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Return of Private Foundation
of 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 changeBARBER FOUNDATION
133 WALL STREET
ABILENE, TX 79603

A Employer identification number

75-6067600

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

\$ 2,041,750.

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 Check ☒ 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 218,352.

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)

SEE STATEMENT 1

12 Total. Add lines 1 through 11

ADMINISTRATIVE AND OPERATING EXPENSES

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 2

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instr)

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-)

INTERNAL REVENUE
W-81-FIL
ABILENE, TX

MAY 25 2011

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	33,450.	6,113.	6,113.
	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) STATEMENT 4	798,603.	862,001.	1,369,497.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 5	735,397.	675,309.	666,140.
	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)	1,567,450.	1,543,423.	2,041,750.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	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. ☐			
NET ASSETS OR FUND BALANCES	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	1,567,450.	1,543,423.	
	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)	1,567,450.	1,543,423.	
	31 Total liabilities and net assets/fund balances (see the instructions)	1,567,450.	1,543,423.	

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	1,567,450.
2 Enter amount from Part I, line 27a	2	-24,027.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,543,423.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,543,423.

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 SEE STATEMENT 6				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			
b			
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	-18,566.
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	70,693.	1,642,553.	0.043038
2008	88,053.	1,772,484.	0.049678
2007	86,588.	2,040,200.	0.042441
2006	78,329.	1,889,226.	0.041461
2005	96,198.	1,742,651.	0.055202

2 Total of line 1, column (d).	2	0.231820
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	0.046364
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,915,046.
5 Multiply line 4 by line 3	5	88,789.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	617.
7 Add lines 5 and 6	7	89,406.
8 Enter qualifying distributions from Part XII, line 4	8	70,655.

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)

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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,233.
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	1,233.
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	1,233.
6 Credits/Payments.			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	2,825.	
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	2,825.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,592.	
11 Enter the amount of line 10 to be credited to 2011 estimated tax ☐ 1,592. ☐ Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		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>LEE HAMPTON</u> Telephone no. <u>325 698-0186</u> Located at <u>133 WALL ST, ABILENE, TX</u> ZIP + 4 <u>79603</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>N/A</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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	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>	☐ 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 <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?	☐ 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

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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)?

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

5b

N/A

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

N/A

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

6b

X

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

7b

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

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 7		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.

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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	1,938,346.
b Average of monthly cash balances	1b	5,863.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,944,209.
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	1,944,209.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	29,163.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,915,046.
6 Minimum investment return. Enter 5% of line 5	6	95,752.

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	95,752.
2a Tax on investment income for 2010 from Part VI, line 5	2a	1,233.	
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	1,233.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	94,519.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	94,519.
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	94,519.

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	70,655.
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	70,655.
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	70,655.

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				94,519.
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	506.			
b From 2006	14,604.			
c From 2007				
d From 2008	2,667.			
e From 2009				
f Total of lines 3a through e	17,777.			
4 Qualifying distributions for 2010 from Part XII, line 4: \$ 70,655.				
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				70,655.
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))	17,777.			17,777.
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				6,087.
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				

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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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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).)

HARWELL BARBER

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 8

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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
<i>a Paid during the year</i> SEE STATEMENT 9				
Total			3a	70,655.
<i>b Approved for future payment</i>				
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					
4	Dividends and interest from securities			14	68,129.	
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	-18,566.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	OTHER INCOME			14	3,524.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				53,087.	
13	Total. Add line 12, columns (b), (d), and (e)				53,087.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME			
TOTAL	\$ 3,524.		
	\$ 3,524.	0.	0.

STATEMENT 2
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				
TOTAL	\$ 1,875.	\$ 1,875.		
	\$ 1,875.	\$ 1,875.		\$ 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
MISCELLANEOUS.	\$ 89.	\$ 89.		
TRUSTEE FEES	4,495.	4,495.		
TOTAL	\$ 4,584.	\$ 4,584.		\$ 0.

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

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NATIONAL FUEL GAS	COST	\$ 36,276.	\$ 196,860.
MDU RESOURCES	COST	38,867.	94,032.
AM ELEC POWER	COST	29,771.	82,034.
XCEL ENERGY	COST	69,450.	88,831.
PUBLIC SERVICE ENTERPRISES	COST	40,078.	95,430.
DUKE ENERGY	COST	48,295.	46,306.
NUSTAR ENERGY (FORMERLY VALERO L.P.)	COST	20,141.	142,156.
VANGUARD - AES TR III	COST	58,116.	58,800.
VANGUARD ROYAL BK SCOTLAND	COST	25,500.	15,030.
SPECTRA ENERGY CORP	COST	37,518.	32,487.
ALLIANCE SOCIETAS EUROPAEA - SE	COST	50,000.	52,562.
BAC CAPITAL TRUST VIII PREFERRED 6.00%	COST	49,988.	54,443.
VANGUARD INDEX TR REIT VIPER SHS	COST	149,950.	141,636.

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

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE CAP XVI PREF TR 6.35%	COST	\$ 49,988.	\$ 56,849.
ENTERPRISE PRODUCTS PARTNERS LP	COST	17,666.	67,949.
ABBOTT LABORATORIES	COST	4,297.	4,312.
ACE LIMITED	COST	3,244.	3,362.
ALTRIA GROUP INCORPORATED	COST	3,644.	3,595.
AMERICAN CAMPUS COMMUNITIES	COST	3,344.	3,430.
AT&T INCORPORATED	COST	4,650.	4,760.
BANK OF HAWAII CORP	COST	2,855.	2,974.
BOEING	COST	3,936.	4,046.
CHEVRON CORPORATION	COST	4,632.	4,927.
CHUBB CORPORATION	COST	2,909.	2,922.
COCA-COLA CO	COST	3,941.	4,012.
DU PONT E I DE NEMOURS & CO	COST	3,174.	3,292.
EXELON CORP	COST	3,248.	3,331.
EXXON MOBIL CORP	COST	4,674.	4,826.
HOME DEPOT INC	COST	4,141.	4,382.
HUDSON CITY BANCORP	COST	4,225.	4,446.
INTEL CORP	COST	4,325.	4,290.
INTERNATIONAL BUSINESS MACHINES	COST	3,603.	3,669.
JOHNSON & JOHNSON INC	COST	4,768.	4,701.
KIMBERLY-CLARK	COST	3,624.	3,656.
KRAFT FOODS INC	COST	3,202.	3,246.
LOCKHEED MARTIN CORP	COST	3,271.	3,286.
MCDONALDS CORP	COST	3,658.	3,608.
MEDTRONIC	COST	3,167.	3,264.
MICROSOFT	COST	4,525.	4,745.
NEW YORK STOCK EXCHANGE EURONEXT INC	COST	4,627.	4,767.
NORFOLK SOUTHERN CORP	COST	3,180.	3,267.
NOVARTIS AG	COST	4,229.	4,362.
NUCOR CORP	COST	3,677.	3,944.
PAYCHEX INC	COST	3,453.	3,616.
PETROCHINA COMPANY LIMITED	COST	2,960.	3,156.
TAIWAN SEMICONDUCTOR MFG CO LTD	COST	3,331.	3,599.
TOTAL SASPONSORED ADR	COST	4,682.	4,813.
VANGUARD INDEX TR REIT VIPER SHS	COST	3,273.	3,378.
VF CORPORATION	COST	3,536.	3,533.
VODAFONE GROUP-SP ADR NEW	COST	4,327.	4,336.
WAL MART STORES INC	COST	2,901.	2,912.
WASTE MANAGEMENT INC	COST	3,577.	3,687.
3M CO	COST	1,587.	1,640.
TOTAL		\$ 862,001.	\$ 1,369,497.

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STATEMENT 5
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
GABELLI CONV DEBENTURE FUND	COST	\$ 42,953.	\$ 27,803.
FIDELITY GNMA	COST	47,561.	50,037.
VALUE LINE CONV BOND	COST	103,149.	130,322.
FINANCIAL SQUARE TRUST FUND GOV. PORTFOLI	COST	136,239.	136,239.
DODGE & COX GLOBAL STOCK FUND	COST	100,000.	89,000.
DODGE & COX INTERNATIONAL STOCK FUND	COST	77,916.	70,789.
HARBOR INTERNATIONAL FUND	COST	75,000.	68,589.
HARBOR BOND FUND	COST	52,491.	51,967.
PERKINS MID CAP VALUE FUND	COST	40,000.	41,394.
	TOTAL	\$ 675,309.	\$ 666,140.

STATEMENT 6
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	1236 TECO ENERGY INC	PURCHASED	1/01/1981	10/15/2010
2	403.23 DODGE & COX STOCK FD	PURCHASED	3/24/2008	10/15/2010
3	1500 PLUM CREEK TIMBER CO INC	PURCHASED	1/01/1981	10/15/2010
4	3300 BLACKROCK ENHANCED DIV ACHIEVERS TR	PURCHASED	10/11/2006	10/15/2010
5	7500 ZWEIG TOTAL RETURN FD INC	PURCHASED	1/01/1981	10/15/2010
6	2589.97 AIM GROWTH SER	PURCHASED	1/01/1981	11/03/2010
7	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	21,620.		33,018.	-11,398.				\$ -11,398.
2	40,194.		50,000.	-9,806.				-9,806.
3	55,202.		35,035.	20,167.				20,167.
4	28,319.		48,844.	-20,525.				-20,525.
5	28,425.		34,032.	-5,607.				-5,607.
6	43,459.		35,989.	7,470.				7,470.
7								1,133.
							TOTAL	\$ -18,566.

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STATEMENT 7
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
HARWELL BARBER 133 WALL STREET ABILENE, TX 79603	PRESIDENT 5.00	\$ 0.	\$ 0.	\$ 0.
LEE A. HAMPTON 133 WALL ST. ABILENE, TX 79603	VICE PRESIDENT 5.00	0.	0.	0.
CAROLYN BARBER 133 WALL STREET ABILENE, TX 79603	SECRETARY 5.00	0.	0.	0.
RITA C. HAMPTON 133 WALL STREET ABILENE, TX 79603	TREASURER 5.00	0.	0.	0.
STEPHEN G. BARBER 133 WALL STREET ABILENE, TX 79603	VICE PRESIDENT 5.00	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: HARWELL BARBER
NAME: HARWELL BARBER
CARE OF: HARWELL BARBER
STREET ADDRESS: 133 WALL STREET
CITY, STATE, ZIP CODE: ABILENE, TX 79603
TELEPHONE: HARWELL BARBER
FORM AND CONTENT: INFORMAL LETTER OF REQUEST STATING PURPOSE AND OPERATIONS.
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: NO RESTRICTIONS

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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
ABILENE ADULT DAYCARE 3518 S 7TH ABILENE, TX 79605	NONE	N/A	SUPPORT FOR OPERATIONS THAT PROVIDE DAY CARE FOR THE ELDERLY	\$ 750.
ABILENE HOPE HAVEN 801 S TREADAWAY ABILENE, TX 79602	NONE	N/A	SUPPORT FOR HOUSING SERVICES FOR THE HOMELESS	1,000.
ABILENE PHILHARMONIC GUILD 402 CYPRESS ST. SUITE 130 ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS	1,000.
AMERICAN RED CROSS 1610 N 2ND ABILENE, TX 79601	NONE	N/A	SUPPORT FOR EMERGENCY SERVICES	500.
BOYS & GIRLS CLUBS OF ABILENE P.O. BOX 2013 ABILENE, TX 79604	NONE	N/A	SUPPORT OF PROGRAMS FOR YOUTH	500.
BREAKFAST ON BEECH STREET, INC P.O. BOX 5911 ABILENE, TX 79608	NONE	N/A	SUPPORT FOR HUMAN SERVICES	700.
CANCER SERVICES NETWORK 240 CYPRESS ST ABILENE, TX 79601	NONE	N/A	SUPPPORT FOR OPERATIONS FOR THE BENEFIT OF CANCER PATIENTS	2,000.
CENTER FOR CONTEMPORARY ARTS 220 CYPRESS ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS	500.
CHURCH OF THE HEAVENLY REST 602 MEANDER ABILENE, TX 79602	NONE	N/A	SUPPORT FOR CHRISTIAN PROGRAMS & CAPITAL CAMPAIGN	4,450.
COMMUNITY FOUNDATION OF ABILENE P.O. BOX 1001 ABILENE, TX 79604	NONE	N/A	SUPPORT FOR OPERATIONS	500.
THE GRACE MUSEUM 102 CYPRESS ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR MUSEUM OPERATIONS	1,600.

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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
HENDRICK HOME FOR CHILDREN P.O. DRAWER 5195 ABILENE, TX 79608	NONE	N/A	SUPPORT FOR CHILD PLACING AGENCY	\$ 500.
HENDRICK MEDICAL CENTER FOUND 1900 PINE ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR PROGRAMS TO FOSTER AND SUPPORT HENDRICK MEDICAL CENTER	2,000.
NATIONAL MUSEUM OF FUNERAL HISTORY 415 BARREN SPRINGS DR HOUSTON, TX 77090	NONE	N/A	SUPPORT FOR EDUCATIONAL PROGRAMS	750.
PRESBYTERIAN MEDICAL CARE MISSION 302 MEDICAL DRIVE ABILENE, TX 79601	NONE	N/A	SUPPORT FOR MEDICAL CARE PROGRAMS FOR THE NEEDY	2,000.
BEN RICHEY BOYS RANCH P.O. BOX 6839 ABILENE, TX 79608	NONE	N/A	SUPPORT FOR BASIC CHILD CARE FACILITY	1,500.
ST LUKES EPISCOPAL CHURCH 1682 PLUM ABILENE, TX 79602	NONE	N/A	SUPPORT FOR CHRISTIAN PROGRAMS	600.
SALVATION ARMY P.O. BOX 6929 ABILENE, TX 79608	NONE	N/A	SUPPORT FOR RELIEF PROGRAMS	1,000.
SPECIAL OLYMPICS - TEXAS P.O. BOX 201087 AUSTIN, TX 78720	NONE	N/A	SUPPORT FOR ATHLETIC TRAINING AND SPORTS COMPETITION FOR MENTALLY RETARDED INDIVIDUALS	250.
TEXAS TRAILS COUNCIL, BSA BOY SCOUTS OF AMERICA ABILENE, TX 79601	NONE	N/A	SUPPORT FOR EDUCATIONAL CHILDREN'S ACTIVITIES	1,000.
WEST TEXAS REHABILITATION CENT 4601 HARTFORD ABILENE, TX 79605	NONE	N/A	SUPPORT FOR REHABILITATION AND THERAPY PROGRAMS	4,400.

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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
YMCA OF ABILENE 3250 STATE ST. ABILENE, TX 79603	NONE	N/A	SUPPORT FOR PROGRAMS TO SERVE CHRISTIAN MEN, CHILDREN & THEIR FAMILIES	\$ 1,000.
AMERICAN HEART ASSOC 149 N. WILLIS, SUITE 10 ABILENE, TX 79603	NONE	N/A	SUPPORT RESEARCH TO PREVENT HEART DISEASE	1,000.
DIOCESE OF NW TEXAS, EPISCOPAL 1802 BROADWAY LUBBOCK, TX 79401	NONE	N/A	SUPPORT OF HAPPY CAMP	1,000.
MEALS ON WHEELS PLUS, INC P.O. BOX 903 ABILENE, TX 79604	NONE	N/A	FOOD FOR THE HOMEBOUND	500.
NOAH PROJECT, INC. P. O. BOX 875 ABILENE, TX 79604	NONE	N/A	SPONSOR OF FUNDRAISER EVENT TO RAISE FUNDS FOR OPERATIONS	500.
ABILENE COMMUNITY THEATRE 801 S. MOCKINGBIRD ABILENE, TX 79605	NONE	N/A	SUPPORT FOR ARTS, CULTURE & HUMANITIES	750.
ABILENE PRESERVATION LEAGUE P.O. BOX 3451 ABILENE, TX 79604	NONE	N/A	PRESERVATION OF OLD LANDMARKS	2,000.
CHRISTIAN HOMES OF ABILENE PO BOX 270 ABILENE, TX 79604	NONE	N/A	ADOPTION EXPENSES	1,000.
FRIENDS OF THE ABILENE PUBLIC LIBRARY 202 CEDAR ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR EDUCATION PROGRAM	500.
LIGHTHOUSE FOR NEW HOPE PO BOX 851030 MESQUITE, TX 75185	NONE	N/A	CHARITABLE WORK	200.
MENTAL HEALTH ASSOCIATION P. O. BOX 7262 ABILENE, TX 79608	NONE	N/A	MENTAL HEALTH PROGRAMS	775.
ST JOHN'S EPISCOPAL SCHOOL 1600 SHERMAN DRIVE ABILENE, TX 79605	NONE	N/A	EDUCATIONAL	3,335.

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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
YOUNG LIFE - LONE STAR REGION LONE STAR REGION COLORADO SPRINGS, CO 80901	NONE	N/A	TEEN AGER PROGRAMS	\$ 1,500.
ABILENE EDUCATION FOUNDATION P.O. BOX 1999 ABILENE, TX 79604	NONE	N/A	SUPPORT FOR CHRISTIAN EDUCATION	1,500.
DAY NURSERY OF ABILENE 702 CEDAR ST. ABILENE, TX 79601	NONE	N/A	SUPPORT CHILD CARE FOR FAMILIES WITH LOW INCOME	500.
ALLIANCE FOR WOMEN & CHILDREN 1350 N. 10TH ABILENE, TX 79601	NONE	N/A	PROMOTING CHRISTIAN LIVING	500.
FOOD BANK OF WEST CENTRAL TEXAS 5505 N. 1ST ST. ABILENE, TX 79603	NONE	N/A	SUPPORT FOR MEALS FOR THE ELDERLY AND HOMEBOUND	2,000.
CONNECTING CARING COMMUNITIES 402 CYPRESS ST., SUITE 420 ABILENE, TX 79601	NONE	N/A	ENCOURAGING SELF-SUFFICIENCY AND EDUCATION	500.
CHRISTIAN COMMUNITY DEVELOPMENT CORP CORP OF THE BIG COUNTRY ABILENE, TX 79604	NONE	N/A	GLORIFY GOD AND PROCLAIM HIS TRUTH	1,000.
KENLEY SCHOOL 1434 MATADOR ST. ABILENE, TX 79605	NONE	N/A	TEACHING CHILDREN WITH LEARNING DISABILITIES	400.
LOVE AND CARE MINISTRIES 233 FANNIN ST ABILENE, TX 79603	NONE	N/A	SUPPORT FOR RELIGIOUS AND EDUCATIONAL OPERATIONS	500.
HARMONY FAMILY SERVICES, INC. P.O. BOX 329 ABILENE, TX 79604	NONE	N/A	SUPPORT FOR OPERATIONS	500.

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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
HISTORIC PARAMOUNT THEATRE, INC P.O. BOX 1818 ABILENE, TX 79604	NONE	N/A	SUPPORT FOR COMMUNITY PROGRAMS	\$ 500.
SERENITY HOUSE OF ABILENE 150 ORANGE ST ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS	3,000.
WINDCREST ALZHEIMER'S CARE CENTER 6050 HOSPITAL DR ABILENE, TX 79606	NONE	N/A	SUPPORT FOR THE CARE OF ALZHEIMER'S PATIENTS	500.
ABILENE PHILHARMONIC ASSOCIATION, INC 402 CYPRESS ST, STE 130 ABILENE, TX 79601	NONE	N/A	SUPPORT OPERATIONS	2,500.
NCCIL 102 CEDAR ST ABILENE, TX 79601	NONE	N/A	ENHANCES VISUAL AND VERBAL LITERACY BY CELEBRATING THE BEST ORIGINAL ART PUBLISHED IN CHILDREN'S LITERATURE	500.
ABILENE HABITAT FOR HUMANITY PO BOX 1267 ABILENE, TX 79604	NONE	N/A	PARTNERS WITH PEOPLE IN NEED TO RENOVATE OR BUILD SIMPLE, DECENT, AFFORDABLE HOUSING	500.
REGIONAL CRIME VICTIM CRISIS CENTER PO BOX 122 ABILENE, TX 79604	NONE	N/A	PROVIDES ASSISTANCE TO VICTIMS OF VIOLENT CRIME IN ABILENE AND SURROUNDING AREAS	200.
ASSOCIATION OF SMALL FOUNDATIONS 1720 N ST, NW WASHINGTON, DC 20036	NONE	N/A	SUPPORT OPERATIONS	495.

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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
ABILENE ARTS ALLIANCE 1101 NORTH 1ST STREET ABILENE, TX 79601	NONE	N/A	SUPPORT FOR OPERATIONS SUPPORTING ARTS IN THE COMMUNITY	\$ 500.
CHORUS ABILENE P.O. BOX 3358 ABILENE, TX 79604	NONE	N/A	SUPPORT OPERATIONS	500.
PREGNANCY RESOURCES OF ABILENE 598 WESTWOOD DRIVE ABILENE, TX 79603	NONE	N/A	TO SUPPORT OPERATIONS	1,500.
FAITHWORKS OF ABILENE 1229 N. MOCKINGBIRD ABILENE, TX 79603	NONE	N/A	TO SUPPORT OPERATIONS	500.
TEXAS HISTORICAL FOUNDATION P.O. BOX 50314 AUSTIN, TX 78763	NONE	N/A	TO SUPPORT PRESERVATION OF TEXAS HISTORY AND CULTURE	200.
ABILENE COMMUNITY PARTNERS TAYLOR COUNTY TREASURER ABILENE, TX 79602			SUPPORT FOR OPERATIONS	300.
ABILENE OPEN DOOR, INC. 3157 RUSSELL AVE ABILENE, TX 79605			SUPPORT REHABILITATION SERVICES	2,000.
ABILENE OPERA ASSOCIATION PO BOX 6611 ABILENE, TX 79608			TO PROMOTE OPERA APPRECIATION IN WEST TEXAS	500.
ABILENE PUBLIC RADIO 89.7 KACU-FM ABILENE, TX 79699			SUPPORT FOR OPERATIONS	150.
ABILENE VOLUNTEER SERVICES COUNCIL ABILENE STATE SUPPORTERS ABILENE, TX 79604			SUPPORT FOR OPERATIONS	250.
ABILENE ZOO 2070 ZOO LANE ABILENE, TX 79602			PROMOTE EDUCATION ABOUT ANIMALS	1,000.
AMERICAN CANCER SOCIETY 209 S. DANVILLE DR, ABILENE, TX 79605			SUPPORT FOR OPERATIONS	350.

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FEDERAL STATEMENTS

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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
EPISCOPAL RELIEF & DEVELOPMENT PO BOX 7058 MERRIFIELD, VA 22116			SUPPORT FOR OPERATIONS	\$ 500.
GLOBAL SAMARITAN RESOURCES 2074 N. 1ST ABILENE, TX 79603			SUPPORT FOR OPERATIONS	500.
OUR HOUSE PO BOX 2282 ABILENE, TX 79604			SUPPORT FOR OPERATIONS	500.
SEMINARY OF THE SOUTHWEST PO BOX 2247 AUSTIN, TX 78768			SUPPORT FOR OPERATIONS	2,000.
TAYLOR COUNTY VETERANS SERVICE OFFICE 400 OAK STREET ABILENE, TX 79602			SUPPORT FOR OPERATIONS	250.
THE PARK PEOPLE 402 CYPRESS ST. ABILENE, TX 79601			SUPPORT FOR OPERATIONS	1,000.
UNITED WAY OF ABILENE PO BOX 82 ABILENE, TX 79604			SUPPORT FOR OPERATIONS	1,000.
TOTAL				\$ <u>70,655.</u>