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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 , 2010, and ending

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

GREATHOUSE FOUNDATION
P. O. BOX 3739
ABILENE, TX 79604

A Employer identification number

75-2710208

B Telephone number (see the instructions)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 11,026,489.

J Accounting method ☒ Cash ☐ Accrual
☐ 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 the instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

- 1 Contributions, gifts, grants, etc., received (att sch)
 2 Ck ☒ if the foundn is not req to att Sch B
 3 Interest on savings and temporary cash investments
 4 Dividends and interest from securities
 5a Gross rents
 b Net rental income or (loss)
 6a Net gain/(loss) from sale of assets not on line 10
 b Gross sales price for all assets on line 6a
 7 Capital gain net income (from Part IV, line 2)
 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/(loss) (att sch)
 11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule) (see instr) SEE STM 2

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV

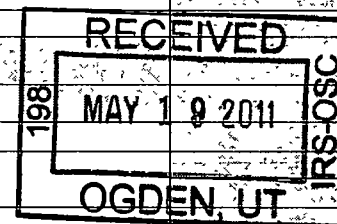
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter 0-)

c Adjusted net income (if negative, enter 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		
ASSETS	1	Cash — non-interest-bearing		9.	10.	10.
	2	Savings and temporary cash investments		66,107.	50,468.	50,468.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		1,028.		
	10a	Investments — U.S. and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule) STATEMENT 4	10,668,535.	10,468,284.	10,976,011.	
	c	Investments — corporate bonds (attach schedule)				
	LIABILITIES	11	Investments — land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments — mortgage loans				
13		Investments — other (attach schedule)				
14		Land, buildings, and equipment basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe)				
16		Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	10,735,679.	10,518,762.	11,026,489.	
17		Accounts payable and accrued expenses				
18		Grants payable				
NET ASSETS OR FUND BALANCES	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe SEE STATEMENT 5)		2,409.		
	23	Total liabilities (add lines 17 through 22)	0.	2,409.		
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	10,735,679.	10,516,353.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
27	Capital stock, trust principal, or current funds					
28	Paid-in or capital surplus, or land, building, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see the instructions)	10,735,679.	10,516,353.			
31	Total liabilities and net assets/fund balances (see the instructions)	10,735,679.	10,518,762.			

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	10,735,679.
2	Enter amount from Part I, line 27a	2	-219,326.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	10,516,353.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	10,516,353.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)**1 a PUBLICLY TRADED SECURITIES**

P

VARIOUS

12/31/10

b CAPITAL GAIN DIVIDENDS

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 206,000.		219,528.	-13,528.
b			
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-13,528.
b			20,870.
c			
d			
e			

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

7,342.

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 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 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 (column (b) divided by column (c))
2009	559,986.	8,730,931.	0.064138
2008	645,240.	11,254,179.	0.057333
2007	545,116.	13,254,577.	0.041127
2006	467,815.	12,135,369.	0.038550
2005	380,678.	9,608,671.	0.039618

2 Total of line 1, column (d)

2

0.240766

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

0.048153

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

4

9,999,311.

5 Multiply line 4 by line 3

5

481,497.

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

6

2,264.

7 Add lines 5 and 6

7

483,761.

8 Enter qualifying distributions from Part XII, line 4

8

441,226.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)		1	4,529.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,529.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,529.
6 Credits/Payments			
a 2010 estimated tax prmts and 2009 overpayment credited to 2010	6a	2,120.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,120.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,409.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11		
Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		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? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes.		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the 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.	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)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.		X

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see 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 <u>N/A</u>	13	X	
14	The books are in care of <u>BOB RICHARDS</u> Telephone no <u>325-677-9121</u> Located at <u>400 PINE STREET, SUITE 700, ABILENE, TX</u> ZIP + 4 <u>79601</u>			
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 <u>N/A</u>	15		N/A
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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No
				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.

1a	During the year did the foundation (either directly or indirectly)		Yes	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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1b	N/A	
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 <u>20__ , 20__ , 20__ , 20__</u>	<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 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 <u>20__ , 20__ , 20__ , 20__</u>			
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**

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?**6b**

X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**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 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
SEE STATEMENT 6		3,000.	0.	0.

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **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 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 instructions	
3	
Total. Add lines 1 through 3	0.

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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	10,105,164.
b Average of monthly cash balances	1b	46,421.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	10,151,585.
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	10,151,585.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	152,274.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,999,311.
6 Minimum investment return. Enter 5% of line 5	6	499,966.

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	499,966.
2a Tax on investment income for 2010 from Part VI, line 5	2a	4,529.	
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	4,529.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	495,437.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	495,437.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	495,437.	

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	441,226.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	441,226.
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 instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	441,226.

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
1 Distributable amount for 2010 from Part XI, line 7				495,437.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			427,839.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 441,226.				
a Applied to 2009, but not more than line 2a			427,839.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				13,387.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount — see instructions.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				482,050.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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 8				
Total			3a	438,336.
b Approved for future payment				
Total			3b	

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 the instructions)
	(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	24.	
4 Dividends and interest from securities			14	252,010.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	7,342.	
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)				259,376.	
13 Total. Add line 12, columns (b), (d), and (e)				13	259,376.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2010

FEDERAL STATEMENTS

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GREATHOUSE FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 4,900.	\$ 4,410.		\$ 490.
TOTAL	\$ 4,900.	\$ 4,410.		\$ 490.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 4,529.			
TOTAL	\$ 4,529.	\$ 0.		\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	\$ 15,937.	\$ 15,937.		
TOTAL	\$ 15,937.	\$ 15,937.		\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS			
MUTUAL FUNDS	COST	\$ 10,468,284.	\$ 10,976,011.
	TOTAL	\$ 10,468,284.	\$ 10,976,011.

STATEMENT 5
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

EXCISE TAX PAYABLE	\$ 2,409.
TOTAL	\$ 2,409.

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STATEMENT 6
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
PAUL CANNON P. O. BOX 3739 ABILENE, TX 79604	SECRETARY 0	\$ 0.	\$ 0.	\$ 0.
DEWAYNE CHITWOOD P. O. BOX 3739 ABILENE, TX 79604	VP & EXEC DIR 2.00	0.	0.	0.
CARL S. COOK, JR. P.O. BOX 3739 ABILENE, TX 79604	TREASURER 2.00	1,000.	0.	0.
SHARON MCDONALD P.O. BOX 3739 ABILENE, TX 79604	PRESIDENT 2.00	1,000.	0.	0.
MICAH GREATHOUSE P. O. BOX 3739 ABILENE, TX 79604	VICE PRESIDENT 2.00	1,000.	0.	0.
TOTAL		\$ 3,000.	\$ 0.	\$ 0.

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	GENERAL GRANTS
NAME:	GREATHOUSE FOUNDATION
CARE OF:	DEWAYNE CHITWOOD
STREET ADDRESS:	P.O. BOX 3739
CITY, STATE, ZIP CODE:	ABILENE, TX 79604
TELEPHONE:	
FORM AND CONTENT:	INFORMAL WRITTEN REQUEST
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

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STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HARMONY FAMILY SERVICE 1111 W INDUSTRIAL BLVD ABILENE, TX 79602	NONE	N/A	SUPPORT FOR INDIGENT SERVICES	\$ 1,000.
ABILENE JUNIOR ACHIEVEMENT 3300 S 14TH STREET - SUITE 205 ABILENE, TX 79605	NONE	N/A	SUPPORT FOR STUDENT EDUCATION	1,000.
WEST TEXAS REHAB CENTER 4601 HARTFORD ST ABILENE, TX 79605	NONE	N/A	SUPPORT FOR THERAPY AND OTHER SERVICES AND PROGRAMS	9,000.
LAKE BROWNWOOD CHRISTIAN RET. LAKE BROWNWOOD BROWNWOOD, TX 76801	NONE	N/A	SUPPORT FOR CHRISTIAN CAMPS ROPES COURSE	10,000.
BEN RICHEY BOYS RANCH 501 BEN RICHEY DR ABILENE, TX 79602	NONE	N/A	SUPPORT FOR TROUBLED YOUTH PROGRAMS	36,000.
BIG BROTHER/SISTER ABILENE 720 PINE ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR MENTORING PROGRAMS	1,000.
BOYS & GIRLS CLUB 1902 SHELTON ST ABILENE, TX 79606	NONE	N/A	SUPPORT OF YOUTH GUIDANCE PROGRAMS	27,000.
LOVE & CARE MINISTRIES 233 FANNIN ABILENE, TX 79603	NONE	N/A	SUPPORT OF PROGRAMS FOR THE HOMELESS	31,200.
MEALS ON WHEELS 949 MESQUITE DR. ABILENE, TX 79601	NONE	N/A	SUPPORT FOR PROGRAMS TO DELIVER MEALS TO THE ELDERLY AND SHUT INS AND NEW KITCHEN	23,260.
NOROC, INC. 200 HEDGES RD ABILENE, TX 79605	NONE	N/A	SUPPORT FOR PROGRAMS FOR NEW OPPORTUNITIES FOR ROMANIAN ORPHANED CHILDREN	5,000.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SEARS METHODIST FOUNDATION 3202 S WILLIS ABILENE, TX 79601	NONE	N/A	SUPPORT FOR THE CHARITABLE NEEDS OF THE RESIDENTS OF SEARS METHODIST RETIREMENT SYSTEM AND RELATED PROGRAMS	\$ 12,500.
ABILENE SW ROTARY CLUB CHARITY P.O. BOX 5421 ABILENE, TX 79608	NONE	N/A	SUPPORT FOR COMMUNITY SERVICE PROGRAMS	250.
CALLAHAN CO. NUTRITION PROJECT CALLAHAN CO. COURTHOUSE BAIRD, TX 79504	NONE	N/A	SUPPORT FOR PROGRAMS FOR THE ELDERLY AND DISABLED	2,000.
HENDRICK HOME FOR CHILDREN 2758 JEANETTE ST ABILENE, TX 79605	NONE	N/A	FUNDS FOR OPERATIONAL SUPPORT OF A RESIDENTIAL FACILITY FOR CHILDREN WHO CANNOT LIVE WITH THEIR PARENTS	2,000.
JUNIOR LEAGUE OF ABILENE 774 BUTTERNUT ABILENE, TX 79602	NONE	N/A	SUPPORT OF PUBLIC SERVICE PROGRAMS	1,000.
CANCER SERVICES NETWORK, INC 209 S. PIONEER DR. ABILENE, TX 79605	NONE	N/A	TO SUPPORT CANCER SERVICES	2,500.
CHRISTIAN SERVICE CENTER 733 EN 16TH ST. ABILENE, TX 79601	NONE	N/A	SUPPORT FOR PROVIDING BASIC RESOURCES FOR NEEDY CHILDREN AND THEIR FAMILIES	17,500.
OKLAHOMA UNIVERSITY FOUNDATION 400 SOUTH MONROE STILLWATER, OK 74076	NONE	N/A	TO SUPPORT OKLAHOMA UNIVERSITY PROGRAMS	10,000.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
TOYS FOR TOTS P.O. BOX 1947 QUANTICO, VA 22134	NONE	N/A	TO PROVIDE SUPPORT FOR CHRISTMAS PROGRAMS FOR NEEDY CHILDREN	\$ 10,000.
DYESS AFSA DYESS AFB ABILENE, TX 79606	NONE	N/A	GENERAL SUPPORT	900.
FELLOWSHIP/CHRISTIAN ATHELETES 2401 S. WILLIS ABILENE, TX 79605	NONE	N/A	SUPPORT OF THE ALL STAR CLASSIC FUNDRAISER.	31,386.
FRONTIER TEXAS 625 N. 1ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS.	3,500.
PARAMOUNT THEATER 352 CYPRESS ST. ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS	2,500.
PRESBYTERIAN MEDICAL CARE MISS 400 ORANGE ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS	10,000.
NCCIL 102 CEDAR ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS	5,000.
ABILENE ISD 241 PINE ST. ABILENE, TX 79601	NONE	N/A	SUPPORT EDUCATIONAL PROGRAMS	600.
HILLCREST CHURCH OF CHRIST 650 E. AMBLER AVE ABILENE, TX 79602	NONE	N/A	SUPPORT CHURCH ACTIVITIES	1,200.
ABILENE PHILHARMONIC GUILD 402 CYPRESS ST., #130 ABILENE, TX	NONE	N/A	GENERAL FUND	5,000.
HENDRICK MEDICAL CENTER FDN 1900 PINE ST. ABILENE, TX	NONE	N/A	TEXAS TECH SCHOOL OF PHARMACY	7,500.
KING DAVID'S KIDS 754 S. TREADWAY ABILENE, TX	NONE	N/A	SUPPORT OPERATIONS FOR SUMMER CAMP FOR KIDS	5,000.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CIVIL AIR PATROL 2602 SOUTH 9TH ST. ABILENE, TX	NONE	N/A	SUPPORT OF OPERATIONS	\$ 1,190.
COOPER HIGH SCHOOL 3639 SAYLES BLVD ABILENE, TX	NONE	N/A	NAVAJO LEARNING PROJECT	1,750.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD BETHESDA, MD 20814	NONE	N/A	SUPPORT OF OPERATIONS	500.
GLOBAL SAMARITAN RESOURCES 101 WALNUT ABILENE, TX	NONE	N/A	BUILDING FUND	3,500.
THE SMILE TRAIN 41 MADISON AVE., 28TH FLOOR NEW YORK, NY	NONE	N/A	SUPPORT FOR CLEFT CHILDREN	1,000.
TAYLOR COUNTY LIVESTOCK ASSOC 1700 E. HWY 36 ABILENE, TX	NONE	N/A	SPONSORSHIP	2,000.
ABILENE ARTS ALLIANCE 1101 N 1ST ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR PERFORMANCE SERIES.	8,500.
ABILENE EDUCATION FOUNDATION P.O. BOX 1999 ABILENE, TX 79604	NONE	N/A	SUPPORT FOR FOUNDATIONS CAMPAIGN.	3,000.
BREAKFAST ON BEECH STREET 202 BUTTERNUT ABILENE, TX 79602	NONE	N/A	SUPPORT FOR OPERATIONS	10,000.
DAY NURSERY OF ABILENE 702 CEDAR STREET ABILENE, TX 79601	NONE	N/A	SUPPORT OF OPERATIONS	5,000.
FIRST CHRISTIAN CHURCH 1420 N. 3RD ST ABILENE, TX 79601	NONE	N/A	SUPPORT OF CHURCH OPERATIONS.	12,000.
PRISON MINISTRY TEAM OF ABILENE ABILENE, TX	NONE	N/A	SUPPORT FOR MISSION WORK.	900.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
3100 BARROW ST ABILENE, TX 79605	NONE	N/A	SUPPORT OPERATIONS OF THE CHILD DEVELOPMENT CENTER	\$ 1,000.
ABILENE CRIME STOPPERS 450 PECAN STREET ABILENE, TX 79602	NONE	N/A	SUPPORT OF OPERATIONS	300.
ABILENE SOUTH JUNIOR/SENIOR LEAGUE 2400 S. 35TH ST. ABILENE, TX	NONE	N/A	SPONSORSHIP	1,000.
ABILENE ZOO E. SOUTH 11TH ST. ABILENE, TX	NONE	N/A	SUPPORT	2,500.
ALLIANCE FOR WOMEN & CHILDREN 1350 N. 10TH ST. ABILENE, TX	NONE	N/A	SUPPORT	1,500.
CHILDREN'S MIRACLE NETWORK 1900 PINE ST. ABILENE, TX 79601	NONE	N/A	SUPPORT	1,500.
JESUS HOUSE 233 FANNIN ST. ABILENE, TX 79603	NONE	N/A	SUPPORT	2,500.
LSF FOUNDATION PO BOX 4221 ABILENE, TX 79608	NONE	N/A	SUPPORT	1,000.
OU RUNNINGBACK SCHOLARSHIP 550 PARRINGTON OVAL NORMAN, OK 73019	NONE			50,000.
SALVATION ARMY 1726 BUTTERNUT ST. ABILENE, TX	NONE	NONE	OPERATIONS SUPPORT	1,200.
ABILENE HOPE HAVEN 801 S. TREADAWAY BLVD. ABILENE, TX	NONE	N/A	OPERATIONS SUPPORT	1,000.
ABILENE COMMUNITY THEATRE 801S MOCKINGBIRD LN #1 ABILENE, TX	NONE			7,000.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ABILENE CULTURAL AFFAIRS 1101 NORTH 1ST STREET ABILENE, TX 79601	NONE			\$ 3,000.
ABILENE OPERA ASSOCIATION 1185 CHINA STREET ABILENE, TX 79602	NONE			1,000.
AMERICAN JR. GOLF ASSN. 1980 SPORTS CLUB DRIVE BRASELTON, GA 30517	NONE			1,000.
ARMS OF HOPE 21300 STATE HIGHWAY 16 NORTH MEDINA, TX 78055	NONE			1,000.
BIG COUNTRY ATHLETIC HALL OF FAME ,	NONE			1,200.
BOY SCOUTS OF AMERICA ,	NONE			1,000.
CHRISTIAN RECORD SERVICES, INC 4444 SOUTH 52ND STREET LINCOLN, NE 68516	NONE			500.
FAITHWORKS OF ABILENE 1229 N MOCKINGBIRD LN #C ABILENE , TX 79603	NONE			3,500.
KENLEY SCHOOL 1434 MATADOR STREET ABILENE, TX 79605	NONE			1,000.
MERKEL PROJECT GRADUATION ,	NONE			250.
MINISTRY OF COUNSELING & ENRICHMENT 1502 NORTH 1ST STREET ABILENE, TX 79601	NONE			2,500.
NEW HORIZONS ABILENE, TX	NONE			10,000.
NOAH PROJECT 1636 NORTH 20TH STREET ABILENE, TX 79601	NONE			5,000.

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GREATHOUSE FOUNDATION

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
PREVENT CHILD ABUSE TEXAS 13740 N HIGHWAY 183 #R4 AUSTIN, TX 78750	NONE			\$ 1,000.
TAYLOR/JONES HUMANE SOCIETY 2301 NORTH 3RD STREET ABILENE , TX 79603	NONE			250.
UNIVERSITY OF OKLAHOMA ,	NONE			10,000.
ABILENE FIREFIGHTERS ASSOCIATION 1717 BUTTERNUT ABILENE, TX 79601	NONE			1,000.
WYLIE GIRLS FAST PITCH SOFTBALL ,	NONE			500.
TOTAL \$				<u>438,336.</u>