE. EL PASO, TX 79902	NONE 501 (C) (3) CHARITY		PROMOTE AND ADVANCE THE WELFARE OF THE PASO DEL NORTE CHILDREN'S DEVELOPMENT CENTER	
YOUTH FOR CHRIST 3331 IDALIA AVE. EL PASO, TX 79930	NONE 501 (C) (3) CHARITY		EVANGELISTIC MINISTRY FOR TEENS	
EL PASO BAPTIST CLINIC 8308 ECHO ST. EL PASO, TX 79904	NONE 501 (C) (3) CHARITY		FREE MEDICAL CARE FOR THE MEDICALLY INDIGENT	

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHIELD-A-BADGE WITH PRAYER, INC. 912A CESSNA EL PASO, TX 79925	NONE 501(C) (3) CHARITY	EVANGELICAL MINISTRY TO POLICE, SHERIFF, BORDER PATROL AND FIRE DEPARTMENT PERSONNEL	
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE 501 (C) 3 CHARITY	TO PRESENT TO ATHLETES AND COACHES AND ALL WHOM THEY INFLUENCE THE CHALLENGE AND ADVENTURE OF RECEIVING JESUE CHRIST.	1,000.
CORONADO HIGH SCHOOL P.O. BOX 13618 EL PASO, TX 79912	NONE 501(C) (3) CHARITY	MUSICAL EDUCATION	
ST. MARK'S PSC 5005 LOVE ROAD EL PASO, TX 79922	NONE 501(C) (3) CHARITY	CHILD CARE AND EDUCATION	4,770.
CONNIE PAUL CONCERTS 762 VIA LANZA EL PASO, TX 79912	NONE 501(C) (3) CHARITY	BRING CHRISTIAN MUSICAL GROUPS TO EL PASO	
NAT'L PSORIASIS FOUNDATION	501 (C) 3 CHARITY	TO FIND A CURE AND ELIMINATE EFFECTS THROUGH RESEARCH, ADVOCACY & EDUCATION.	200.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
BIRAMBYE INT'L 6948 HOWEEL STREET ARVADA, CO 80004	NONE	501 (C) 3 CHARITY	TO SUPPORT THE CREATION OF A CENTER FOR SUSTAINABLE DEVELOPMENT.	10,000.
CENTERS AGAINST FAMILY VIOLENCE 580 GILES EL PASO, TX 79915	NONE	501 (C) 3 CHARITY	NON-SPECIFIC DONATION TO FAMILY RESOURCE CENTER	1,600.
ALZHEIMER'S ASSOCIATION 4687 N. MESA SUITE 200 EL PASO, TX 79912	NONE	501 (C) 3 CHARITY	TO ELIMINATE ALZHEIMER'S DISEASE AND REDUCE RISKS THROUGH THE PROMOTION OF BRAIN HEALTH.	1,200.
EL PASO OPERA P.O. BOX 220350 EL PASO, TX 79913-2350	NONE		TO PROMOTE OPERA FOR AMOR FOR JUAREZ	200.
EL PASO MUSEUM OF ART ONE ARTS FESTIVAL PLAZA EL PASO, TX 79901	NONE	501 (C) (3) CHARITY	FOR THE GALA EVENT TO PROMOTE ART	500.
TOTAL CONTRIBUTIONS PAID				<u>241,815.</u>