Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

HIBBS FAMILY FOUNDATION
C/O BILLY J. BRALY, CPA
P. O. BOX 6687
TYLER, TX 75711-6687

A Employer identification number
75-2851757

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: [X] 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)* ►$ 1,172,936.

J Accounting method: [X] 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)	175,437.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,135.	1,135.	1,135.	
	4 Dividends and interest from securities	34,065.	34,065.	34,065.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	86,979.			
	b Gross sales price for all assets on line 6a 1,214,032.				
	7 Capital gain net income (from Part IV, line 2)		86,979.		
	8 Net short-term capital gain			0.	
	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	297,616.	122,179.	35,200.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	5,450.			
	c Other prof fees (attach sch)				
	17 Interest	11.			
	18 Taxes (attach schedule)(see instr) SEE STM 2	1,222.			
	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.			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	6,707.			
	25 Contributions, gifts, grants paid PART XV	251,153.			251,153.
	26 **Total expenses and disbursements.** Add lines 24 and 25	257,860.	0.	0.	251,153.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	39,756.			
	b **Net investment income** (if negative, enter -0-)		122,179.		
	c **Adjusted net income** (if negative, enter -0-)			35,200.	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	249,710.	207,666.	207,666.
	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			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	983,523.	960,504.	962,506.
	14 Land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► SEE STATEMENT 4)	2,894.	2,764.	2,764.
	16 **Total assets** (to be completed by all filers – see instructions. Also, see page 1, item I)	1,236,127.	1,170,934.	1,172,936.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	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)	250.	557.	
	23 **Total liabilities** (add lines 17 through 22)	250.	557.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	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	1,235,877.	1,170,377.	
	30 **Total net assets or fund balances** (see the instructions)	1,235,877.	1,170,377.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	1,236,127.	1,170,934.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,235,877.
2	Enter amount from Part I, line 27a	2	39,756.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 6	3	1.
4	Add lines 1, 2, and 3	4	1,275,634.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 7	5	105,257.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,170,377.

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)
1a	2,341.121 SHS VANGUARD TTL BD MKT	P	VARIOUS	3/02/10
b	58,105.812 SHS VANGUARD TTL BD MKT	P	VARIOUS	3/02/10
c	7,116 SHS VANGUARD TTL STK MKT	P	VARIOUS	3/02/10
d	7,085.020 SHS HEARTLAND SECURITY INS GROUP, INC.	D	VARIOUS	12/20/10
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	24,535.		23,879.	656.
b	608,899.		592,547.	16,352.
c	405,598.		331,903.	73,695.
d	175,000.		178,724.	-3,724.
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				656.
b				16,352.
c				73,695.
d				-3,724.
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** 86,979.

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** -3,068.

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	150,823.	1,127,715.	0.133742
2008	227,219.	1,111,343.	0.204454
2007	172,332.	1,215,316.	0.141800
2006	209,207.	1,328,808.	0.157440
2005	114,686.	1,101,095.	0.104156

2	**Total** of line 1, column (d)	2	0.741592
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	0.148318
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,520,630.
5	Multiply line 4 by line 3	5	225,537.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,222.
7	Add lines 5 and 6	7	226,759.
8	Enter qualifying distributions from Part XII, line 4	8	251,153.

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 ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary – see instr.)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b	1	1,222.
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	1,222.
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	1,222.
6 Credits/Payments:		
a 2010 estimated tax pmts and 2009 overpayment credited to 2010 — 6a 700.		
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	700.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	8.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 8 ►	9	557.
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** ► Refunded ►	11	

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If 'Yes,' attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes.*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a 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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

Part VII-A Statements Regarding Activities *(Continued)*

		Line	Yes	No
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 ► N/A

14 The books are in care of ► BRALY AND MOORE, P.C. Telephone no. ► 903-597-6550

Located at ► 3650 OLD BULLARD RD, STE 320 TYLER TX ZIP + 4 ► 75701

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

		Line	Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

			Line	Yes	No
1 a	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?	☒ Yes ☐ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .	☐ Yes ☒ 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. ► 20__ , 20__ , 20__ , 20__ .				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

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

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

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A. **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
EUGENIA A. HIBBS 501 SHELLEY DR TYLER, TX 75701	PRESIDENT 0	0.	0.	0.
BILLY E. HIBBS, JR 501 SHELLEY DR TYLER, TX 75701	VP, SEC & DI 0	0.	0.	0.
TERESA W. HIBBS 501 SHELLEY DR TYLER, TX 75701	DIRECTOR 0	0.	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.

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	352,136.
	b Average of monthly cash balances	1b	229,145.
	c Fair market value of all other assets (see instructions)	1c	962,506.
	d **Total** (add lines 1a, b, and c)	1d	1,543,787.
	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	1,543,787.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	23,157.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,520,630.
6	**Minimum investment return.** Enter 5% of line 5	6	76,032.

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	76,032.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 1,222.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,222.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	74,810.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	74,810.
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	74,810.

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	251,153.
	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	251,153.
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	1,222.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	249,931.

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				74,810.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 — 60,209.				
b From 2006 — 143,593.				
c From 2007 — 112,326.				
d From 2008 — 172,390.				
e From 2009 — 95,079.				
f Total of lines 3a through e	583,597.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► $ 251,153.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				74,810.
e Remaining amount distributed out of corpus	176,343.			
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	759,940.			
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				0.
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)	60,209.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	699,731.			
10 Analysis of line 9:				
a Excess from 2006 — 143,593.				
b Excess from 2007 — 112,326.				
c Excess from 2008 — 172,390.				
d Excess from 2009 — 95,079.				
e Excess from 2010 — 176,343.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
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					

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

BILLY E. HIBBS, JR.

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a Paid during the year				
SEE STATEMENT 9				
Total ► 3a				251,153.
b Approved for future payment				
Total ► 3b				

Part XVI-A 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 (see the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,135.	
4 Dividends and interest from securities			14	34,065.	
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			18	86,979.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME			1		
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				122,179.	

13 **Total.** Add line 12, columns (b), (d), and (e) . 13 122,179.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
N/A	N/A

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

		Yes	No
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?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a (1)		X
(2) Other assets	1a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b (2)		X
(3) Rental of facilities, equipment, or other assets	1b (3)		X
(4) Reimbursement arrangements	1b (4)		X
(5) Loans or loan guarantees	1b (5)		X
(6) Performance of services or membership or fundraising solicitations	1b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

✓ B. J. Hibbs, Jr., Trustee — Signature of officer or trustee | Date: ✓ 11/10/11 | Title: VP, SEC & DIR

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
BILLY J. BRALY	BJ Braly	NOV - 9 2011	☐	P01306586

Firm's name ▶ BRALY AND MOORE, P.C. — Firm's EIN ▶ 20-0283668

Firm's address ▶ 3650 OLD BULLARD ROAD, SUITE 320, TYLER, TX 75701 — Phone no (903) 597-6550

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

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2010

Name of the organization HIBBS FAMILY FOUNDATION
C/O BILLY J. BRALY, CPA

Employer identification number
75-2851757

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(_____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) $5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year . . . . . . ► $____________

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

Name of organization: HIBBS FAMILY FOUNDATION

Employer identification number: 75-2851757

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HIBBS CHARITABLE LEAD ANNTY TR P O BOX 8357 TYLER, TX 75711	$ 175,437.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization: HIBBS FAMILY FOUNDATION

Employer identification number: 75-2851757

Part II Noncash Property (see instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7,102.733 SHS COMMON STOCK - HEARTLAND SECURITY INSURANCE GROUP, INC.	$ 175,437.	1/24/10

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
HIBBS FAMILY FOUNDATION

Employer identification number
75-2851757

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete cols **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) . . . . . ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

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

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

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

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

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

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

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

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 & INCOME TAX PREPARATION	$ 5,450.			
TOTAL	$ 5,450.	$ 0.	$ 0.	$ 0.

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
INVESTMENT INCOME TAXES PAID	$ 1,222.			
TOTAL	$ 1,222.	$ 0.	$ 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
SUPPLIES	$ 24.			
TOTAL	$ 24.	$ 0.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
A/R HHC	$ 2,764.	$ 2,764.
TOTAL	$ 2,764.	$ 2,764.

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

FEDERAL INCOME TAX PAYABLE	$ 557.
TOTAL	$ 557.

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

ROUNDING	$	1.
TOTAL	$	1.

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NONDEDUCTIBLE LIFE INS PREMIUMS	$	105,233.
PENALTY		24.
TOTAL	$	105,257.

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
TYLER DAY NURSERY 2901 W GENTRY PKWY TYLER, TX 75702		501C3	DAY CARE	$ 450.
EAST TEXAS FOOD BANK 3201 ROBERTSON RD TYLER, TX 75701		501C3	ASSISTANCE TO INDIGENT FAMILIES	1,050.
JUNIOR ACHIEVEMENT 1121 LOOP 323 ESE TYLER, TX 75701		501C3	SCHOLASTIC IMPROVEMENTS	4,855.
THE SALVATION ARMY 717 N SPRING AVE TYLER, TX 75702		501C3	ASSISTANCE TO INDIGENT FAMILIES	1,550.
EAST TEXAS CRISIS CENTER 2026 REPUBLIC DR TYLER, TX 75701		501C3	ASSISTANCE TO ABUSED WOMEN AND CHILDREN	3,050.

STATEMENT 9 (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
ALZHEIMER'S ALLIANCE 3613 S BROADWAY AVE TYLER, TX 75701		501C3	RESEARCH	$ 1,500.
TYLER MUSEUM OF ART 1300 MAHON AVE TYLER, TX 75701		501C3	COMMUNITY ART EDUCATION	3,721.
UNIVERSITY OF TEXAS AT TYLER 3900 UNIVERSITY BLVD TYLER, TX 75799		501C3	GRANT FUNDRAISING FOR EDUCATIONAL PROGRAMS	1,800.
TYLER JUNIOR COLLEGE FOUNDATION 1400 E FIFTH ST TYLER, TX 75701		501C3	GENERAL SCHOLARSHIP FUND	5,500.
GRACE COMMUNITY SCHOOL 3215 JACKSONVILLE RD TYLER, TX 75701		501C3	GENERAL SCHOLARSHIP FUND	66,817.
TYLER ROTARY FOUNDATION P. O. DRAWER 929 TYLER, TX 75710		501C3	EDUCATION & GENERAL SCHOLARSHIPS; ASSISTANCE FOR PROMOTING INTERNATIONAL UNDERSTANDING - A NEW (AND FIRST) PRE-SCHOOL IN CRIQUE SARCO, BELIZE	500.
TYLER ISD FOUNDATION P. O. BOX 2035 TYLER, TX 75710		501C3	ASSISTANCE FOR EDUCATIONAL PROGRAMS & SCHOLARSHIPS	10,000.
TEXAS CHEST FOUNDATION P. O. BOX 6554 TYLER, TX 75711		501C3	CHILDREN'S ASTHMA CAMP	1,000.

STATEMENT 9 (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
MADD OF EAST TEXAS 215 WINCHESTER DR, STE 100 TYLER, TX 75701		501C3	FUNDRAISING FOR "CAMPAIGN TO ELIMINATE DRUNK DRIVING" - RAISE AWARENESS TO SOP DRUNK DRIVING. SUPPORT VICTIMS & PREVENT UNDERAGE DRINKING	$ 250.
CAMP TYLER FOUNDATION P O BOX 1916 WHITEHOUSE, TX 75791		501C3	ANNUAL CAMPAIGN TO PROVIDE CHILDREN WITH PREMIER OUTDOOR LEARNING OPPORTUNITIES	500.
TEXAS LUTHERAN UNIVERSITY 1000 WEST COURT ST SEGUIN, TX 78155		170(B)	SCHOLARSHIP FUND	1,500.
EAST TEXAS AREA COUNCIL, BSA 1331 E FIFTH STREET TYLER, TX 75701		501C3	PROVIDE ASSISTANCE WITH BOY SCOUTS	2,280.
DALLAS MUSEUM OF ART 1717 NORTH HARDWOOD ST DALLAS, TX 75201		501C3	PROVIDE ASSISTANCE FOR SUPPORT OF ARTS EDUCATION	2,250.
LITERACY COUNCIL OF TYLER P O BOX 6662 TYLER, TX 75711		501C3	PROVIDE ASSISTANCE TO SUPPORT ADULTS IMPROVE THEIR LITERACY SKILLS	1,000.
HEARTLIGHT MINISTRIES P O BOX 286 HALLSVILLE, TX 75650		501C3	PROVIDE SUPPORT FOR STRUGGLING TEENS & THEIR FAMILIES	3,800.
AZLEWAY, INC. 15892 COUNTY ROAD 26 TYLER, TX 75707		501C3	PROVIDE A HIGH LEVEL OF SERVICE FOR ABUSED & DAMAGED CHILDREN.	2,500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
TERRELL ISD FOUNDATION 700 N CATHERINE ST TERRELL, TX 75160		501C3	PROVIDE SUPPORT TO ENCOURAGE EXCELLENCE IN EDUCATION AND ENHANCE THE LEARNING ENVIRONMENT AT TERRELL ISD	$ 5,000.
GEORGE W BUSH FOUNDATION P O BOX 600610 DALLAS, TX 75206		501C3	PROVIDE SUPPORT FOR EDUCATION AND RESEARCH THROUGH THE LIBRARY AND MUSEUM	10,000.
LANES CHAPEL UNITED METHODIST CHURCH 8720 OLD JACKSONVILLE TYLER, TX 75703		501C3	PROVIDE SUPPORT FOR FAMILIES IN NEED OF CLOTHES, SCHOOL SUPPLIES, IMMUNIZATIONS, ETC.	500.
THE GIDEON'S INTERNATIONAL P O BOX 140800 NASHVILLE, TN 37214		501C3	MEMORIAL FUND	250.
YOUNG AUDIENCES OF NORTHEAST TEXAS 200 EAST AMHERST TYLER, TX 75701		501C3	PROVIDE SUPPORT FOR ART EDUCATION TO SCHOOL CHILDREN	500.
KIRKWOOD TEMPLE CME CHURCH 1440 SUNNY BLEN DRIVE DALLAS, TX 75232		501C3	PROVIDE ASSISTANCE FOR SCHOLARSHIP FUNDS	50.
HOSPICE OF EAST TEXAS 4111 UNIVERSITY BLVD TYLER, TX 75701		501C3	ASSISTANCE WITH MEDICAL, EMOTIONAL, & SPIRITUAL CARE FOR PERSONS WITH LIFE EXPECTANCIES OF 6 MONTHS OR LESS	200.

STATEMENT 9 (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
THE ARC OF TYLER/SMITH CO 810 VINE HEIGHTS TYLER, TX 75701		501C3	PROVIDE SUPPORT FOR CAMP & OTHER PROGRAMS FOR PERSONS WITH MENTAL RETARDATION OR RELATED DEVELOPMENTAL DISORDERS	$ 1,000.
BOY SCOUTS OF AMERICA 1331 E FIFTH ST TYLER, TX 75701		501C3	PROVIDE SUPPORT FOR EQUIPMENT NEEDS	300.
MEALS ON WHEELS 1915 GARDEN VALLEY RD TYLER, TX 75702		501C3	ASSISTANCE TO ELDERLY	2,500.
EAST TEXAS SYMPHONY ORCHESTRA FOUNDATION P O BOX 6323 TYLER, TX 75711		501C3	PROVIDE ASSISTANCE MUSIC EDUCATION FOR COMMUNITY	750.
ROCKIN' C RANCH 5300 CR 325 LINDALE, TX 75771		501C3	PROVIDE SUPPORT FOR CHRISTIAN CAMP FOR CHILDREN	500.
BETHESDA HEALTH CLINIC 409 W FERGUSON ST TYLER, TX 75702		501C3	ASSISTANCE TO INDIGENT FAMILIES FOR MEDICAL SERVICES	5,000.
UNITED METHODIST COMMITTEE ON RELIEF 475 RIVERSIDE DRIVE, ROOM 1520 NEW YORK, NY 10115		501C3	PROVIDE ASSISTANCE FOR VICTIMS OF DISASTER IN HAITI	100,000.
ST ANDREW LUTHERAN CHURCH 4811 HIGH STREET WEST PORTSMOUTH, VA 23703		501C3	MEMORIAL FUND	50.
SMITH COUNTY CHAMPIONS FOR CHILDREN 421 SOUTH BONNER TYLER, TX 75702		501C3	PROVIDE SUPPORT FOR TEACHING CHILDCARE TEACHERS HOW TO PROVIDE HIGH QUALTIY CARE IN CHILDCARE & PRESHCOOL SETTINGS	2,500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
NASHER SCULPTURE CENTER 2001 FLORA STREET DALLAS, TX 75201		501C3	PROVIDE SUPPORT OR ART EDUCATION	$ 1,000.
ALZHIEMER'S ASSOCATION 4144 N. CENTRAL EXPWY, STE 750 DALLAS, TX 75204		501C3	RESEARCH	100.
BETHESDA ALLIANCE 408 HIDEAWAY LANE CENTRAL HIDEAWAY, TX 75771		501C3	FUNDRAISING FOR BETHESDA HEALTH CLINIC TO PROVIDE INDIGENT FAMILIES WITH MEDICAL CARE	1,500.
FAIRWOOD UNITED METHODIST CHURCH 1712 OLD OMEN ROAD TYLER, TX 75701		501C3	MEMORIAL FUND	50.
MT CARMEL BAPTIST CHURCH 10519 FM 344 EAST WHITEHOUSE, TX 75791		501C3	MEMORIAL FUND	50.
PINE TREE CHURCH OF CHRIST 3221 DUNDEE RD LONGVIEW, TX 75604		501C3	PROVIDE SUPPORT OF MISSIONS	500.
GEORGIA INSTITUTE OF TECHNOLOGY GEORGIA INSITUTE OF TECHNOLOGY ATLANTA, GA 30332		170(B)	PROVIDE SUPPORT FOR SCHOLARSHIPS	1,000.
CENTREPOINT MINISTRIES 418 S BROADWAY, STE 100 TYLER, TX 75702		501C3	MEMORIAL FUND	100.
TYLER AIDS SERVICES 409 N BOIS D ARC AVE TYLER, TX 75702		501C3	PROVIDE SUPPORT FOR WORKING WITH & ASSISTING PERSONS AFFECTED BY OR LIVING WITH HIV/AIDS AND THEIR FAMILIES	880.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
CASA FOR KIDS OF EAST TEXAS 318 E FIFTH STREET TYLER, TX 75701		501C3	PROVIDE ASSISTANCE TO BENEFIT ABUSED & NEGLECTED CHILDREN OF EAST TEXAS	$ 1,000.
			TOTAL	$ 251,153.