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Department of the Treasury  
 Internal Revenue Service

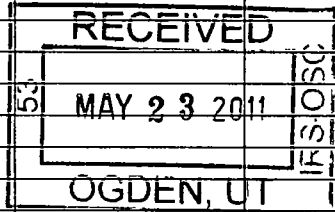
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation: EDWARDS CHARITABLE FOUNDATION  
 Number and street (or P O box number if mail is not delivered to street address): C/O WOODWAY FINANCIAL ADVISORS, 10000 MEMORIAL DRIVE  
 City or town, state, and ZIP code: HOUSTON, TX 77024  
 Room/suite: 650  
 Employer identification number: 76-0502902  
 Telephone number (see page 10 of the instructions): (713) 683-7070  
 H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation  
 I Fair market value of all assets at end of year (from Part II, col (c), line 16): \$ 443,972.  
 J Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_  
 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

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 page 11 of 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 (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,083	6,083		ATCH 1
	4 Dividends and interest from securities	5,498	5,498		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-2,853			
	b Gross sales price for all assets on line 6a	162,973			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	8,728	11,581			
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 schedule) ATCH 3	3,745	1,873	0	1,872
	c Other professional fees (attach schedule) *	3,012	3,012		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) *	171	171		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	4	4		
	24 Total operating and administrative expenses. Add lines 13 through 23	6,932	5,060	0	1,872
	25 Contributions, gifts, grants paid	22,000			22,000
26 Total expenses and disbursements. Add lines 24 and 25	28,932	5,060	0	23,872	
27 Subtract line 26 from line 12	-20,204				
a Excess of revenue over expenses and disbursements		6,521			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					



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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 (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	23,200.	23,062.	23,062.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶	3.		
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) **	25,000.	35,000.	34,846.
	b	Investments - corporate stock (attach schedule) <b>ATCH 8</b>	388,560.	358,497.	386,064.
	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) . . . . .			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ . . . . .)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	436,763.	416,559.	443,972.	
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 ▶ . . . . .)			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0.		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>				
	27	Capital stock, trust principal, or current funds . . . . .	436,763.	416,559.	
	28	Paid-in or capital surplus, or land, bldg. and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .	0.	0.	
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	436,763.	416,559.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	436,763.	416,559.		

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) . . . . .	1 436,763.
2	Enter amount from Part I, line 27a . . . . .	2 -20,204.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 416,559.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	6 416,559.

\*\*ATCH 7

**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.)
1a SEE PART IV SCHEDULE						
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 (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
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	-2,853.	
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	22,825.	388,382.	0.058769
2008	27,719.	476,439.	0.058180
2007	27,755.	568,527.	0.048819
2006	26,688.	537,530.	0.049649
2005	26,632.	531,351.	0.050121
2 Total of line 1, column (d) . . . . .			2 0.265538
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 0.053108
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 . . . . .			4 428,399.
5 Multiply line 4 by line 3 . . . . .			5 22,751.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 65.
7 Add lines 5 and 6 . . . . .			7 22,816.
8 Enter qualifying distributions from Part XII, line 4 . . . . . 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			8 23,872.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total amount owed is 14.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes 'Yes' and 'No' columns.

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 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
14 The books are in care of WOODWAY FINANCIAL ADVISORS Telephone no 713-683-7070
Located at 10000 MEMORIAL DR., STE 650; HOUSTON, TX ZIP + 4 77024
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 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 Yes No X
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

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? . . . . . Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . . 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? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 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
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X 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
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 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)?  **5b**

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?  **6b** X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  **7b**

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
ATTACHMENT 9		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
NONE				

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
NONE		

**Total number of others receiving over \$50,000 for professional services . . . . .** ▶ NONE

**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 NONE	
2	
3	
4	

**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	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
<b>Total. Add lines 1 through 3 . . . . .</b> ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	414,110.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	20,813.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	434,923.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	434,923.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	6,524.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	428,399.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	21,420.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	21,420.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	65.
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	65.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	21,355.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	21,355.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	21,355.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	23,872.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	23,872.
<b>5</b>	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)	<b>5</b>	65.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	23,807.

**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 . . . . .				21,355.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .				
b Total for prior years 20 08, 20 07, 20 06 . . . . .				
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .				194.
b From 2006 . . . . .				135.
c From 2007 . . . . .				
d From 2008 . . . . .				4,109.
e From 2009 . . . . .				3,475.
f Total of lines 3a through e . . . . .	7,913.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 23,872.				
a Applied to 2009, but not more than line 2a . . . . .				
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 . . . . .				21,355.
e Remaining amount distributed out of corpus . . . . .	2,517.			
5 Excess distributions carryover applied to 2010 (if an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	10,430.			
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. . . . .				
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) . . . . .		194.		
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	10,236.			
10 Analysis of line 9				
a Excess from 2006 . . . . .				135.
b Excess from 2007 . . . . .				
c Excess from 2008 . . . . .				4,109.
d Excess from 2009 . . . . .				3,475.
e Excess from 2010 . . . . .				2,517.

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

**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	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 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) )

GARY AND MARGARET EDWARDS

**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 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

**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
<p>a <i>Paid during the year</i></p> <p>ATTACHMENT 10</p>				
<b>Total</b> . . . . . ▶ <b>3a</b>				22,000.
b <i>Approved for future payment</i>				
<b>Total</b> . . . . . ▶ <b>3b</b>				



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for both (b) and (d).

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. [Signature] 5/5/11 [Title] President

Paid Preparer Use Only Print/Type preparer's name: DEBORAH D. UNDERWOOD Preparer's signature: [Signature] Date: 5/6/11 Check [ ] if self-employed PTIN: P01235836 Firm's name: ERNST & YOUNG U.S. LLP Firm's EIN: 34-6565596 Firm's address: 1401 MCKINNEY, SUITE 1200 HOUSTON, TX 77010 Phone no: 713-750-1500

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
91,822.		VARIOUS ST - SEE SCH 1-2 89,077.					VARIOUS 2,745.	VARIOUS
71,151.		VARIOUS LT - SEE SCH 1-2 76,749.					VARIOUS -5,598.	VARIOUS
TOTAL GAIN(LOSS) .....							<u>-2,853.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
AMERI CO	6,083.	6,083.
TOTAL	<u>6,083.</u>	<u>6,083.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
AMERI CO - DIVIDENDS	5,498.	5,498.
TOTAL	<u>5,498.</u>	<u>5,498.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG LLP	3,745.	1,873.		1,872.
TOTALS	<u>3,745.</u>	<u>1,873.</u>	<u>0.</u>	<u>1,872.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIDUCIARY FEES	3,012.	3,012.
TOTALS	<u>3,012.</u>	<u>3,012.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

REVENUE AND EXPENSES PER BOOKS	171.	NET INVESTMENT INCOME	171.
	<u>171.</u>		<u>171.</u>

DESCRIPTION

FOREIGN TAXES PAID

TOTALS

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN FILING FEES	4.	4.
TOTALS	<u>4.</u>	<u>4.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FED HOME LOAN BANK - 2%	15,000.		
FREDDIE MAC - 2%		25,000.	24,645.
FED HOME LOAN BANK - 5.00%	10,000.	10,000.	10,201.
FANNIE MAE - 3%			
US OBLIGATIONS TOTAL	<u>25,000.</u>	<u>35,000.</u>	<u>34,846.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
125 SHS KROGER	3,130.		1,864.
50 SH FTI CONSULTING	2,493.	2,493.	16,035.
335 SHS GENERAL ELECTRIC	14,332.	14,332.	5,434.
100 SHS KOHLS CORP	5,706.	4,565.	6,533.
100 SHS PEPSICO	4,691.	4,691.	5,136.
35 SH IBM	3,033.	3,033.	4,639.
75 SHS JOHNSON & JOHNSON	3,824.	3,824.	9,291.
125 SHS ADR DIAGEO	7,999.	7,999.	
150 SHS ELECTRONIC ARTS	0.		
50 SHS 3M COMPANY	6,019.	4,013.	4,315.
125 SH ADOBE SYSTEMS INC	3,305.	3,305.	3,848.
1383 SHS VANGUARD TOTAL INT'L	20,000.	17,281.	21,787.
275 SHS WALGREEN CO	3,408.	3,408.	3,896.
100 SHS AGILENT TECH INC	6,595.	3,298.	4,143.
40 SHS APACHE CORP	4,867.	2,596.	4,769.
200 SHS BANK OF NEW YORK	4,661.	4,661.	3,775.
200 SHS DEAN FOOD CO	0.		
75 SH AON	3,245.	3,245.	3,451.
0 SHS GENZYME CORP	6,211.		
105 SH BARRICK GOLD CORP	2,075.	3,208.	5,584.
125 SHS PROCTER & GAMBLE	4,241.	4,241.	4,825.
125 SHS TEVA PHARMACEUTICALS	2,410.	2,410.	6,516.
150 SHS THERMO FISHER SCI, INC	4,653.	4,653.	8,304.
250 SHS ABB LTD	4,505.	4,505.	5,613.
75 SHS COGNIZANT TECHNOLOGY	4,045.	706.	1,832.
10 SH GOOGLE INC CL A	3,223.	3,223.	5,940.
10000 SHS GOLDMAN SACHS 5.625%	9,530.	9,530.	10,574.
0 SHS GOLDMAN SACHS GROUP INC	8,345.		
0 SH FINANCIAL SELECT	10,181.		

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
60 SHS NIKE CLASS B	5,271.	3,136.	5,125.
0 SHS TITANIUM METALS CORP	0.		
100 SHS TOTAL SA-SPON ADR	6,705.	6,705.	5,348.
125 SHS VALERO ENERY CORP	0.		
854 SHS VANGUARD SMALL-CAP	29,000.	23,744.	29,684.
250 SHS AKAMAI TECHNOLOGIES IN	0.		
100 SHS ALBEMARLE CORP	5,589.	3,594.	5,578.
20000 SHS AMER GEN FIN 5.85%	20,086.	20,086.	18,150.
25000 SHS AMERIPRISE FIN 5.65%	25,044.	25,045.	27,704.
225 SHS CISCO SYSTEMS INC	4,900.	4,900.	4,552.
175 SHS DISNEY	4,356.	2,904.	3,751.
200 SHS GENERAL ELECTRIC	0.		
300 SHS INTEL CORP	5,980.	5,980.	6,309.
30000 SHS LEHMAN BROTHERS HLD	30,206.	30,207.	3.
89 SHS NATIONAL OILWELL VARCO	8,455.	2,879.	5,985.
125 SHS NOVARTIS AD-ADR	7,056.	7,056.	7,369.
75 SHS PEABODY ENERGY CORP	4,103.	2,056.	4,799.
300 SHS PETSMART INC	4,722.	4,722.	7,964.
60 SHS SCHLUMBERGER LTD	7,686.	4,612.	5,010.
0 SHS TEREX CORP	7,033.		
200 SHS TRINITY INDUSTRIES INC	7,508.	5,460.	5,322.
225 SHS UTILITIES SELECT SPDR	3,617.	3,617.	3,917.
150 SHS VERIZON COMMUNICATIONS	5,306.	4,971.	5,367.
30000 SHS WACHOVIA CORP 4.875%	29,520.	29,520.	31,592.
0 SHS WEATHERFORD	3,338.		
95 SH GILEAD	4,302.	4,302.	3,443.
50 SH JACOBS ENGINEERING GROUP	2,050.	2,050.	2,293.
200 SH ALTRIA GROUP		3,978.	4,924.
210 SH CORNING GROUP		3,864.	4,057.

ATTACHMENT 8 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
90 SH EXXON MOBIL CORP		5,917.	6,581.
150 SH GENERAL MILLS		5,198.	5,339.
100 SH ILLINOIS TOOL WORKS		5,086.	5,340.
75 SH AUTOMATIC DATA(INSTINET)		3,107.	3,471.
125 SH JP MORGAN CHASE		5,115.	5,302.
150 SH STAPLES INC		3,400.	3,416.
30 SH TELEFONSO		1,933.	2,052.
125 WASTE MANAGEMENT		4,448.	4,609.
100 SH MERCK + CO		3,685.	3,604.
TOTALS	<u>388,560.</u>	<u>358,497.</u>	<u>386,064.</u>

EDWARDS CHARITABLE FOUNDATION

76-0502902

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

COMPENSATION

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

EXPENSE ACCT AND OTHER ALLOWANCES

GARY W. EDWARDS  
10000 MEMORIAL DRIVE  
SUITE 650  
HOUSTON, TX 77024

PRESIDENT/TREASURER  
1.00

0. 0. 0.

MARGARET L. EDWARDS  
10000 MEMORIAL DRIVE  
SUITE 650  
HOUSTON, TX 77024

1ST V.P./SECRETARY  
1.00

0. 0. 0.

DEBBIE L. HANCE  
10000 MEMORIAL DRIVE  
SUITE 650  
HOUSTON, TX 77024

2ND VICE PRESIDENT  
1.00

0. 0. 0.

CHRISTY L. HALL  
10000 MEMORIAL DRIVE  
SUITE 650  
HOUSTON, TX 77024

2ND VICE PRESIDENT  
1.00

0. 0. 0.

GRAND TOTALS

0. 0. 0.

## FORM 990FP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INVISIBLE CHILDREN, INC. 1620 5TH AVE, SUITE 400 SAN DIEGO, CA 92101	NONE NON-PROFIT	CHARITABLE GRANT	500.
NORTHWEST ASSISTANCE MINISTRIES/ PROGRAMS 1625 BLALOCK HOUSTON, TX 77080	NONE NON-PROFIT	BUILDING FUND	1,000.
HOUSTON READ COMMISSION 5330 GRIGGS ROAD #75 HOUSTON, TX 77021-3715	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000.
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN, SUITE 301 BOZEMAN, MT 59715	NONE NON-PROFIT	CHARITABLE GRANT	2,000.
PANDA PATH SCHOOL 8575 FITNER ROAD HOUSTON, TX 77080	NONE NON-PROFIT	EDUCATIONAL GRANT	500.
CHARLOTTE COUNTRY DAY SCHOOL 1440 CARMEL ROAD CHARLOTTE, NC 28226	NONE NON-PROFIT	EDUCATIONAL GRANT	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SPRING BRANCH FAMILY ATTN: RICARDO BARNES, EXECUTIVE DIRECTOR 8575 FITNER HOUSTON, TX 77080	NONE NON-PROFIT	CHARTIABLE GRANT	7,500.
JUNIOR ACHIEVEMENT OF TEXAS YOUTH - EXCHANGE CITY 2115 E. GOVERNOR'S CIRCLE HOUSTON, TX 77092	NONE NON-PROFIT	EDUCATIONAL GRANT	500.
COMMUNITIES N SCHOOLS OF CHARLOTTE-MECKLENBURG, INC 601 E. FIFTH ST, STE 300 CHARLOTTE, NC 28202	NONE NON-PROFIT	EDUCATIONAL GRANT	1,500.
MEMORIAL MIDDLE SCHOOL PTA 12550 VINDON HOUSTON, TX 77024	NONE NON-PROFIT	EDUCATIONAL GRANT	1,500.
INTERVARSITY CHRISTIAN FELLOWSHIP 6400 SCHROEDER ROAD MADISON, WI 53707-7895	NONE MPM-PROFIT	EDUCATIONAL GRANT	1,500.
LAURA BUSH FOUNDATION FOR CHARITABLE GIFTS 1201 15TH STREET NW SUITE 420 WASHINGTON, DC 20005	NONE	EDUCATIONAL GRANT	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MYERS PARK PRESBYTERIAN CHURCH 2501 OXFORD PLACE CHARLOTTE, NC 28207	NONE	EDUCATIONAL GRANT	1,000.
HIDDEN VALLEY ELEMENTARY SCHOOL 5100 SNOW WHITE LANE CHARLOTTE, NC 28213	NONE	EDUCATIONAL GRANT	500.
MEMORIAL HIGH SCHOOL PTA 935 ECHO LANE HOUSTON, TX 77024	NONE	EDUCATIONAL GRANT	500.

TOTAL CONTRIBUTIONS PAID 22,000.

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

**2010**

Department of the Treasury  
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust

EDWARDS CHARITABLE FOUNDATION

Employer identification number

76-0502902

**Note:** Form 5227 filers need to complete *only* Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	2,745.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	2,745.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	-5,598.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	-5,598.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	Net short-term gain or (loss)	<b>13</b>		2,745.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year	<b>14a</b>		-5,598.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	<b>14b</b>		
c	28% rate gain	<b>14c</b>		
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14a	<b>15</b>		-2,853.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

<b>Part IV Capital Loss Limitation</b>		<b>16</b>
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	( 2,853 )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	<b>19</b>		
<b>20</b>	Add lines 18 and 19	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20 If zero or less, enter -0-	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17 If zero or less, enter -0-	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23.	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-)	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15)			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			<b>31</b>
<b>32</b>	Add lines 30 and 31			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			<b>33</b>
<b>34</b>	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			<b>34</b>





# 2010 Tax Information Statement

Account Number: 610264012  
 Recipient's Tax ID Number: XX-XXX2902  
 Payer's Federal ID Number: 76-0040201

Recipient's Name and Address:  
 THE EDWARDS CHARITABLE FOUNDATION  
 C/O MR. AND MRS. GARY EDWARDS  
 7 WINNERS CIRCLE  
 HOUSTON, TX 77024

Corrected  2nd TIN notice

Payer's Name and Address:  
 AMERICO  
 10,000 MEMORIAL DRIVE, STE 650  
 HOUSTON, TX 77024

## 2010 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks, Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
<b>Short Term Sales Reported on 1099-B</b>								
25000.0000	31398AF49	FANNIE MAE 2.00% DUE 02/19/2013	02/03/2010	08/19/2010	25,000.00	25,000.00	0.00	0.00
15000.0000	3133XVG47	FEDERAL HOME LOAN BANK 2.00% DUE 11/09/2012	10/19/2009	02/09/2010	15,000.00	15,000.00	0.00	0.00
450.0000	81369Y605	FINANCIAL SELECT SECTOR SPDR FUND	VARIOUS	01/26/2010	6,444.95	5,416.20	1,028.75	0.00
500.0000	81369Y605	FINANCIAL SELECT SECTOR SPDR FUND	03/19/2009	02/17/2010	7,114.91	4,764.90	2,350.01	0.00
50.0000	61166W101	MONSANTO CO NEW	02/17/2010	10/22/2010	2,852.47	3,895.92	-1,043.45	0.00
1845.0180	922031406	VANGUARD SHORT TERM INVESTMENT GRADE FUND #39	02/17/2010	11/16/2010	20,000.00	19,704.79	295.21	0.00
1432.1360	922031406	VANGUARD SHORT TERM INVESTMENT GRADE FUND #39	02/17/2010	12/10/2010	15,409.78	15,295.21	114.57	0.00
<b>Total Short Term Sales Reported on 1099-B</b>					<b>91,822.11</b>	<b>89,077.02</b>	<b>2,745.09</b>	<b>0.00</b>
<b>Long Term 15% Sales Reported on 1099-B</b>								
25.0000	88579Y101	3M COMPANY	12/17/2004	12/10/2010	2,096.71	2,006.41	90.30	0.00
100.0000	00846U101	AGILENT TECHNOLOGIES INC	01/11/2006	08/25/2010	2,698.38	3,297.47	-599.09	0.00
50.0000	012653101	ALBEMARLE CORPORATION	02/12/2008	02/17/2010	1,880.50	1,995.28	-114.78	0.00
35.0000	037411105	APACHE CORP	11/01/2006	02/17/2010	3,615.12	2,271.15	1,343.97	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

# 2010 Tax Information Statement

Account Number: 610264012  
 Recipient's Tax ID Number: XX-XXX2902  
 Payer's Federal ID Number: 76-0040201

Recipient's Name and Address:  
 THE EDWARDS CHARITABLE FOUNDATION  
 C/O MR. AND MRS. GARY EDWARDS  
 7 WINNERS CIRCLE  
 HOUSTON, TX 77024

Corrected  2nd TIN notice

Payer's Name and Address:  
 AMERI CO  
 10,000 MEMORIAL DRIVE, STE 650  
 HOUSTON, TX 77024

Number of shares	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks, etc. Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
75.0000	192446102	COGNIZANT TECHNOLOGY SOLUTIONS	12/11/2007	02/17/2010	3,536.20	2,631.67	904.53	0.00
25.0000	192446102	COGNIZANT TECHNOLOGY SOLUTIONS	07/30/2008	08/25/2010	1,453.35	706.62	746.73	0.00
50.0000	254687106	DISNEY	01/24/2008	02/17/2010	1,539.98	1,452.04	87.94	0.00
10000.0000	3133XRWW7	FEDERAL HOME LOAN BANK 5.00% DUE 07/29/2013	07/22/2008	01/29/2010	10,000.00	10,000.00	0.00	0.00
36.0060	35906A108	FRONTIER COMMUNICATIONS CORP. *	07/17/2008	07/20/2010	264.66	335.05	-70.39	0.00
100.0000	372917104	GENZYME CORP	07/13/2006	02/17/2010	5,536.08	6,211.00	-674.92	0.00
40.0000	38141G104	GOLDMAN SACHS GROUP INC	VARIOUS	04/20/2010	6,443.32	8,344.58	-1,901.26	0.00
25.0000	500255104	KOHL'S CORPORATION	08/13/2004	02/17/2010	1,275.98	1,141.25	134.73	0.00
125.0000	501044101	KROGER COMPANY	01/08/2009	08/10/2010	2,767.01	3,129.85	-362.84	0.00
75.0000	637071101	NATIONAL OILWELL VARCO INC	07/13/2006	02/17/2010	3,308.96	5,575.50	-2,266.54	0.00
40.0000	654106103	NIKE INC, CLASS B	VARIOUS	02/17/2010	2,579.57	2,135.40	444.17	0.00
75.0000	704549104	PEABODY ENERGY CORPORATION	10/27/2008	02/17/2010	3,444.70	2,046.75	1,397.95	0.00
40.0000	806857108	SCHLUMBERGER, LTD.	02/01/2008	02/17/2010	2,609.57	3,074.40	-464.83	0.00
125.0000	880779103	TEREX CORP	01/30/2008	02/17/2010	2,509.38	7,033.39	-4,524.01	0.00
75.0000	896522109	TRINITY INDUSTRIES, INC.	01/30/2008	12/10/2010	1,848.71	2,047.75	-199.04	0.00
28.0120	922908876	VANGUARD SMALL-CAP IDX FD INST # 857	10/02/2007	01/29/2010	744.56	779.07	-34.51	0.00
160.9760	922908876	VANGUARD SMALL-CAP IDX FD INST # 857	10/02/2007	01/29/2010	4,278.74	4,477.09	-198.35	0.00

\* SPIN OFF FROM VERIZON 6.315% TAX BASIS OF VERIZON (Pg 26)

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APPLIED TO FRONTIER  
 ∴ 5306 x 6.315% = 335 (A)  
 VERIZON NEW BASIS: 5306 - 335 = \$4971

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Payer's Name and Address:  
 AMERI CO  
 10,000 MEMORIAL DRIVE, STE 650  
 HOUSTON, TX 77024

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217.5490	921909602	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND#113	12/29/2004	02/17/2010	3,000.00	2,719.36	280.64	0.00
200.0000	H27013103	WEATHERFORD INTL LTD	VARIOUS	01/21/2010	3,719.15	3,337.90	381.25	0.00
<b>Total Long Term 15% Sales Reported on 1099-B</b>					<b>71,150.63</b>	<b>76,748.98</b>	<b>-5,598.35</b>	<b>0.00</b>

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