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

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 , 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 DICKSON - ALLEN FOUNDATION		A Employer identification number 74-6052983
Number and street (or P O box number if mail is not delivered to street address) P O BOX 406		Room/suite
City or town, state, and ZIP code HALLETTSVILLE TX 77964-0406		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 27,316,011	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis)
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B		
3 Interest on savings and temporary cash investments		93,751 93,751
4 Dividends and interest from securities		261,771 261,771
5 a Gross rents		22,260 22,260
b Net rental income or (loss) 22,260		"
6 a Net gain or (loss) from sale of assets not on line 10		266,784
b Gross sales price for all assets on line 6a 4,181,059		
7 Capital gain net income (from Part IV, line 2)		266,784
8 Net short-term capital gain		0
9 Income modifications		
10 a Gross sales less returns and allowances 0		
b Less Cost of goods sold 0		
c Gross profit or (loss) (attach schedule)		0
11 Other income (attach schedule)		1,065,907 0 0
12 Total. Add lines 1 through 11		1,710,473 644,566 0
13 Compensation of officers, directors, trustees, etc.		52,000 52,000
14 Other employee salaries and wages		
15 Pension plans, employee benefits		
16 a Legal fees (attach schedule)		0 0 0 0
b Accounting fees (attach schedule) 27,550		27,550 0 0
c Other professional fees (attach schedule)		0 0 0 0
17 Interest		
18 Taxes (attach schedule) (see page 14 of the instructions)		32,898 32,898 0 0
19 Depreciation (attach schedule) and depletion		0 0 0 0
20 Occupancy		
21 Travel, conferences, and meetings		
22 Printing and publications		
23 Other expenses (attach schedule)		146,796 146,796 0 0
24 Total operating and administrative expenses.		
Add lines 13 through 23		259,244 259,244 0 0
25 Contributions, gifts, grants paid		1,321,000 0 1,321,000
26 Total expenses and disbursements. Add lines 24 and 25		1,580,244 259,244 0 1,321,000
27 Subtract line 26 from line 12		
a Excess of revenue over expenses and disbursements		130,229
b Net investment income (if negative, enter -0-)		385,322
c Adjusted net income (if negative, enter -0-)		0

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
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		4,721,984	4,399,002	4,399,002
	3 Accounts receivable ►	0			
	Less allowance for doubtful accounts ►	0	0	0	0
	4 Pledges receivable ►	0			
	Less allowance for doubtful accounts ►	0	0	0	0
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			0	0
	7 Other notes and loans receivable (attach schedule) ►	0			
	Less allowance for doubtful accounts ►	0	0	0	0
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments—U S and state government obligations (attach schedule)	1,417,153		0	0
	b Investments—corporate stock (attach schedule)	11,312,351	13,174,903	15,957,741	
	c Investments—corporate bonds (attach schedule)	0	0	0	0
	11 Investments—land, buildings, and equipment basis ►	0			
	Less accumulated depreciation (attach schedule) ►	0	0	0	0
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		0	0	0
	14 Land, buildings, and equipment basis ►	1,906,780			
	Less accumulated depreciation (attach schedule) ►	0	1,898,968	1,906,780	6,959,268
	15 Other assets (describe ►)		0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		19,350,456	19,480,685	27,316,011
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21 Mortgages and other notes payable (attach schedule)		0	0	
	22 Other liabilities (describe ►)		0	0	
	23 Total liabilities (add lines 17 through 22)		0	0	
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		1,944,866	1,944,866	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		17,405,590	17,535,819	
	30 Total net assets or fund balances (see page 17 of the instructions)		19,350,456	19,480,685	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		19,350,456	19,480,685	

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	19,350,456
2 Enter amount from Part I, line 27a	2	130,229
3 Other increases not included in line 2 (itemize) ►	3	0
4 Add lines 1, 2, and 3	4	19,480,685
5 Decreases not included in line 2 (itemize) ►	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,480,685

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b UNDIVIDED INTEREST IN LAND		D	4/12/2005	12/17/2010
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 4,146,946	0	3,853,010	293,936	
b 34,113	0	61,265	-27,152	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a 0	0	0	293,936	
b 0	0	0	-27,152	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	266,784
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	0

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	1,401,500	23,487,121	0.059671
2008	1,428,803	23,018,645	0.062072
2007	1,487,236	25,029,219	0.059420
2006	965,092	15,697,358	0.061481
2005	686,031	12,128,910	0.056562

2 Total of line 1, column (d) 2 0.299206

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 0.059841

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 4 25,964,152

5 Multiply line 4 by line 3 5 1,553,721

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 3,853

7 Add lines 5 and 6 7 1,557,574

8 Enter qualifying distributions from Part XII, line 4 8 1,321,000

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1

Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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

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

3 Add lines 1 and 2

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

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

6 Credits/Payments

a 2010 estimated tax payments and 2009 overpayment credited to 2010

6a 86,015

b Exempt foreign organizations—tax withheld at source

6b

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

6c 0

d Backup withholding erroneously withheld

6d

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

7 86,015

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

8 0

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

9 0

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

10 78,309

11 Enter the amount of line 10 to be Credited to 2011 estimated tax ►

11 78,309 Refunded ►

Part VII-A Statements Regarding Activities

1 a 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?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

1b X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ 0 (2) On foundation managers ► \$ 0

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3 X

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

4a X

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

4b N/A

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

5 X

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

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

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

7 X

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► TX

8b X

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 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

10 X

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

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? Website address ► NONE	13	X
14	The books are in care of ► JAMES R KOLOS CPA Located at ► 302 E Second PO Box 310 Hallettsville TX	Telephone no ► 361-798-5264 ZIP+4 ► 77964-0310	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	► <input type="checkbox"/>
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? 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 ►	16	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20_____ , 20_____ , 20_____ , 20_____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	N/A
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

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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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
 Yes No
 Yes No
 Yes No
 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)?

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?

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6a, 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

5b N/A

6b

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCHEDULE ATTACHED	.00	52,000	0	0
-----	.00	0	0	0
-----	.00	0	0	0
-----	.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000

►

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
All other program-related investments. See page 24 of the instructions		
3		
Total. Add lines 1 through 3		0

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	14,283,695
b	Average of monthly cash balances	1b	5,116,582
c	Fair market value of all other assets (see page 25 of the instructions)	1c	6,959,268
d	Total (add lines 1a, b, and c)	1d	26,359,545
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	26,359,545
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	395,393
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,964,152
6	Minimum investment return. Enter 5% of line 5	6	1,298,208

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

1	Minimum investment return from Part X, line 6	1	1,298,208
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,706
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	7,706
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,290,502
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,290,502
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,290,502

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	1,321,000
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	0
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	0
a	Suitability test (prior IRS approval required)	4	1,321,000
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	1,321,000
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				1,290,502
2 Undistributed income, if any, as of the end of 2010			0	
a Enter amount for 2009 only			0	
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2010.				
a From 2005	132,491			
b From 2006	248,912			
c From 2007	336,509			
d From 2008	381,265			
e From 2009	278,705			
f Total of lines 3a through e	1,377,882			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 1,321,000			0	
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)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				1,290,502
e Remaining amount distributed out of corpus	30,498			
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:	1,408,380			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0	
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	132,491			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,275,889			
10 Analysis of line 9				
a Excess from 2006	248,912			
b Excess from 2007	336,509			
c Excess from 2008	381,265			
d Excess from 2009	278,705			
e Excess from 2010	30,498			

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

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

SCHEDULE ATTACHED

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

SCHEDULE ATTACHED

c Any submission deadlines

SCHEDULE ATTACHED

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

SCHEDULE ATTACHED

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHEDULE ATTACHED				1,321,000
Total			► 3a	1,321,000
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	93,751	
4	Dividends and interest from securities			14	261,771	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property			16	22,260	
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	266,784	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue	a	OIL LEASE BONUS	0	466,580	0
b	OIL & GAS ROYALTIES			0	599,327	0
c				0	0	0
d				0	0	0
e				0	0	0
12	Subtotal Add columns (b), (d), and (e)			0	1,710,473	0
13	Total. Add line 12, columns (b), (d), and (e)					1,710,473

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

SCHEDULE - FORM 990PF
DICKSON-ALLEN FOUNDATION 74-6052983
HALLETTSVILLE, TX 77964

YEAR ENDED DECEMBER 31, 2010

	REVENUE AND EXPENDITURES PER BOOKS	NET INVESTMENT INCOME
PART I		
LINE 18 - TAXES		
EXCISE TAX ON INVESTMENT INCOME	\$ 0	\$ 0
ADVALOREM TAXES	<u>32,898</u>	<u>32,898</u>
	<u><u>32,898</u></u>	<u><u>32,898</u></u>
LINE 16 (b) - ACCOUNTING FEES		
JAMES R KOLOS, CPA -		
FOR ACCOUNTING SERVICES AND PREPARATION OF FORM 990 PF	\$ 19,750	\$ 19,750
CINDY H CARAWAY, CPA -		
FOR ACCOUNTING SERVICES AND PREPARATION OF FORM 990 PF	<u>7,800</u>	<u>7,800</u>
	<u><u>27,550</u></u>	<u><u>27,550</u></u>
LINE 23 - OTHER EXPENSES		
OFFICE EXPENSE	259	259
INSURANCE	803	803
INVESTMENT FEES	139,845	139,845
DUES AND SUBSCRIPTIONS	495	495
REPAIRS AND MAINTENANCE	<u>5,394</u>	<u>5,394</u>
	<u><u>146,796</u></u>	<u><u>146,796</u></u>
LINE 11 - OTHER INCOME:		
OIL AND GAS ROYALTIES	\$ 599,327	\$ 599,327
LEASE BONUSES	<u>466,580</u>	<u>466,580</u>
	<u><u>1,065,907</u></u>	<u><u>1,065,907</u></u>

SCHEDULE - FORM 990PF
DICKSON-ALLEN FOUNDATION 74-6052983
HALLETTSVILLE, TX 77964

YEAR ENDED DECEMBER 31, 2010

	<u>NO. OF SHARES</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PART II - LINE 10 (b)			
CORPORATE STOCKS:			
KARNES COUNTY NATIONAL BANK	160	\$ 2,000	\$ 70,000
INDUSTRY BANCSHARES INC	29,184	5,849	364,800
FARMER'S CO-OP ASSOCIATION			
SHINER, TEXAS	5	25	25
STUDEMAN ROYALTY OIL CO	96	100	100
AVALON ADVISORS PORTFOLIO		4,504,437	5,583,968
MORGAN STANLEY PORTFOLIO		4,596,392	5,330,348
UBS PORTFOLIO		3,048,556	3,513,276
TOTAL MERRILL PORTFOLIO		1,017,544	1,095,224
		<u>\$ 13,174,903</u>	<u>\$ 15,957,741</u>
PART II - LINE 11			
REAL ESTATE AND MINERALS		<u>\$ 1,906,780</u>	<u>\$ 6,959,268</u>

SCHEDULE - FORM 990PF - PART VIII (1)
DICKSON-ALLEN FOUNDATION 74-6052983
HALLETTSVILLE, TX 77964

YEAR ENDED DECEMBER 31, 2010

	<u>TITLE</u>	<u>AVERAGE WEEKLY TIME DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
CURTIS GUNN, JR. 213 BROADWAY SAN ANTONIO, TX 78205	TRUSTEE	2 HRS	
DUNHAM F. JEWETT 2727 ALLEN PARKWAY SUITE 1700 HOUSTON, TX 77019-2125	TRUSTEE	4 HRS.	
JESSIE L. ALLEN P.O. BOX 106 HALLETTSVILLE, TX 77964-0106	TRUSTEE	16 HRS.	52,000
CURTIS T. VAUGHAN III P.O. BOX 17258 SAN ANTONIO, TX 78217-7258	TRUSTEE	2 HRS.	

SCHEDULE – FORM 990PF – PART XV – LINE 2
DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2010

REQUESTS FOR GRANTS SHOULD BE SENT TO THE FOLLOWING ADDRESS:

DICKSON-ALLEN FOUNDATION
P.O. BOX 406
HALLETTSVILLE, TX 77964-0406
TEL (361) 798-2531

THE FOUNDATION DOES NOT CONSIDER REQUESTS FROM INDIVIDUALS. ALTHOUGH THERE IS NO STANDARD FORMAT IN WHICH APPLICATIONS SHOULD BE SUBMITTED, ALL APPLICATIONS SHOULD CONTAIN THE FOLLOWING INFORMATION

1. NAME, MAILING ADDRESS, AND TELEPHONE NUMBER OF THE ORGANIZATION.
2. DESCRIPTION OF THE ORGANIZATION'S PURPOSES AND ACTIVITIES IN GENERAL.
3. AMOUNT REQUESTED AND EXPLANATION IN DETAIL HOW IT WILL BE USED
4. STATEMENT AS TO WHETHER THE APPLICANT IS ORGANIZED AS A NONPROFIT ORGANIZATION UNDER STATE LAW
5. PHOTOCOPY OF A RULING OR DETERMINATION LETTER FROM THE INTERNAL REVENUE SERVICE REGARDING EXEMPT STATUS, PRIVATE FOUNDATION STATUS, OR GRANT-MAKING PROCEDURES IF NO RULING OR DETERMINATION LETTER IS AVAILABLE, EXPLAIN EXEMPT STATUS.
6. IF AVAILABLE, ATTACH A COPY OF THE ORGANIZATION'S PROPOSED BUDGET FOR THE YEAR IN WHICH THE FUNDS ARE TO BE USED.
7. IF THIS GRANT WILL BE A SUBSTANTIAL AND MATERIAL PART OF THE TOTAL BUDGET, ATTACH A COPY OF THE LATEST INFORMATION RETURN FILED WITH THE INTERNAL REVENUE SERVICE.
8. STATEMENT AS TO WHETHER THE APPLICANT IS CONTROLLED BY, RELATED TO, CONNECTED WITH, OR SPONSORED BY ANOTHER ORGANIZATION AND IF SO, IDENTIFY THE ORGANIZATION AND EXPLAIN THE RELATIONSHIP.
9. LIST THE NAME, ADDRESS, AND TITLE OF EACH MEMBER OF THE APPLICANT'S GOVERNING BOARD
10. NAME OF EACH PERSON TO CONTACT WHO WILL BE ADMINISTERING THE PROPOSED PROGRAM.

DICKSON-ALLEN FOUNDATION'S ANNUAL MEETING IS HELD IN OCTOBER OR NOVEMBER OF EACH CALENDAR YEAR AT WHICH TIME THE APPLICATIONS ARE CONSIDERED FOR APPROVAL. MOST GRANTS APPROVED ARE FOR EDUCATIONAL, MEDICAL RESEARCH, AND MEDICAL FACILITY PURPOSES. HOWEVER, TO THE EXTENT FUNDS ARE AVAILABLE, GRANTS MAY BE MADE FOR OTHER PURPOSES.

SCHEDULE - FORM 990PF - PART XV - LINE 3a
DICKSON - ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2010

GRANTS AND CONTRIBUTIONS PAID IN 2010

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC 201 W SHERIDAN, SUITE C-3 SAN ANTONIO, TX 78204	UNRESTRICTED OPERATING FUNDS	\$ 2,000
AMERICAN LEGION POST 230 P O BOX 261 HALLETTSVILLE, TX 77964-0261	BUILDING IMPROVEMENTS	6,500
BLUEBONNET YOUTH RANCH P O BOX 90 YOAKUM, TX 77995-0090	UNRESTRICTED OPERATING FUNDS	3,000
DEWITT-LAVACA SPECIAL OLYMPICS 960 E. BROADWAY CUERO, TX 77954	UNRESTRICTED OPERATING FUNDS	2,000
FESTIVAL INSTITUTE AT ROUND TOP P.O. BOX 89 ROUND TOP, TX 78954-0089	UNRESTRICTED OPERATING FUNDS	10,000
FRIEND SIMPSON MEMORIAL LIBRARY 705 E FOURTH STREET HALLETTSVILLE, TX 77964	TECHNOLOGY IMPROVEMENTS	25,000
GENESYS WORKS 601 JEFFERSON AVE., SUITE 3760 HOUSTON, TX 77002	UNRESTRICTED OPERATING FUNDS	5,000
GLASSELL SCHOOL OF ART P O. BOX 6826 HOUSTON, TX 77265-6826	UNRESTRICTED OPERATING FUNDS	10,000
HALLETTSVILLE, CITY OF 101 N MAIN STREET HALLETTSVILLE, TX 77964	GOLF CLUBHOUSE IMPROVEMENTS	5,000
HALLETTSVILLE FFA P.O. BOX 368 HALLETTSVILLE, TX 77964-0368	UNRESTRICTED OPERATING FUNDS	3,000
HALLETTSVILLE HIGH SCHOOL VOCATIONAL AWARDS PROGRAM P.O BOX 368 HALLETTSVILLE, TX 77964-0368	VOCATIONAL AWARDS PROGRAM	3,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2010

GRANTS AND CONTRIBUTIONS PAID IN 2010 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
HALLETTSVILLE ISD P.O BOX 368 HALLETTSVILLE, TX 77964-0368	TECHNOLOGY IMPROVEMENTS	40,000
HALLETTSVILLE POLICE DEPARTMENT 104 E. FOURTH STREET HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATED FUNDS	10,000
HALLETTSVILLE VOLUNTEER FIRE DEPT P.O BOX 84 HALLETTSVILLE, TX 77964-0084	EQUIPMENT PURCHASE	25,000
HOUSTON PARKS BOARD 300 N. POST OAK LANE HOUSTON, TX 77024	UNRESTRICTED OPERATING FUNDS	15,000
KNOWLEDGE IS POWER PROGRAM 10711 KIPP WAY HOUSTON, TX 77099-2675	UNRESTRICTED OPERATING FUNDS	10,000
LAVACA ASSISTANCE MINISTRY BODY P O. BOX 232 HALLETTSVILLE, TX 77964-0232	UNRESTRICTED OPERATING FUNDS	20,000
LAVACA COUNTY P O BOX 243 HALLETTSVILLE, TX 77964-0243	RECORDS RETENTION EQUIPMENT	20,000
LAVACA COUNTY 4-H PROGRAM P.O BOX 301 HALLETTSVILLE, TX 77964-0301	UNRESTRICTED OPERATING FUNDS	3,000
LAVACA COUNTY HISTORICAL COMMISSION P O. BOX 811 HALLETTSVILLE, TX 77964-0811	UNRESTRICTED OPERATING FUNDS	10,000
LAVACA COUNTY JUVENILE PROBATION DEPARTMENT P O BOX 330 HALLETTSVILLE, TX 77964-0330	UNRESTRICTED OPERATING FUNDS	10,000
LAVACA COUNTY RESCUE SERVICE P.O. BOX 147 HALLETTSVILLE, TX 77964-0147	UNRESTRICTED OPERATING FUNDS	40,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2010

GRANTS AND CONTRIBUTIONS PAID IN 2010 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
LAVACA COUNTY SENIOR CITIZENS PROGRAM P O BOX 531 HALLETTSVILLE, TX 77964-0531	UNRESTRICTED OPERATING FUNDS	15,000
LAVACA EXPOSITION ASSOCIATION P O BOX 743 HALLETTSVILLE, TX 77964-0743	UNRESTRICTED OPERATING FUNDS	50,000
LAVACA HISTORICAL MUSEUM 413 N. MAIN STREET HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	35,000
LAVACA HOME ECONOMICS COMMITTEE P O BOX 301 HALLETTSVILLE, TX 77964-0301	UNRESTRICTED OPERATING FUNDS	4,000
LAVACA MEDICAL CENTER 1400 N TEXANA STREET HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	60,000
MOULTON CHAMBER OF COMMERCE 405 S LAVACA STREET MOULTON, TX 77975	PARK IMPROVEMENTS	12,500
MOULTON ISD DRAWER C MOULTON, TX 77975	TECHNOLOGY IMPROVEMENTS	40,000
MOULTON VOLUNTEER FIRE DEPT. P O BOX 31 MOULTON, TX 77975-0031	UNRESTRICTED OPERATING FUNDS	22,500
SACRED HEART CATHOLIC SCHOOL 313 S TEXANA STREET HALLETTSVILLE, TX 77964	ADDITIONAL CLASSROOM SPACE	125,000
SACRED HEART CATHOLIC SCHOOL 313 S TEXANA STREET HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	95,000
ST. JOHN'S SCHOOL 2401 CLAREMONT LANE HOUSTON, TX 77019-5897	UNRESTRICTED OPERATING FUNDS	25,000

DICKSON-ALLEN FOUNDATION 74-6052983
 YEAR ENDED DECEMBER 31, 2010

GRANTS AND CONTRIBUTIONS PAID IN 2010 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
ST. LUKE'S EPISCOPAL SCHOOL 15 ST LUKE'S LANE SAN ANTONIO, TX 78209-4445	UNRESTRICTED OPERATING FUNDS	2,500
ST MARY'S HALL P O BOX 33430 SAN ANTONIO, TX 78265-3430	UNRESTRICTED OPERATING FUNDS	110,000
ST. PETER LUTHERAN CHURCH 100 N PROMENADE ST. HALLETTSVILLE, TX 77964	FELLOWSHIP FACILITY	25,000
SAN ANTONIO ACADEMY 117 E FRENCH PLACE SAN ANTONIO, TX 78212-5889	UNRESTRICTED OPERATING FUNDS	5,000
SAN ANTONIO BOTANICAL SOCIETY P.O. BOX 6569 SAN ANTONIO, TX 78209-6569	UNRESTRICTED OPERATING FUNDS	25,000
SAY SI 1518 S ALAMO, STUDIO 103 SAN ANTONIO, TX 78204	UNRESTRICTED OPERATING FUNDS	10,000
SHERIDAN FIRE DEPARTMENT P.O. BOX 263 SHERIDAN, TX 77475-0263	UNRESTRICTED OPERATING FUNDS	35,000
SHERIDAN MEMORIAL LIBRARY P.O. BOX 274 SHERIDAN, TX 77475-0274	UNRESTRICTED OPERATING FUNDS	2,500
SHINER CATHOLIC SCHOOL P.O. BOX 725 SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	62,000
SHINER CITY CEMETERY ASSOCIATION P.O. BOX 1535 SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	1,000
SHINER FFA CHAPTER P.O. DRAWER 804 SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	3,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2010

GRANTS AND CONTRIBUTIONS PAID IN 2010 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
SHINER ISD P.O DRAWER 804 SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	12,500
SHINER PUBLIC LIBRARY P O BOX 308 SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	1,000
SOUTHWEST FOUNDATION FOR BIOMEDICAL RESEARCH P.O BOX 760549 SAN ANTONIO, TX 78245-0549	UNRESTRICTED OPERATING FUNDS	25,000
SOUTHWEST SCHOOL OF ART 300 AUGUSTA SAN ANTONIO, TX 78205-1216	UNRESTRICTED OPERATING FUNDS	15,000
TEACH FOR AMERICA 4669 SOUTHWEST FREEWAY, SUITE 600 HOUSTON, TX 77027	UNRESTRICTED OPERATING FUNDS	10,000
TEXAS A&M UNIVERSITY DEVELOPMENT FOUNDATION TAMU 4461 COLLEGE STATION, TX 77843-4461	STUDENT SCHOLARSHIPS	25,000
TEXAS 4-H DEVELOPMENT FOUNDATION 7607 EASTMARK DRIVE, SUITE 101 TAMU 2473 COLLEGE STATION, TX 77843-2473	STUDENT SCHOLARSHIPS	15,000
TMI-THE EPISCOPAL SCHOOL OF TEXAS 20955 W TEJAS TRAIL SAN ANTONIO, TX 78257	UNRESTRICTED OPERATING FUNDS	5,000
UNIVERSITY OF HOUSTON - HOUSTON 3007 N. BEN WILSON VICTORIA, TX 77901	STUDENT SCHOLARSHIPS	25,000
UNIVERSITY OF TEXAS - SAN ANTONIO ONE UTSA CIRCLE SAN ANTONIO, TX 78249-0661	UNRESTRICTED OPERATING FUNDS	10,000
WHARTON COUNTY 4-H PROGRAM 210 S RUSK STREET WHARTON, TX 77488	UNRESTRICTED OPERATING FUNDS	2,500

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2010

GRANTS AND CONTRIBUTIONS PAID IN 2010 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
WHARTON FFA CHAPTER 1 TIGER AVENUE WHARTON, TX 77488	UNRESTRICTED OPERATING FUNDS	2,500
WITTE MUSEUM 3801 BROADWAY SAN ANTONIO, TX 78209	UNRESTRICTED OPERATING FUNDS	100,000
YES PREP PUBLIC SCHOOLS 6201 BONHOMME ROAD, SUITE 168-N HOUSTON, TX 77036	UNRESTRICTED OPERATING FUNDS	10,000
ZELDA L. ALLEN SCHOOL OF VOCATIONAL NURSING 1410 N. TEXANA STREET HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	20,000
TOTAL FOR 2010		\$ <u>1,321,000</u>

NONE OF THE ABOVE RECIPIENTS BEAR ANY RELATION TO ANY FOUNDATION
MANAGER, SUBSTANTIAL CONTRIBUTOR, OR ANY PERSON HAVING ANY INTEREST
IN THE ORGANIZATION