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Form 990-PF

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

OMB No 1545-0052

2010

Department of the Treasury Internal Revenue Service

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

For calendar year 2010, or tax year beginning 01-01-2010, and ending 12-31-2010

Check all that apply: Initial return, Amended return, Initial return of a former public charity, Address change, Final return, Name change

Name of foundation: HELMLE-SHAW FOUNDATION. A Employer identification number: 76-0420414. B Telephone number: (713) 782-7730. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 2,967,236. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	210,110	52,753	52,753			
	2 Savings and temporary cash investments						
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____						
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____						
	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)	2,236,956 <input checked="" type="checkbox"/>	2,318,714	2,839,897			
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)	0 <input checked="" type="checkbox"/>	70,273	74,586			
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____						
15 Other assets (describe <input type="checkbox"/> _____)							
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,447,066	2,441,740	2,967,236				
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe <input type="checkbox"/> _____)						
	23 Total liabilities (add lines 17 through 22)		0				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds	2,447,066	2,441,740				
30 Total net assets or fund balances (see page 17 of the instructions)	2,447,066	2,441,740					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,447,066	2,441,740					

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	2,447,066
2	Enter amount from Part I, line 27a	2	-5,326
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	
4	Add lines 1, 2, and 3	4	2,441,740
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,441,740

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a UBS - ST - TAXPAYER MAINTAINS DETAILS	P		2010-01-27
b UBS - LT - TAXPAYER MAINTAINS DETAILS	P	1997-11-26	2010-01-27
c MSSB - LT - TAXPAYER MAINTAINS DETAILS	P	2001-12-28	2010-06-09
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 96,266		88,200	8,066
b 53,783		14,956	38,827
c 15,005		23,724	-8,719
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			8,066
b			38,827
c			-8,719
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	38,871
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	169,855	2,567,141	0.066165
2008	184,714	3,363,308	0.05492
2007	166,045	3,890,578	0.042679
2006	152,360	3,369,349	0.045219
2005	147,585	3,178,902	0.046426

2 Total of line 1, column (d).	2	0.255409
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	0.051082
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,810,025
5 Multiply line 4 by line 3.	5	143,542
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,306
7 Add lines 5 and 6.	7	144,848
8 Enter qualifying distributions from Part XII, line 4.	8	135,966

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,613
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,613
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,613
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	829
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	829
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,784
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 <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11	

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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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>		No
c Did the foundation file Form 1120-POL for this year?.		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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>		No
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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		
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>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No	
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes		
14 The books are in care of ▶ <u>JUDITH HELMLE SHAW</u> Telephone no ▶ <u>(713) 782-7730</u> Located at ▶ <u>9411 CADMAN CT Houston TX</u> ZIP+4 ▶ <u>770964206</u>				
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <table border="1" style="display:inline-table; vertical-align:middle;"><tr><td style="width:50px; text-align:center;">15</td></tr></table>	15			
15				
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			

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ _____

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

		Yes	No
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)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
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		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.

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

	5b	
	6b	No
	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROY C SHAW JR 9411 CADMAN CT Houston, TX 77096	PRESIDENT 0	0	0	0
JUDITH HELMLE SHAW 9411 CADMAN CT Houston, TX 77096	SECRETARY/Treasurer 0	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

Total number of others receiving over \$50,000 for professional services.

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

1	Expenses

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

1 NONE	Amount

All other program-related investments See page 24 of the instructions

Total. Add lines 1 through 3.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,714,029
b	Average of monthly cash balances.	1b	138,788
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,852,817
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,852,817
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	42,792
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,810,025
6	Minimum investment return. Enter 5% of line 5.	6	140,501

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

1	Minimum investment return from Part X, line 6.	1	140,501
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	2,613
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,613
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	137,888
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	137,888
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	137,888

Part XII Qualifying Distributions (see page 25 of the 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	135,966
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	135,966
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	135,966

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				137,888
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			125,833	
b Total for prior years 2008, 2007, 2006				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>135,966</u>				
a Applied to 2009, but not more than line 2a			125,833	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2010 distributable amount.				10,133
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				127,755
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions).				
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.	0			

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

1a 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 organization 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	
2a 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 page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

ROY JUDITH HELMLE SHAW

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

NA

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

roy shaw
9411 Cadman Ct
Houston, TX 77096
(713) 787-7730

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

LETTER OF REQUEST FROM SOLICITOR DETAILING NEED FOR FUNDS

c Any submission deadlines

NONE

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

NONE

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 Additional Data Table				
Total				▶ 3a 133,094
b Approved for future payment				
Total				▶ 3b

Additional Data

Software ID:
Software Version:
EIN: 76-0420414
Name: HELMLE-SHAW FOUNDATION

Form 990PF Part XV Line 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				
ST THOMAS EPISCOPAL SCHOOLCHURCH 4900 JACKWOOD HOUSTON, TX 77096	NONE	EDUCATIONAL	GENERAL SUPPORT OF THE ORGANIZATION	17,750
HOUSTON LIVESTOCK SHOW PO BOX 20070 HOUSTON, TX 772250070	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	6,600
RICE UNIVERSITY PO BOX 200175 HOUSTON, TX 772160175	NONE	EDUCATIONAL	SCHOLARSHIP FUND	33,000
MUSEUM OF FINE ARTS HOUSTON 1001 BISSONNET HOUSTON, TX 77005	NONE	MUSEUM	GENERAL SUPPORT OF ORGANIZATION	18,000
LAKE CITY COMMUNITY ART BUILDING FUND PO BOX 876 LAKE CITY, CO 81235	NONE	PUBLIC CHARITY	BUILDING FUND	1,000
TRINITY UNIVERSITY DEVELOPMENT OFFICE ONE TRINITY PLACE SAN ANTONIO, TX 782127200	NONE	EDUCATIONAL	SCHOLARSHIP FUND	7,500
CLEAR CREEK HIGH SCHOOL BAND BOOSTERS 2305 E MAIN ST LEAGUE CITY, TX 775732798	NONE	EDUCATIONAL	GENERAL SUPPORT OF THE ORGANIZATION	3,000
NTSAD 2001 BEACON ST 204 BOSTON, MA 02135	none	PUBLIC CHARITY	GENERAL PURPOSES OF ORGANIZATION	1,000
National Multiple Sclerosis Society 9830 COLONADE BLVD STE 130 SAN ANTONIO, TX 78230	none	PUBLIC CHARITY	GENERAL PURPOSES OF ORGANIZATION	9,000
GALVESTON HISTORICAL FOUNDATION 502 20TH STREET GALVESTON, TX 775502014	none	PUBLIC CHARITY	GENERAL PURPOSES OF ORGANIZATION	3,000
OAK CLIFF CEMETERY ASSOCIATION 10455 N CENTRAL EXPRESSWAY 109-205 DALLAS, TX 75231	NONE	PUBLIC CHARITY	GENERAL PURPOSES OF ORGANIZATION	3,000
SALVATION ARMY 1500 AUSTIN STREET HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	500
GALVESTON ISLAND RAILROAD MUSEUM 123 ROSENBERG GALVESTON, TX 77550	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	1,000
HOUSTON SYMPHONY 615 LOUISIANA STREET SUITE 102 HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	1,000
ST LUKES HOSPITAL TEXAS MEDICAL CENTER PO BOX 20269 HOUSTON, TX 772250269	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	2,000
Total			3a	133,094

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HILLSDALE COLLEGE OFFICE OF INSTITUTIONAL ADVANCEMENT 33 E COLLEGE STREET HILLSDALE, MI 49242	NONE	EDUCATIONAL	GENERAL SUPPORT OF THE ORGANIZATION	500
HOUSTON HERITAGE SOCIETY 1100 BAGBY HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	1,000
THE METHODIST HOSPITAL 6560 FANNIN STREET SUITE 2100 HOUSTON, TX 77030	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	5,000
CAL FARLEY'S BOY'S RANCH PO BOX 1890 AMARILLO, TX 791740001	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	500
TEXAS CHILDREN'S HOSPITAL DEVELOPMENT OFFICE MC4-4453 PO BOX 300630 HOUSTON, TX 772300630	NONE	PUBLIC CHARITY	CAPITAL FUND	10,000
MD ANDERSON CANCER CENTER PO BOX 4486 HOUSTON, TX 772104486	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	1,000
HOUSTON HOSPICE 1905 HOLCOMBE BLVD HOUSTON, TX 770304123	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	500
BOY SCOUTS OF AMERICA PO BOX 909 PINEVILLE, NC 281340909	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF THE ORGANIZATION	750
GRAND 1894 OPERA HOUSE 2020 POSTOFFICE STREET GALVESTON ISLAND, TX 77550	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,494
Total				133,094

TY 2010 Accounting Fees Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,872			2,872

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

TY 2010 Investments Corporate Stock Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Name of Stock	End of Year Book Value	End of Year Fair Market Value
250 SHS ISHARES RUSSELL GROWTH	14,648	21,855
280 SHS ISHARES RUSSELL VALUE	13,843	19,905
260 SHS ISHARES RUSSELL MIDCAP	9,269	14,719
824 SHS CHEVRON TEXACO	30,411	75,190
1334 SHS BRISTOL MYERS SQUIBB	60,223	35,324
644 SHS DOW CHEMICAL	20,501	21,986
300 SHS ISHARES RUSSELL MIDCAP	8,664	13,508
2740 SHS EXXON MOBIL	84,127	200,349
12,801 SHS GENERAL ELECTRIC	313,368	234,130
1000 SHS KAYNE MIDSTREAM ENGY	25,010	25,000
845 SHS IBM	51,114	124,012
4277 SHS KAYNE MLP INV	102,487	134,597
1150 SPDR S&P INTL SMALL	22,215	35,466
700 SHS PRAXAIR INC	0	0
5715 PROCTOR & GAMBLE	217,363	367,646
1472 SHS PUBLIC SVC ENTERPRISE	21,321	46,824
200 SHS PHILIP MORRIS	5,913	11,706
900 SHS PLUM CREEK TIMBER	22,792	29,960
500 SHS BP PLC	0	0
4132 SHS UNITRIN	127,963	101,399
500 SHS VODAFONE	9,640	13,220
2,208 SHS XCEL ENERGY	63,902	51,998
966 SHS 3M COMPANY	47,228	83,366
6942 SHS COHEN & STEERS SELCT	140,710	113,988
138 SHS KRAFT FOODS	2,656	4,348
230 SHS ABBOTT LABS	10,010	11,019
180 SHS AIR PROD & CHEM	11,851	16,371
200 SHS ALTRIA GP	2,595	4,924
400 SHS AT & T	20,759	23,504
500 SHS AVON PRODUCTS	11,504	14,530

Name of Stock	End of Year Book Value	End of Year Fair Market Value
220 SHS COCA COLA	9,508	14,469
170 SHS COLGATE PALMOLIVE	10,497	13,663
360 SHS DARDEN RESTAURANTS	11,858	16,718
330 SHS E ON AG SPON ADR	11,080	10,035
150 SHS ENTERGY	10,753	10,624
220 SHS GENL DYNAMICS	11,805	15,611
190 SHS GENL MILLS	9,888	13,524
300 SHS JOHNSON & JOHNSON	17,054	18,555
850 SHS NY COMMUNITY BANCORP	9,758	16,022
700 SHS NTT DOCOMO INC	9,730	12,194
350 SHS PT TELEKOMUNIKAS	10,181	12,476
200 SHS PEPSICO	9,900	13,066
700 SHS TESCO PLC	10,649	14,126
200 SHS TOTAL SA FRANCE	20,126	21,392
200 SHS UNTD TECHNOLOGIES	10,314	15,744
400 SHS TOTAL SA FRANCE	0	0
360 SHS WASTE MANAGEMENT	9,698	13,273
280 SHS ISHARES TRUST VALUE	0	0
250 SHS ISHARES TRUST GROWTH	0	0
300 SHS ISHARES MIDCAP VALUE	0	0
250 SHS ISHARES MIDCAP GROWTH	0	0
1270 SHS ISHARES MSCI EAFE	55,523	73,939
1120 SHS ISHARES MSCI EMERGING	34,250	53,359
1150 SHS SPDR S&P INTL	0	0
500 SHS WISDOMTREE	41,100	42,633
300 SHS MAGELLAN MIDSTREAM PTR	0	0
1600 SHS ISHARES IBOXX INVEST	155,716	173,504
1100 SHS ISHARES BARCLAYS BOND	109,143	118,272
600 SHS ISHARES BARCLAYS 1-3YR	62,586	62,568
1400 SHS ISHARES HIGH YIELD	108,126	126,406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
500 SHS ISHARES JP MORGAN BOND	46,324	53,540
1200 SHS POWERSHARES EMRG MKTS	0	0
890 SHS SPDR INT GOVT INFLAT	0	0
2000 SHS POWERSHARES EMRG MKTS	51,060	53,340

TY 2010 Investments - Other Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MSSB - MUTUAL FUNDS	AT COST	70,273	74,586

TY 2010 Land, Etc. Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2010 Other Income Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Irs refund			

TY 2010 Other Professional Fees Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	11,229	11,229		

TY 2010 Taxes Schedule

Name: HELMLE-SHAW FOUNDATION

EIN: 76-0420414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	67	67		