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## Return of Private Foundation

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

OMB No. 1545-0052

2010

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation <b>HELEN GREATHOUSE CHARITABLE TRUST</b> <b>#010515119600</b>		A Employer identification number <b>75-2691859</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>WELLS FARGO BANK, N.A., P.O. BOX 41629</b>	Room/suite	B Telephone number <b>(432) 685-5300</b>
City or town, state, and ZIP code <b>AUSTIN, TX 78704-9926</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 33,257,207.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		962.	962.		STATEMENT 1
4 Dividends and interest from securities		770,997.	719,224.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,673,760.			
b Gross sales price for all assets on line 6a		13,323,080.			
7 Capital gain net income (from Part IV, line 2)			3,673,760.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less. Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-48,358.	-48,358.		STATEMENT 3
12 Total. Add lines 1 through 11		4,397,361.	4,345,588.		
13 Compensation of officers, directors, trustees, etc		800.	800.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		13,349.	13,349.		0.
b Accounting fees STMT 5		6,500.	6,500.		0.
c Other professional fees STMT 6		262,591.	262,591.		0.
17 Interest					
18 Taxes STMT 7		67,546.	9,546.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		27,654.	27,654.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		378,440.	320,440.		0.
25 Contributions, gifts, grants paid		1,572,000.			1,572,000.
26 Total expenses and disbursements. Add lines 24 and 25		1,950,440.	320,440.		1,572,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		2,446,921.			
b Net investment income (if negative, enter -0-)			4,025,148.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash - non-interest-bearing			459,639.	2,557,285.	2,557,285.	
	2 Savings and temporary cash investments						
	3 Accounts receivable	-1,094.					
	Less: allowance for doubtful accounts			-1,451.	-1,094.	-1,094.	
	4 Pledges receivable						
	Less: allowance for doubtful accounts						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons						
	7 Other notes and loans receivable						
	Less: allowance for doubtful accounts						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments - U.S. and state government obligations						
	b Investments - corporate stock	STMT 9		15,937,675.	14,163,724.	17,004,222.	
	c Investments - corporate bonds	STMT 10		5,268,086.	7,329,081.	7,479,416.	
	11 Investments - land, buildings, and equipment basis						
	Less: accumulated depreciation						
	12 Investments - mortgage loans						
	13 Investments - other	STMT 11		5,222,247.	5,284,121.	6,217,378.	
	14 Land, buildings, and equipment basis						
	Less: accumulated depreciation						
	15 Other assets (describe )						
	16 Total assets (to be completed by all filers)			26,886,196.	29,333,117.	33,257,207.	
	Liabilities	17 Accounts payable and accrued expenses					
		18 Grants payable					
19 Deferred revenue							
20 Loans from officers, directors, trustees, and other disqualified persons							
21 Mortgages and other notes payable							
22 Other liabilities (describe )							
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)			0.	0.		
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>					
	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			27,998,553.	26,886,196.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds			-1,112,357.	2,446,921.		
	30 Total net assets or fund balances			26,886,196.	29,333,117.		
31 Total liabilities and net assets/fund balances			26,886,196.	29,333,117.			

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	26,886,196.
2 Enter amount from Part I, line 27a	2	2,446,921.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	29,333,117.
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	29,333,117.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SHORT TERM-SEE ATTACHED SCHEDULE</b>	P	VARIOUS	VARIOUS
<b>b LONG TERM-SEE ATTACHED SCHEDULE</b>	P	VARIOUS	VARIOUS
<b>c PAM GLOBAL DIVERSIFIED FUND LLC</b>	P	VARIOUS	VARIOUS
<b>d PAM GLOBAL DIVERSIFIED FUND LLC</b>	P	VARIOUS	VARIOUS
<b>e CAPITAL GAINS DIVIDENDS</b>			

(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)
<b>a 452,353.</b>		<b>588,016.</b>	<b>-135,663.</b>
<b>b 12,751,873.</b>		<b>9,061,304.</b>	<b>3,690,569.</b>
<b>c 53,746.</b>			<b>53,746.</b>
<b>d 53,746.</b>			<b>53,746.</b>
<b>e 11,362.</b>			<b>11,362.</b>

(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))
<b>a</b>			<b>-135,663.</b>
<b>b</b>			<b>3,690,569.</b>
<b>c</b>			<b>53,746.</b>
<b>d</b>			<b>53,746.</b>
<b>e</b>			<b>11,362.</b>

2 Capital gain net income or (net capital loss)	2	3,673,760.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,674,609.	28,378,037.	.059011
2008	2,061,500.	37,372,392.	.055161
2007	2,302,000.	46,691,105.	.049303
2006	2,382,150.	46,734,379.	.050972
2005	2,435,000.	47,465,090.	.051301

2 Total of line 1, column (d)	2	.265748
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	.053150
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	31,376,029.
5 Multiply line 4 by line 3	5	1,667,636.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,251.
7 Add lines 5 and 6	7	1,707,887.
8 Enter qualifying distributions from Part XII, line 4	8	1,572,000.

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.

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

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

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

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

3 Add lines 1 and 2

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

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

6 Credits/Payments:

a 2010 estimated tax payments and 2009 overpayment credited to 2010

b Exempt foreign organizations - tax withheld at source

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

d Backup withholding erroneously withheld

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

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

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

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

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

39,526. Refunded

**Part VII-A Statements Regarding Activities**

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

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

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

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

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

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

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

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

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

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

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

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

N/A

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

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

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

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

If "Yes," complete Part II, col. (c), and Part XV.

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

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

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)? If "Yes," complete Part XIV

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

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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 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 <b>N/A</b>				
14	The books are in care of <b>WELLS FARGO BANK, N.A.</b>	Telephone no.	<b>(432) 685-5300</b>	
Located at <b>MIDLAND, TX</b>		ZIP+4	<b>79702</b>	
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	<b>N/A</b>	
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				X

**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)?	<b>N/A</b>	
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?		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 checked="" 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 instructions.)	<b>N/A</b>	
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.)	<b>N/A</b>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ..

N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ..

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		800.	0.	0.

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

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

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

0





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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	24,192,638.
b	Average of monthly cash balances	1b	1,856,710.
c	Fair market value of all other assets	1c	5,804,489.
d	Total (add lines 1a, b, and c)	1d	31,853,837.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	31,853,837.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	477,808.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,376,029.
6	Minimum investment return. Enter 5% of line 5	6	1,568,801.

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

1	Minimum investment return from Part X, line 6	1	1,568,801.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	80,503.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	80,503.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,488,298.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,488,298.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,488,298.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,572,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,572,000.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,572,000.

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

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				1,488,298.
<b>2</b> Undistributed Income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005	85,246.			
<b>b</b> From 2006	108,584.			
<b>c</b> From 2007	66,945.			
<b>d</b> From 2008	332,960.			
<b>e</b> From 2009	267,489.			
<b>f</b> Total of lines 3a through e	861,224.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 1,572,000.				
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				1,488,298.
<b>e</b> Remaining amount distributed out of corpus	83,702.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	944,926.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	85,246.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	859,680.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006	108,584.			
<b>b</b> Excess from 2007	66,945.			
<b>c</b> Excess from 2008	332,960.			
<b>d</b> Excess from 2009	267,489.			
<b>e</b> Excess from 2010	83,702.			

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

N/A

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

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

4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities. 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

[illegible]

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

## 1 Information Regarding Foundation Managers:

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

**NONE**

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

**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 13

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

- c Any submission deadlines:**

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

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 14					
Total				▶ 3a	1572000.
b Approved for future payment					
NONE					
Total				▶ 3b	0

## Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	962.	
4 Dividends and interest from securities			14	770,997.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-48,358.	
8 Gain or (loss) from sales of assets other than inventory			18	3,673,760.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		4,397,361.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	4,397,361

### Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?   |  | Yes          |
|---|--|--------------|
| <b>a Transfers from the reporting foundation to a noncharitable exempt organization of:</b>   |  |              |
| (1) Cash  |  | <b>1a(1)</b> |
| (2) Other assets  |  | <b>1a(2)</b> |
| <b>b Other transactions:</b>  |  |              |
| (1) Sales of assets to a noncharitable exempt organization  |  | <b>1b(1)</b> |
| (2) Purchases of assets from a noncharitable exempt organization  |  | <b>1b(2)</b> |
| (3) Rental of facilities, equipment, or other assets  |  | <b>1b(3)</b> |
| (4) Reimbursement arrangements  |  | <b>1b(4)</b> |
| (5) Loans or loan guarantees  |  | <b>1b(5)</b> |
| (6) Performance of services or membership or fundraising solicitations  |  | <b>1b(6)</b> |
| <b>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</b>   |  | <b>1c</b>    |
| <b>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</b> |  |              |

[illegible]

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

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

**Sign  
Here**

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

  
Signature of officer or trustee

8.11.11

► Vice President & Trust Officer  
Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

LAURA A. BUCKNER

Preparer's signature

*Aimee Buckner CPA*

Date \_\_\_\_\_

8/10/10

Check ☐ if  
self-employed

PTIN

P01201396

Firm's name ► **BUCKNER & TILLEY P.C.**

Firm's EIN ▶

Firm's address ► 500 W ILLINOIS AVE, SUITE 1150  
MIDLAND, TX 79701

Phone no. 432-687-5577

Form 990-PF (2010)

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

SOURCE	AMOUNT
PAM GLOBAL DIVERSIFIED	962.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	962.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FOREIGN DIVIDEND INCOME	192,254.	0.	192,254.
CAPITAL GAIN DISTRIBUTION	11,362.	11,362.	0.
DIVIDENDS - THE ENDOWMENT FUND	35,821.	0.	35,821.
DOMESTIC DIVIDENDS	318,785.	0.	318,785.
DOMESTIC INTEREST	172,364.	0.	172,364.
NON-TAXABLE DIVIDENDS/RTN OF CAPITAL	51,773.	0.	51,773.
TOTAL TO FM 990-PF, PART I, LN 4	782,359.	11,362.	770,997.

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	2,126.	2,126.	
OTHER INCOME-PAM	-50,484.	-50,484.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-48,358.	-48,358.	

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FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	13,349.	13,349.		0.
TO FM 990-PF, PG 1, LN 16A	13,349.	13,349.		0.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,500.	6,500.		0.
TO FORM 990-PF, PG 1, LN 16B	6,500.	6,500.		0.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	262,591.	262,591.		0.
TO FORM 990-PF, PG 1, LN 16C	262,591.	262,591.		0.

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FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	58,000.	0.		0.
FOREIGN TAX PAID	9,546.	9,546.		0.
TO FORM 990-PF, PG 1, LN 18	67,546.	9,546.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSE - THE ENDOWMENT FUND	9,994.	9,994.		0.
OTHER EXPENSE	772.	772.		0.
SUPPLY EXPENSE	1,413.	1,413.		0.
UNDERWRITER EXPENSE	7,500.	7,500.		0.
OTHER EXPENSE-PAM GLOBAL	7,975.	7,975.		0.
TO FORM 990-PF, PG 1, LN 23	27,654.	27,654.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JOHNSON & JOHNSON	280,435.	330,588.
SCHLUMBERGER LTD	96,737.	198,396.
TARGET CORP	301,527.	392,829.
GENERAL ELECTRIC CO.	173,240.	102,113.
APACHE	97,215.	269,102.
ABBOTT LABS	257,181.	267,482.
TEVA PHARMACEUTICAL INDUSTRIES	54,049.	111,454.
CHEVRON TEXACO	175,390.	357,700.
EXXON MOBIL	305,972.	614,427.
UNITED TECHNOLOGIES	164,158.	290,792.
ISHARES MSCI JAPAN CLASS 1	1,361,058.	1,481,633.
AFLAC INC	217,684.	269,679.
JPMORGAN CHASE & CO	158,134.	188,896.
WALT DISNEY CO	291,882.	378,701.
ISHARES MSCI MSCI EAFE	413,782.	362,943.
ISHARES S&P MIDCAP 400 VALUE	1,409,256.	1,718,394.
BAKER HUGHES INC	406,378.	353,082.
TRAVELERS COMPANIES INC	133,039.	174,261.
THERMO FISHER SCIENTIFIC INC	154,028.	164,364.
COOPER INDS LTD	211,211.	282,940.
ISHARES TR MSCI EMERGING MARKETS INDEX FUND	404,597.	381,851.
TRACTOR SUPPLY CO COM.	163,473.	431,949.
FIRST SOLAR INC	164,773.	115,955.
APPLE INC.	275,508.	708,987.
ECOLAB INC	193,515.	215,596.
MONSANTO CO NEW	298,569.	186,078.
VODAFONE GROUP OLC NEW	275,079.	235,554.
BERKSHIRE HATHAWAY	199,905.	240,900.
COMCAST CORP CLASS A	328,087.	430,590.

OPPENHEIMER	540,000.	664,771.
ISHARES TR SMALLCAP 600 INDEX FD	881,128.	1,078,813.
NOVARTIS AG - ADR	205,120.	227,547.
DIAGEO PLC - ADR	337,276.	361,987.
CARNIVAL CORP	193,418.	268,360.
NEXTERRA ENERGY, INC	198,538.	200,681.
MICROSOFT CORP	419,020.	387,865.
VISA INC-CLASS A SHRS	267,604.	217,333.
INTEL CORP	269,026.	274,778.
HEWLETT-PACKARD CO	349,894.	282,533.
FISERV INC	231,708.	278,219.
EMC CORP MA	176,460.	312,814.
L-3 COMMUNICATIONS CORP	177,921.	140,980.
IRON MOUNTAIN INC	145,559.	150,060.
UNITEDHEALTH GROUP INC	260,408.	291,660.
MORGAN STANLEY	77,100.	68,025.
BANK NEW YORK MELLON CORP COM	145,900.	151,000.
CONOCOPHILLIPS	218,070.	283,160.
CAPITAL ONE	103,712.	106,400.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,163,724.	17,004,222.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS GROUP INC	250,000.	192,510.
FED NATL MTG ASSN	500,101.	509,340.
BANK OF NEW YORK MELLON	539,260.	536,470.
CONOCOPHILLIPS	552,230.	582,125.
GENERAL ELC CAP	516,925.	516,220.
HEWLETT-PACKARD CO	507,450.	504,325.
ORACLE CORP	512,595.	542,500.
PROCTER & GAMBLE	503,015.	503,875.
WALGREEN CO	536,510.	546,120.
TEMPLETON GLOBAL BOND	1,033,600.	1,153,465.
GOLDMAN SACHS GROUP INC	520,865.	516,005.
SHELL INTERNATIONAL FIN	503,915.	503,245.
IBM CORP	502,615.	512,140.
JPMORAN HIGH YIELD FUND	350,000.	361,076.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7,329,081.	7,479,416.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
IPATH DOW JONES - AIG COMMODITY	COST	371,301.	382,890.
AVALONBAY CMNTYS INC	COST	287,450.	348,230.
ISHARES COMEX GOLD TRUST	COST	288,031.	427,981.
PAM GLOBAL DIVERSIFIED FUND LLC	COST	1,047,081.	997,245.
THE ENDOWMENT FUND	COST	1,033,856.	1,157,780.
HCP INC.	COST	142,642.	229,570.
PLUM CREEK TIMBER CO	COST	141,261.	173,955.
REGENCY CENTERS CORP	COST	114,701.	171,621.
CB RICHARD ELLIS REALTY TRUST	COST	1,000,000.	1,086,957.
SPDR DJ WILSHIRE INTERNATIONAL	COST	574,232.	738,113.
VANGUARD REIT VIPER	COST	283,566.	503,036.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,284,121.	6,217,378.

## FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

## STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WELLS FARGO BANK TEXAS NA, TRUSTEE P.O. BOX 1959 MIDLAND, TX 79702	TRUSTEE 1.00	0.	0.	0.
JOANN FOSTER MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.
VICKY JAY 2810 AUBURN DRIVE MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.
JOAN BASKIN 1401 BEDFORD AVENUE MIDLAND, TX 79701	ADVISORY COMMITTEE 1.00	100.	0.	0.
FRANK K. CAHOON MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.

HELEN GREATHOUSE CHARITABLE TRUST #01051

75-2691859

PAUL MORRIS  
MIDLAND, TX 79705

ADVISORY COMMITTEE  
1.00

100.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

800.

0.

0.

FORM 990-PF

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

STATEMENT 13

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

---

WELLS FARGO BANK, N.A., ATTN: TRUST DEPARTMENT  
P.O. BOX 1959  
MIDLAND, TX 79702

---

TELEPHONE NUMBER

---

432-685-5300

---

FORM AND CONTENT OF APPLICATIONS

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A FORMAL GRANT APPLICATION MUST BE COMPLETED. IN ADDITION TO THE GRANT APPLICATION, THE APPLICANT MUST SUBMIT BUDGET INFORMATION, AUDITED FINANCIAL STATEMENTS, IF ANY, AND COPY OF THE IRS DETERMINATION LETTER REGARDING TAX EXEMPT STATUS

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ANY SUBMISSION DEADLINES

---

GRANTS ARE AWARDED SEMI-ANNUALLY GENERALLY IN JUNE AND DECEMBER.  
APPLICATION DEADLINES ARE APRIL 15 AND OCTOBER 15 EACH YEAR.

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RESTRICTIONS AND LIMITATIONS ON AWARDS

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FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALLEGRO CHORALE AND ORCHESTRA INC P.O. BOX 61747 MIDLAND, TX 79711	CHORALE AND ORCHESTRA EXPENSES	SEC. 509(A)(2)	
ALZHEIMER'S DISEASE & RELATED DISORDERS ASSOC. 4400 N. BIG SPRING #C-32 MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	25,000.
AMERICAN RED CROSS OF SOUTHWEST TEXAS P.O. BOX 60310 MIDLAND, TX 79711	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
APHASIA CENTER OF WEST TEXAS P.O. BOX 4782 MIDLAND, TX 79704	OPERATING EXPENSES	SEC. 509(A)(2)	30,000.
ARTS ASSEMBLY OF MIDLAND 401 W TEXAS AVE # 508 MIDLAND, TX 79701	CELEBRATION OF ARTS	SEC. 509(A)(2)	
BIG BROTHERS/BIG SISTERS 1007 WEST TEXAS AVE. MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
BOY SCOUTS OF AMERICA 1101 WEST TEXAS AVE. MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	25,000.
BOYS & GIRLS CLUB OF MIDLAND P.O. BOX 284 MIDLAND, TX 79702	EDUCATIONAL ACTIVITIES	SEC. 509(A)(2)	40,000.

BOYS AND GIRLS CLUB OF ODESSA 800 E. 13TH ODESSA, TX 79761	OPERATING EXPENSES	SEC. 509(A)(2)	20,000.
BUCKNER CHILDREN AND FAMILY SERVICES 421 A WEST PECAN #4A MIDLAND, TX 79710	ASSIST WITH REPLACING FLOORING IN GROUP HOME	SEC. 509(A)(2)	
BYNUM SCHOOL 8404 W. COUNTY ROAD 60 MIDLAND, TX 79708	GENERAL OPERATING EXPENSES	SEC. 509(A)(2)	50,000.
CAMP FIRE USA WEST TEXAS COUNCIL 310 W. WALL, SUITE 810 MIDLAND, TX 79710	OPERATING EXPENSES	SEC. 501(C)(3)	15,000.
CASA DE AMIGOS 1101 E. GARDEN LANE MIDLAND, TX 79701	EDUCATIONAL PROGRAMS	SEC. 509(A)(2)	50,000.
CASA OF WEST TEXAS 201 W. WALL ST., STE. 700 MIDLAND, TX 79701	VOICES FOR CHILDREN PROGRAM	SEC. 509(A)(2)	20,000.
CENTERS FOR CHILDREN AND FAMILIES 1004 N. BIG SPRING, SUITE 325 MIDLAND, TX 79701	COUNSELING PROGRAM	SEC. 509(A)(2)	15,000.
CHRISTMAS IN ACTION 500 S. LEE ST. MIDLAND, TX 79702	PURCHASE MATERIALS TO RENOVATE HOMES	SEC. 509(A)(2)	
COM AQUATICS, INC. 3003 NORTH A STREET MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 501(C)(3)	15,000.
COMMEMORATIVE AIR FORCE P.O. BOX 62000 MIDLAND, TX 79711	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.

COMMUNITY AND SENIOR SERVICES 3301 SINCLAIR AVENUE MIDLAND, TX 79707	SENIOR COMPANION PROGRAM	SEC. 509(A)(2)	25,000.
COMMUNITY CHILDREN'S MINISTRY 1101 E. FRONT ST. MIDLAND, TX 79702	OPERATING EXPENSES	SEC. 501(C)(3)	65,000.
ELLEN NOEL ART MUSEUM 4909 E. UNIVERSITY BLVD. ODESSA, TX 79762	OPERATING EXPENSES	SEC. 501(C)(3)	
GEORGE W. BUSH CHILDHOOD HOME, INC. 400 E BROADWAY ST MIDLAND, TX 79701	EDUCATION PROGRAM FOR MISD 5TH GRADE	SEC. 509(A)(2)	
GIRL SCOUTS OF THE PERMIAN BASIN 5217 N. DIXIE BLVD ODESSA, TX 79762	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
GREATER IDEAL FAMILY LIFE CENTER 301 S. TYLER STREET MIDLAND, TX 79701	GENERAL OPERATING EXPENSES	SEC. 509(A)(2)	60,000.
HABITAT FOR HUMANITY INTERNATIONAL P.O. BOX 2555 MIDLAND, TX 79702	CONSTRUCTION COSTS	SEC. 509(A)(2)	25,000.
HARMONY HOME CHILDREN'S ADVOCACY CENTER 910-C S. GRANT AVE. ODESSA, TX 79760	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
HIGH SKY CHILDREN'S RANCH 8701 W. COUNTY ROAD 60 MIDLAND, TX 79707	GENERAL OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
HILLCREST SCHOOL 3510 N. A STREET, BUILDING C MIDLAND, TX 79705	PARTIALLY FUND SCHOLARSHIP PROGRAM	SEC. 509(A)(2)	35,000.



HOSPICE OF MIDLAND INC P.O. BOX 2621 MIDLAND, TX 79701	PURCHASE HARDWARE AND SOFTWARE	SEC. 509(A)(2)	30,000.
JUNIOR ACHIEVEMENT OF WEST TEXAS 303 W. WALL, #807 MIDLAND, TX 79701	OPERATING BUDGET	SEC. 509(A)(2)	10,000.
JUNIOR LEAGUE OF MIDLAND INC 902 W DENGAR AVE MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	
LIFE CENTER 2101 W. WALL STREET MIDLAND, TX 79701	PEER TEEN PROGRAM	SEC. 509(A)(2)	25,000.
MAKE-A-WISH FOUNDATION 407 N. BIG SPRING, SUITE 208 MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	10,000.
MANOR PARK, INC. 2208 LOOP 250 NW MIDLAND, TX 79707	CONSTRUCTION AND FURNISHING NEW ASSISTED LIVING BLDG	SEC. 509(A)(2)	
MARC, INC. 2701 NORTH A STREET MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	50,000.
MIDLAND CHILDREN'S REHABILITATION CENTER 802 VENTURA MIDLAND, TX 79705	CONSTRUCTION AND OPERATING EXPENSES	SEC. 509(A)(2)	40,000.
MIDLAND COLLEGE 3600 N. GARFIELD MIDLAND, TX 79705	SCHOLARSHIP PROJECT	SEC. 509(A)(2)	25,000.
MIDLAND COLLEGE 3600 N. GARFIELD MIDLAND, TX 79705	STUDENT IN PHILANTHROPY PROGRAM	SEC. 509(A)(2)	100,000.

MIDLAND COMMUNITY CONCERTS 800 N. MARIENFELD STE 100 MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	
MIDLAND COMMUNITY THEATRE, INC. 2000 W. WADLEY MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	
MIDLAND FAIR HAVENS 2400 WHITMIRE, SUITE 100 MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	
MIDLAND FESTIVAL BALLET P.O. BOX 52034 MIDLAND, TX 79710	ASSIST WITH PERFORMANCES A DYNAMIC SEASON OF DANCE	SEC. 509(A)(2)	
MIDLAND GEM & MINERAL SOCIETY, INC. P.O. BOX 5043 MIDLAND, TX 79704	ASSIST WITH RESTORATION OF THE C SCHARBAUER HOUSE	SEC. 509(A)(2)	
MIDLAND INDEPENDENT SCHOOL DISTRICT 1800 E. WALL MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	2,000.
MIDLAND INDEPENDENT SCHOOL DISTRICT 615 WEST MISSOURI AVE., STE 520 MIDLAND, TX 79701	PARTIALLY FUND THE 'BOOT CAMP' PROGRAM	SEC. 509(A)(2)	15,000.
MIDLAND ISD EDUCATION FOUNDATION 615 W. MISSOURI MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
MIDLAND MEMORIAL FOUNDATION 2200 WEST ILLINOIS MIDLAND, TX 79701	ASSIST WITH NURSING EDUCATION FUND	SEC. 509(A)(2)	10,000.
MIDLAND OPERA THEATRE P.O. BOX 4504 MIDLAND, TX 79704	ASSIST IN FUND AN OPERA SEASON FOR STUDENTS	SEC. 509(A)(2)	

MIDLAND PROJECT GRADUATION 615 W. MISSOURI MIDLAND, TX 79708	OPERATING EXPENSES	SEC. 509(A)(2)	
MIDLAND RAPE CRISIS CENTER P.O. BOX 10081 MIDLAND, TX 79702	THERAPY TREATMENT AND TRAINING COSTS	SEC. 509(A)(2)	15,000.
MIDLAND TEEN COURT 615 W. MISSOURI, #226 MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
MIDLAND-ODESSA SYMPHONY & CHORALE P.O. BOX 60658 MIDLAND, TX 79711	PARTIALLY FUND THE MUSIC EDUCATION PROGRAM	SEC. 509(A)(2)	
MIDLAND/ODESSA AREA AIDS SUPPORT, INC 800 W. TEXAS AVE. MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
MISSION HEALTH CARE 4500 WEST ILLINOIS, STE. 112 MIDLAND, TX 79703	GENERAL OPERATING EXPENSES	SEC. 509(A)(2)	30,000.
MUSEUM OF THE SOUTHWEST 1705 W MISSOURI AVE MIDLAND, TX 79701	EXHIBITION AND PROGRAMMING PHASE	SEC. 509(A)(2)	
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1031 ANDREWS HWY, STE 201 MIDLAND, TX 79701	CLIENT PROGRAM EXPENSES	SEC. 509(A)(2)	15,000.
NEW DIRECTION MINISTRY 509 N. LORAIN ST. MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 501(C)(3)	5,000.
NON-PROFIT MANAGEMENT CENTER OF PB 200 N. LORAIN, SUITE 500 MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	

ODESSA CHRISTMAS IN ACTION 3801 N. DIXIE BLVD ODESSA, TX 79762	FUND HOME REPAIR PROJECT	SEC. 509(A)(2)	5,000.
PALMER DRUG ABUSE PROGRAM 1208 WEST WALL STREET MIDLAND, TX 79701	COUNSELING STAFF SALARIES	SEC. 509(A)(2)	10,000.
PERMIAN BASIN PUBLIC TELECOMMUNICATIONS P.O. BOX 8940 MIDLAND, TX 79708-8940	CHILDREN'S EDUCATIONAL & OUTREACH PROGRAM	SEC. 509(A)(2)	15,000.
RECORDING LIBRARY FOR THE BLIND 2012 W. CUTHBERT MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	
ROCK THE DESERT MINISTRIES, INC. 10 DESTA DR. #170LL MIDLAND, TX 79705	CONSTRUCTION COSTS-THE RTD ENCAMPMENT	SEC. 509(A)(2)	5,000.
SAFE PLACE OF THE PERMIAN BASIN P.O. BOX 11331 MIDLAND, TX 79702	GENERAL OPERATING EXPENSES	SEC. 509(A)(2)	30,000.
SAMARITAN COUNSELING CENTER P.O. BOX 60312 MIDLAND, TX 79711	CLIENT FEE ASSISTANCE PROGRAM	SEC. 509(A)(2)	15,000.
SPRINGBOARD CENTER 200 CORPORATE DR. MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	20,000.
TEEN CHALLENGE OF THE PERMIAN BASIN P.O. BOX 251 MIDLAND, TX 79702	ASSIST IN PURCHASING COMPUTER EQUIPMENT & SOFTWARE	SEC. 509(A)(2)	5,000.
TEEN FLOW YOUTH MINISTRY 711 SOUTH MAIN MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	10,000.

THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE RD., SUITE 200 ARLINGTON, VA 22203	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
THE GLADNEY FUND 6300 JOHN RYAN DRIVE FORT WORTH, TX 76132	OPERATING EXPENSES	SEC. 509(A)(2)	5,000.
THE GLOBE OF THE GREAT SOUTHWEST INC 2308 SHAKESPEARE RD ODESSA, TX 79761	OPERATING EXPENSES	SEC. 509(A)(2)	
THE PETROLEUM MUSEUM 1500 INTERSTATE 20 WEST MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	50,000.
UNITED WAY OF MIDLAND 1209 W. WALL MIDLAND, TX 79701	ANNUAL COMMUNITY CAMPAIGN	SEC. 509(A)(2)	25,000.
UNIVERSITY OF TEXAS MCDONALD OBSERVATORY 2511 SPEEDWAY, RLM 15.306 AUSTIN, TX 78712	OPERATING EXPENSES	SEC. 509(A)(2)	
UNLOCK MINISTRIES, INC. P.O. BOX 5562 MIDLAND, TX 79704	OPERATING EXPENSES	SEC. 509(A)(2)	12,000.
VISION ASSISTANCE NETWORK 2908 W. OHIO MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	
WADLEY ENVIRONMENTAL LEARNING CENTER 1307 E. WADLEY MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	
YOUNG LIFE CAMPAIGN 925 W. WADLEY MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 509(A)(2)	5,000.

AREA METHODIST OUTREACH SERVICE P.O. BOX 762 MIDLAND, TX 79701	OPERATING BUDGET	SEC. 501(C)(3)	10,000.
COMMUNITIES IN SCHOOLS OF THE PERMIAN BASIN P.O. BOX 60594 MIDLAND, TX 79711	OPERATING EXPENSES	SEC. 501(C)(3)	20,000.
I-20 WILDLIFE PRESERVE & J. WELCH NATURE STUDY CTR. P.O. BOX 2906 MIDLAND, TX 79702	OPERATING EXPENSES	SEC. 501(C)(3)	5,000.
MIDLAND COMMUNITY DEVELOPMENT CORP 208 S. MARIENFELD MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
U.T.P.B. 4901 E. UNIVERSIETY BLVD. ODESSA , TX 79762	OPERATING EXPENSES	SEC. 501(C)(3)	175,000.
MIDLAND NEED TO READ, INC. 1709 WEST WALL MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 501(C)(3)	8,000.
PERMIAN BASIN AREA FOUNDATION 200 N. LORAIN, SUITE 500 MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.
RECORDING LIBRARY OF WEST TEXAS 2012 W. CUTHBERT MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
ST. VINCENT DE PAUL SOCIETY 1908 W. TEXAS MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 501(C)(3)	5,000.
THE SALVATION ARMY 300 S. BAIRD MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	15,000.

SHARING HANDS A RESPITE EXPERIENCE 1301 W. LOUISIANA MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	10,000.
SIBLEY ENVIRONMENTAL LEARNING CENTER 1307 E. WADLEY MIDLAND, TX 79705	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
TEXAS TECH FOUNDATION 1901 UNIVERSITY LUBBOCK, TX 79409-5025	OPERATING EXPENSES	SEC. 501(C)(3)	10,000.
WEST TEXAS FOOD BANK 1088 E. 2ND ST. ODESSA, TX 79760	OPERATING EXPENSES	SEC. 509(A)(2)	20,000.
YMCA OF MIDLAND 800 N. BIG SPRING ST. MIDLAND, TX 79701	OPERATING EXPENSES	SEC. 509(A)(2)	5,000.

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

1,572,000.

**Statement of Capital Gains and Losses From Sales**  
 (Does not include capital gain distributions from mutual  
 funds or CTF's - See Tax Transaction Detail)

Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR. 75-2691859**  
**Trust Year Ending 12/31/2010**

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
001055102	AFLAC INC								
Sold		01/13/10	1900	96,579.76					
Acq		07/28/05	1900	96,579.76	86,966.42	86,966.42	9,613.34	9,613.34	L
Total for 1/13/2010					86,966.42	86,966.42	9,613.34	9,613.34	
025816109	AMERICAN EXPRESS COMPANY								
Sold		01/13/10	1247	52,330.43					
Acq		06/16/04	347	14,561.88	15,629.90	15,629.90	-1,068.02	-1,068.02	L
Acq		12/09/98	900	37,768.55	25,325.49	25,325.49	12,443.06	12,443.06	L
Total for 1/13/2010					40,955.39	40,955.39	11,375.04	11,375.04	
032095101	AMPHENOL CORP NEW								
Sold		01/13/10	3117	138,299.53					
Acq		03/11/08	3117	138,299.53	110,707.74	110,707.74	27,591.79	27,591.79	L
Total for 1/13/2010					110,707.74	110,707.74	27,591.79	27,591.79	
037411105	APACHE CORPORATION COM								
Sold		01/13/10	1528	161,155.35					
Acq		07/23/04	1243	131,096.92	56,665.88	56,665.88	74,431.04	74,431.04	L
Acq		07/07/04	285	30,058.43	13,024.50	13,024.50	17,033.93	17,033.93	L
Total for 1/13/2010					69,690.38	69,690.38	91,464.97	91,464.97	
037833100	APPLE COMPUTER INC COM								
Sold		01/13/10	1364	282,411.25					
Acq		02/05/08	1364	282,411.25	176,264.81	176,264.81	106,146.44	106,146.44	L
Total for 1/13/2010					176,264.81	176,264.81	106,146.44	106,146.44	
060505104	BANK AMER CORP								
Sold		01/13/10	5379	87,461.97					
Acq		02/09/04	940	15,284.30	38,770.30	38,770.30	-23,486.00	-23,486.00	L
Acq		03/09/04	1000	16,259.89	40,995.00	40,995.00	-24,735.11	-24,735.11	L
Acq		07/23/04	539	8,764.08	22,805.09	22,805.09	-14,041.01	-14,041.01	L
Acq		06/16/04	1300	21,137.86	54,892.50	54,892.50	-33,754.64	-33,754.64	L
Acq		05/19/04	600	9,755.94	24,534.00	24,534.00	-14,778.06	-14,778.06	L
Acq		07/07/04	1000	16,259.89	42,045.00	42,045.00	-25,785.11	-25,785.11	L
Total for 1/13/2010					224,041.89	224,041.89	-136,579.92	-136,579.92	
086516101	BEST BUY INC COM								
Sold		01/13/10	8905	352,106.34					
Acq		02/09/05	1500	59,310.44	54,420.00	54,420.00	4,890.44	4,890.44	L
Acq		10/20/05	1405	55,554.12	62,564.65	62,564.65	-7,010.53	-7,010.53	L
Acq		10/13/05	1500	59,310.44	61,945.05	61,945.05	-2,634.61	-2,634.61	L
Acq		08/11/04	4500	177,931.33	134,127.00	134,127.00	43,804.33	43,804.33	L
Total for 1/13/2010					313,056.70	313,056.70	39,049.64	39,049.64	



**Statement of Capital Gains and Losses From Sales**  
 (Does not include capital gain distributions from mutual  
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Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR. 75-2691859**  
**Trust Year Ending 12/31/2010**

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
097023105	BOEING COMPANY								
Sold		01/13/10	1781	109,158.06					
Acq		07/19/06	1781	109,158.06	143,548.60	143,548.60	-34,390.54	-34,390.54	L
Total for 1/13/2010					143,548.60	143,548.60	-34,390.54	-34,390.54	
166764100	CHEVRON CORP								
Sold		01/13/10	533	42,667.18					
Acq		06/16/04	533	42,667.18	24,485.75	24,485.75	18,181.43	18,181.43	L
Total for 1/13/2010					24,485.75	24,485.75	18,181.43	18,181.43	
17275R102	CISCO SYSTEMS INC								
Sold		01/13/10	9351	227,506.94					
Acq		03/11/08	3000	72,989.07	73,887.00	73,887.00	-897.93	-897.93	L
Acq		07/23/04	561	13,648.96	11,719.29	11,719.29	1,929.67	1,929.67	L
Acq		08/11/04	5000	121,648.45	91,950.00	91,950.00	29,698.45	29,698.45	L
Acq		12/14/07	790	19,220.46	22,940.18	22,940.18	-3,719.72	-3,719.72	L
Total for 1/13/2010					200,496.47	200,496.47	27,010.47	27,010.47	
177376100	CITRIX SYS INC COM								
Sold		01/13/10	2672	112,919.95					
Acq		03/11/08	2672	112,919.95	84,740.61	84,740.61	28,179.34	28,179.34	L
Total for 1/13/2010					84,740.61	84,740.61	28,179.34	28,179.34	
235851102	DANAHER CORP								
Sold		01/13/10	1959	150,901.81					
Acq		12/17/01	200	15,406.00	5,777.00	5,777.00	9,629.00	9,629.00	L
Acq		06/16/04	1759	135,495.81	84,976.41	84,976.41	50,519.40	50,519.40	L
Total for 1/13/2010					90,753.41	90,753.41	60,148.40	60,148.40	
244199105	DEERE & CO								
Sold		01/13/10	2672	153,176.33					
Acq		02/05/08	2672	153,176.33	224,534.84	224,534.84	-71,358.51	-71,358.51	L
Total for 1/13/2010					224,534.84	224,534.84	-71,358.51	-71,358.51	
278642103	EBAY INC								
Sold		01/13/10	8905	207,226.51					
Acq		10/12/04	3905	90,872.49	183,075.77	183,075.77	-92,203.28	-92,203.28	L
Acq		07/19/06	5000	116,354.02	131,115.50	131,115.50	-14,761.48	-14,761.48	L
Total for 1/13/2010					314,191.27	314,191.27	-106,964.76	-106,964.76	
30231G102	EXXON MOBIL CORPORATION								
Sold		07/02/10	0.747	41.88					
Acq		07/07/04	0.747	41.88	33.72	33.72	8.16	8.16	L
Total for 7/2/2010					33.72	33.72	8.16	8.16	

**Statement of Capital Gains and Losses From Sales**  
**(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)**

Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR. 75-2691859**  
**Trust Year Ending 12/31/2010**

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
337932107	FIRSTENERGY CORP COM								
Sold		01/13/10	3562	167,247.31					
Acq		01/31/08	3562	167,247.31	251,542.38	251,542.38	-84,295.07	-84,295.07	L
Total for 1/13/2010					251,542.38	251,542.38	-84,295.07	-84,295.07	
349631101	FORTUNE BRANDS INC								
Sold		01/13/10	4453	201,226.28					
Acq		10/13/05	1500	67,783.39	114,300.00	114,300.00	-46,516.61	-46,516.61	L
Acq		10/20/05	953	43,065.04	72,861.90	72,861.90	-29,796.86	-29,796.86	L
Acq		07/19/06	2000	90,377.85	144,083.00	144,083.00	-53,705.15	-53,705.15	L
Total for 1/13/2010					331,244.90	331,244.90	-130,018.62	-130,018.62	
369604103	GENERAL ELECTRIC CO								
Sold		01/13/10	8416	139,455.55					
Acq		07/07/04	2000	33,140.58	63,940.00	63,940.00	-30,799.42	-30,799.42	L
Acq		07/23/04	1899	31,466.98	62,002.35	62,002.35	-30,535.37	-30,535.37	L
Acq		06/16/04	4517	74,847.99	144,353.38	144,353.38	-69,505.39	-69,505.39	L
Total for 1/13/2010					270,295.73	270,295.73	-130,840.18	-130,840.18	
375558103	GILEAD SCIENCES INC								
Sold		01/13/10	13358	601,958.59					
Acq		10/13/05	5000	225,317.63	116,075.00	116,075.00	109,242.63	109,242.63	L
Acq		10/04/06	3358	151,323.32	106,895.89	106,895.89	44,427.43	44,427.43	L
Acq		10/20/05	5000	225,317.63	113,200.00	113,200.00	112,117.63	112,117.63	L
Total for 1/13/2010					336,170.89	336,170.89	265,787.70	265,787.70	
415864107	HARSCO CORP								
Sold		09/30/10	3500	85,713.89					
Acq		01/13/10	3500	85,713.89	120,263.15	120,263.15	-34,549.26	-34,549.26	S
Total for 9/30/2010					120,263.15	120,263.15	-34,549.26	-34,549.26	--
45865V100	INTERCONTINENTALEXCHANGE INC								
Sold		01/13/10	1336	141,451.61					
Acq		03/11/08	1336	141,451.61	171,956.43	171,956.43	-30,504.82	-30,504.82	L
Total for 1/13/2010					171,956.43	171,956.43	-30,504.82	-30,504.82	
459200101	INTERNATIONAL BUSINESS MACHS CORP								
Sold		01/13/10	4729	617,133.27					
Acq		06/16/04	1000	130,499.74	90,486.00	90,486.00	40,013.74	40,013.74	L
Acq		07/07/04	1500	195,749.61	128,517.00	128,517.00	67,232.61	67,232.61	L
Acq		02/05/08	1000	130,499.74	105,797.60	105,797.60	24,702.14	24,702.14	L
Acq		05/19/04	200	26,099.95	17,746.00	17,746.00	8,353.95	8,353.95	L
Acq		03/09/04	229	29,884.44	21,755.00	21,755.00	8,129.44	8,129.44	L
Acq		07/23/04	800	104,399.79	67,952.00	67,952.00	36,447.79	36,447.79	L
Total for 1/13/2010					432,253.60	432,253.60	184,879.67	184,879.67	

**Statement of Capital Gains and Losses From Sales**  
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Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR. 75-2691859**  
 Trust Year Ending 12/31/2010

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
464285105	ISHARES GOLD TRUST								
Sold		01/29/10	3079	114.23					
Acq		01/01/01	3079	114.23	96.93	96.93	17.30	17.30	L
Total for 1/29/2010					96.93	96.93	17.30	17.30	
464285105	ISHARES GOLD TRUST								
Sold		02/26/10	3079	103.09					
Acq		01/01/01	3079	103.09	88.12	88.12	14.97	14.97	L
Total for 2/26/2010					88.12	88.12	14.97	14.97	
464285105	ISHARES GOLD TRUST								
Sold		03/31/10	3079	114.63					
Acq		01/01/01	3079	114.63	96.93	96.93	17.70	17.70	L
Total for 3/31/2010					96.93	96.93	17.70	17.70	
464285105	ISHARES GOLD TRUST								
Sold		04/30/10	3079	111.60					
Acq		01/01/01	3079	111.60	91.06	91.06	20.54	20.54	L
Total for 4/30/2010					91.06	91.06	20.54	20.54	
464285105	ISHARES GOLD TRUST								
Sold		05/28/10	3079	119.08					
Acq		01/01/01	3079	119.08	94.00	94.00	25.08	25.08	L
Total for 5/28/2010					94.00	94.00	25.08	25.08	
464285105	ISHARES GOLD TRUST								
Sold		06/30/10	30790	120.75					
Acq		01/01/01	30790	120.75	96.93	96.93	23.82	23.82	L
Total for 6/30/2010					96.93	96.93	23.82	23.82	
464285105	ISHARES GOLD TRUST								
Sold		07/30/10	30790	74.59					
Acq		01/01/01	30790	74.59	58.75	58.75	15.84	15.84	L
Total for 7/30/2010					58.75	58.75	15.84	15.84	
464285105	ISHARES GOLD TRUST								
Sold		08/31/10	30790	75.70					
Acq		01/01/01	30790	75.70	58.75	58.75	16.95	16.95	L
Total for 8/31/2010					58.75	58.75	16.95	16.95	
464285105	ISHARES GOLD TRUST								
Sold		09/30/10	30790	76.75					
Acq		01/01/01	30790	76.75	55.81	55.81	20.94	20.94	L
Total for 9/30/2010					55.81	55.81	20.94	20.94	

**Statement of Capital Gains and Losses From Sales**  
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Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR.** 75-2691859  
 Trust Year Ending 12/31/2010

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
464285105	ISHARES GOLD TRUST								
Sold		10/29/10	30790	84.82					
Acq		01/01/01	30790	84.82	58.75	58.75	26.07	26.07	L
Total for 10/29/2010					58.75	58.75	26.07	26.07	
464285105	ISHARES GOLD TRUST								
Sold		11/30/10	30790	83.17					
Acq		01/01/01	30790	83.17	55.81	55.81	27.36	27.36	L
Total for 11/30/2010					55.81	55.81	27.36	27.36	
464285105	ISHARES GOLD TRUST								
Sold		12/31/10	30790	84.85					
Acq		01/01/01	30790	84.85	58.75	58.75	26.10	26.10	L
Total for 12/31/2010					58.75	58.75	26.10	26.10	
464287705	ISHARES S&P MIDCAP 400 VALUE								
Sold		01/13/10	5788	392,710.81					
Acq		09/12/06	5788	392,710.81	422,807.26	422,807.26	-30,096.45	-30,096.45	L
Total for 1/13/2010					422,807.26	422,807.26	-30,096.45	-30,096.45	
464287887	CEF ISHARES S&P SMALL CAP 600 GROWTH								
Sold		01/13/10	7480	434,058.88					
Acq		09/12/06	7480	434,058.88	440,085.80	440,085.80	-6,026.92	-6,026.92	L
Total for 1/13/2010					440,085.80	440,085.80	-6,026.92	-6,026.92	
583334107	MEADWESTVACO CORP								
Sold		01/13/10	3562	102,981.81					
Acq		12/14/07	3562	102,981.81	115,351.81	115,351.81	-12,370.00	-12,370.00	L
Total for 1/13/2010					115,351.81	115,351.81	-12,370.00	-12,370.00	
585055106	MEDTRONIC INC								
Sold		01/13/10	5343	243,030.21					
Acq		03/02/06	1343	61,087.32	71,968.68	71,968.68	-10,881.36	-10,881.36	L
Acq		07/07/04	600	27,291.43	29,496.00	29,496.00	-2,204.57	-2,204.57	L
Acq		05/21/97	1700	77,325.73	29,354.75	29,354.75	47,970.98	47,970.98	L
Acq		06/16/04	1700	77,325.73	84,456.00	84,456.00	-7,130.27	-7,130.27	L
Total for 1/13/2010					215,275.43	215,275.43	27,754.78	27,754.78	
69331C108	PG&E CORP COM								
Sold		01/13/10	5343	240,484.30					
Acq		03/11/08	5343	240,484.30	203,520.21	203,520.21	36,964.09	36,964.09	L
Total for 1/13/2010					203,520.21	203,520.21	36,964.09	36,964.09	
704326107	PAYCHEX INC								
Sold		01/13/10	3562	112,272.81					
Acq		12/14/07	3562	112,272.81	137,428.02	137,428.02	-25,155.21	-25,155.21	L
Total for 1/13/2010					137,428.02	137,428.02	-25,155.21	-25,155.21	

**Statement of Capital Gains and Losses From Sales**  
 (Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR. 75-2691859**  
 Trust Year Ending 12/31/2010

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
<b>704549104 PEABODY ENERGY CORPORATION</b>									
Sold		01/13/10	13358	661,064.33					
Acq		10/04/06	5000	247,441.36	163,429.49	163,429.49	84,011.87	84,011.87	L
Acq		07/19/06	3358	166,181.62	164,835.69	164,835.69	1,345.93	1,345.93	L
Acq		09/12/06	5000	247,441.36	168,854.94	168,854.94	78,586.42	78,586.42	L
<b>Total for 1/13/2010</b>					497,120.12	497,120.12	163,944.21	163,944.21	
<b>705015105 PEARSON PLC - ADR</b>									
Sold		01/13/10	6679	96,443.53					
Acq		03/11/08	6679	96,443.53	91,375.40	91,375.40	5,068.13	5,068.13	L
<b>Total for 1/13/2010</b>					91,375.40	91,375.40	5,068.13	5,068.13	
<b>713448108 PEPSICO INC</b>									
Sold		01/13/10	4275	264,622.98					
Acq		06/16/04	1875	116,062.71	103,462.50	103,462.50	12,600.21	12,600.21	L
Acq		05/19/04	400	24,760.04	21,240.00	21,240.00	3,520.04	3,520.04	L
Acq		06/04/03	1000	61,900.11	44,715.00	44,715.00	17,185.11	17,185.11	L
Acq		05/21/97	700	43,330.08	23,978.65	23,978.65	19,351.43	19,351.43	L
Acq		06/02/98	300	18,570.03	12,471.00	12,471.00	6,099.03	6,099.03	L
<b>Total for 1/13/2010</b>					205,867.15	205,867.15	58,755.83	58,755.83	
<b>71654V408 PETROLEO BRASILEIRO S.A. - COMM - ADR</b>									
Sold		01/13/10	2374	111,268.20					
Acq		03/11/08	2374	111,268.20	130,464.59	130,464.59	-19,196.39	-19,196.39	L
<b>Total for 1/13/2010</b>					130,464.59	130,464.59	-19,196.39	-19,196.39	
<b>71654V408 PETROLEO BRASILEIRO S.A. - COMM - ADR</b>									
Sold		11/15/10	2969	101,149.75					
Acq		03/11/08	2969	101,149.75	163,163.18	163,163.18	-62,013.43	-62,013.43	L
<b>Total for 11/15/2010</b>					163,163.18	163,163.18	-62,013.43	-62,013.43	
<b>717081103 PFIZER INC</b>									
Sold		07/28/10	12472	187,450.98					
Acq		01/13/10	12472	187,450.98	237,091.47	237,091.47	-49,640.49	-49,640.49	S
<b>Total for 7/28/2010</b>					237,091.47	237,091.47	-49,640.49	-49,640.49	
<b>74005P104 PRAXAIR INC COM</b>									
Sold		01/13/10	2226	181,996.55					
Acq		01/31/08	1500	122,639.18	120,624.00	120,624.00	2,015.18	2,015.18	L
Acq		03/11/08	726	59,357.37	59,059.01	59,059.01	298.36	298.36	L
<b>Total for 1/13/2010</b>					179,683.01	179,683.01	2,313.54	2,313.54	
<b>740189105 PRECISION CASTPARTS CORP</b>									
Sold		01/13/10	2226	255,185.17					
Acq		03/11/08	2226	255,185.17	218,704.05	218,704.05	36,481.12	36,481.12	L
<b>Total for 1/13/2010</b>					218,704.05	218,704.05	36,481.12	36,481.12	

## Statement of Capital Gains and Losses From Sales

3/2/2011 05:46:24

(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

Account Id: 010515119600

GREATHOUSE, HELEN CHARITABLE TR. 75-2691859

Trust Year Ending 12/31/2010

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
747525103	QUALCOMM INC								
Sold		01/13/10	12824	620,823.75					
Acq		09/10/97	6000	290,466.51	19,053.12	19,053.12	271,413.39	271,413.39	L
Acq		06/16/04	5600	271,102.07	192,833.67	192,833.67	78,268.40	78,268.40	L
Acq		07/23/04	1224	59,255.17	43,151.61	43,151.61	16,103.56	16,103.56	L
Total for 1/13/2010					255,038.40	255,038.40	365,785.35	365,785.35	
74834L100	QUEST DIAGNOSTICS INC								
Sold		07/28/10	3860	179,187.42					
Acq		01/13/10	3860	179,187.42	230,660.86	230,660.86	-51,473.44	-51,473.44	S
Total for 7/28/2010					230,660.86	230,660.86	-51,473.44	-51,473.44	
81369Y886	AMEX UTILITIES SPDR								
Sold		01/13/10	31070	967,818.19					
Acq		10/12/04	5500	171,322.82	141,405.00	141,405.00	29,917.82	29,917.82	L
Acq		05/19/04	300	9,344.88	6,801.00	6,801.00	2,543.88	2,543.88	L
Acq		06/16/04	1700	52,954.33	39,911.92	39,911.92	13,042.41	13,042.41	L
Acq		07/19/06	1180	36,756.53	39,282.20	39,282.20	-2,525.67	-2,525.67	L
Acq		03/09/04	600	18,689.76	14,731.98	14,731.98	3,957.78	3,957.78	L
Acq		02/09/04	790	24,608.19	18,683.50	18,683.50	5,924.69	5,924.69	L
Acq		08/11/04	21000	654,141.68	515,340.00	515,340.00	138,801.68	138,801.68	L
Total for 1/13/2010					776,155.60	776,155.60	191,662.59	191,662.59	
844741108	SOUTHWEST AIRLINES CO								
Sold		01/13/10	8938	101,071.40					
Acq		05/21/97	3037	34,342.56	16,464.29	16,464.29	17,878.27	17,878.27	L
Acq		09/12/06	5901	66,728.84	97,543.53	97,543.53	-30,814.69	-30,814.69	L
Total for 1/13/2010					114,007.82	114,007.82	-12,936.42	-12,936.42	
87612E106	TARGET CORP								
Sold		01/13/10	57	2,816.90					
Acq		10/20/05	57	2,816.90	3,243.76	3,243.76	-426.86	-426.86	L
Total for 1/13/2010					3,243.76	3,243.76	-426.86	-426.86	
87971M202	TELUS CORPORATION								
Sold		01/13/10	2672	84,822.36					
Acq		03/11/08	2672	84,822.36	110,579.12	110,579.12	-25,756.76	-25,756.76	L
Total for 1/13/2010					110,579.12	110,579.12	-25,756.76	-25,756.76	
881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR								
Sold		01/13/10	712	42,070.42					
Acq		10/12/04	712	42,070.42	17,999.36	17,999.36	24,071.06	24,071.06	L
Total for 1/13/2010					17,999.36	17,999.36	24,071.06	24,071.06	
882508104	TEXAS INSTRUMENTS INC								
Sold		01/13/10	9903	246,512.24					
Acq		07/23/04	1100	27,381.95	22,858.00	22,858.00	4,523.95	4,523.95	L

**Statement of Capital Gains and Losses From Sales**  
 (Does not include capital gain distributions from mutual  
 funds or CTF's - See Tax Transaction Detail)

Account Id: 010515119600

**GREATHOUSE, HELEN CHARITABLE TR. 75-2691859**  
**Trust Year Ending 12/31/2010**

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
882508104	TEXAS INSTRUMENTS INC								
Sold		01/13/10	9903	246,512.24					
Acq		07/07/04	2300	57,253.17	51,865.00	51,865.00	5,388.17	5,388.17	L
Acq		06/16/04	1400	34,849.76	33,936.00	33,936.00	913.76	913.76	L
Acq		05/19/04	103	2,563.95	2,681.09	2,681.09	-117.14	-117.14	L
Acq		08/11/04	5000	124,463.42	93,500.00	93,500.00	30,963.42	30,963.42	L
Total for 1/13/2010					204,840.09	204,840.09	41,672.15	41,672.15	
883556102	THERMO FISHER SCIENTIFIC INC								
Sold		01/13/10	2374	114,925.06					
Acq		03/11/08	1031	49,910.59	54,363.81	54,363.81	-4,453.22	-4,453.22	L
Acq		12/14/07	1343	65,014.47	77,406.36	77,406.36	-12,391.89	-12,391.89	L
Total for 1/13/2010					131,770.17	131,770.17	-16,845.11	-16,845.11	
892356106	TRACTOR SUPPLY CO COM								
Sold		01/13/10	2225	117,635.36					
Acq		03/11/08	2225	117,635.36	81,663.06	81,663.06	35,972.30	35,972.30	L
Total for 1/13/2010					81,663.06	81,663.06	35,972.30	35,972.30	
911312106	UNITED PARCEL SERVICE-CL B								
Sold		01/13/10	3117	196,154.99					
Acq		03/11/08	3117	196,154.99	223,519.76	223,519.76	-27,364.77	-27,364.77	L
Total for 1/13/2010					223,519.76	223,519.76	-27,364.77	-27,364.77	
913017109	UNITED TECHNOLOGIES CORP								
Sold		01/13/10	705	50,752.79					
Acq		07/23/04	306	22,028.87	14,111.19	14,111.19	7,917.68	7,917.68	L
Acq		02/09/04	399	28,723.92	18,858.73	18,858.73	9,865.19	9,865.19	L
Total for 1/13/2010					32,969.92	32,969.92	17,782.87	17,782.87	
931422109	WALGREEN CO								
Sold		01/13/10	31187	1,148,721.11					
Acq		07/10/73	31187	1,148,721.11	2,806.83	2,806.83	1,145,914.28	1,145,914.28	L
Total for 1/13/2010					2,806.83	2,806.83	1,145,914.28	1,145,914.28	
931422109	WALGREEN CO								
Sold		09/24/10	54437	1,649,924.90					
Acq		07/10/73	54437	1,649,924.90	4,899.33	4,899.33	1,645,025.57	1,645,025.57	L
Total for 9/24/2010					4,899.33	4,899.33	1,645,025.57	1,645,025.57	
959802109	WESTERN UNION CO/THE								
Sold		01/13/10	6679	133,231.66					
Acq		03/11/08	6679	133,231.66	140,829.39	140,829.39	-7,597.73	-7,597.73	L
Total for 1/13/2010					140,829.39	140,829.39	-7,597.73	-7,597.73	

Account Id: 010515119600

**Statement of Capital Gains and Losses From Sales**  
 (Does not include capital gain distributions from mutual  
 funds or CTF's - See Tax Transaction Detail)

GREATHOUSE, HELEN CHARITABLE TR. 75-2691859

Trust Year Ending 12/31/2010

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
G24140108	COOPER INDUSTRIES PLC NEW IRELAND							
Sold		01/13/10	780	33,743.07				
Acq		12/14/07	780	33,743.07	41,292.34	41,292.34	-7,549.27	-7,549.27 L
			Total for 1/13/2010		41,292.34	41,292.34	-7,549.27	-7,549.27
			Total for Account: 010515119600		9,649,318.98	9,649,318.98	3,554,906.00	3,554,906.00



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

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

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

Part I only

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

Type or print  File by the due date for filing your return. See instructions	Name of exempt organization <b>HELEN GREATHOUSE CHARITABLE TRUST</b> <b>#010515119600</b>	Employer identification number <b>75-2691859</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>WELLS FARGO BANK, N.A., P.O. BOX 41629</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>AUSTIN, TX 78704-9926</b>	

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

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

**WELLS FARGO BANK, N.A.**

- The books are in the care of ► **MIDLAND, TX - 79702**  
Telephone No. ► **(432) 685-5300** FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>120,029.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>85,029.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>35,000.</b>

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)