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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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

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
H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

A Employer identification number
76-6024806

Number and street (or P O box number if mail is not delivered to street address) PO BOX 3928 | Room/suite

B Telephone number (see page 10 of the instructions)
(409) 880-1415

City or town, state, and ZIP code
BEAUMONT, TX 777043928

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,660,500

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 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)	500,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	42,548	42,547		
	4	Dividends and interest from securities	27,407	27,303		
	5a	Gross rents	19	19		
	b	Net rental income or (loss) 19				
	6a	Net gain or (loss) from sale of assets not on line 10	-479			
	b	Gross sales price for all assets on line 6a 508,437				
	7	Capital gain net income (from Part IV, line 2)		0		
	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 or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,347	1,344		
	12	**Total.** Add lines 1 through 11	570,842	71,213		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	35,635	35,635		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,000	2,000		0
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	1,602	1,602		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,122	2,122		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	41,359	41,359		0
	25	Contributions, gifts, grants paid	122,100			122,100
	26	**Total expenses and disbursements.** Add lines 24 and 25	163,459	41,359		122,100
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	407,383			
	b	**Net investment income** (if negative, enter -0-)		29,854		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (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	227,320	36,040	36,040
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 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			
10a	Investments—U S and state government obligations (attach schedule)	680,171	584,040	614,655
b	Investments—corporate stock (attach schedule)	867,344	1,103,515	1,440,365
c	Investments—corporate bonds (attach schedule)	205,257	526,287	540,277
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	678,313	817,349	1,023,355
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	7,909	5,808	5,808
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,666,314	3,073,039	3,660,500
Liabilities 17	Accounts payable and accrued expenses	658		
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	**Total liabilities** (add lines 17 through 22)	658	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,886,116	1,886,116	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	779,540	1,186,923	
30	**Total net assets or fund balances** (see page 17 of the instructions)	2,665,656	3,073,039	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,666,314	3,073,039	

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	2,665,656
2	Enter amount from Part I, line 27a	2	407,383
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,073,039
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,073,039

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	-479
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	107,000	2,691,724	0 039751
2008	163,603	3,021,252	0 054151
2007	172,000	3,490,728	0 049273
2006	165,000	3,307,885	0 049881
2005	164,720	3,237,751	0 050875

2	**Total** of line 1, column (d).	2	0 243931
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 048786
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	3,229,074
5	Multiply line 4 by line 3.	5	157,534
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	299
7	Add lines 5 and 6.	7	157,833
8	Enter qualifying distributions from Part XII, line 4.	8	122,100

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	597
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	0
3	Add lines 1 and 2			3	597
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	597
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	5,594		
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	5,594
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,997
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 4,997		**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?	1a		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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CAPITAL ONE NATIONAL ASSOCIATION Telephone no ▶(409) 880-1415

Located at ▶510 PARK BEAUMONT TX ZIP+4 ▶77701

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 ▶ | 15 | |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

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.

			Yes	No
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 ☑ 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 page 20 of the instructions)?	1b		
	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		No
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 ☑ 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? ☐ 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		
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)? **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** **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? **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
CAPITAL ONE PO BOX 3928 BEAUMONT, TX 777043928	TRUSTEE 20 00	35,635	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. ▶ 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 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 . . . . ▶		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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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	3,098,573
b	Average of monthly cash balances.	1b	131,680
c	Fair market value of all other assets (see page 24 of the instructions).	1c	47,995
d	**Total** (add lines 1a, b, and c).	1d	3,278,248
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	3,278,248
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	49,174
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,229,074
6	**Minimum investment return.** Enter 5% of line 5.	6	161,454

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	161,454
2a	Tax on investment income for 2010 from Part VI, line 5. 2a 597		
b	Income tax for 2010 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b.	2c	597
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	160,857
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	160,857
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	160,857

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	122,100
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	
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	122,100
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	122,100

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				160,857
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.				
b From 2006.				
c From 2007.				
d From 2008. 6,822				
e From 2009.				
f **Total** of lines 3a through e.	6,822			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 122,100				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2010 distributable amount.				122,100
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).)*	6,822			6,822
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 page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				31,935
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)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006.				
b Excess from 2007.				
c Excess from 2008.				
d Excess from 2009.				
e Excess from 2010.				

Part 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))

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

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

CAPITAL ONE NATIONAL ASSOCIATION
PO BOX 3928
BEAUMONT,TX 777043928
(409) 880-1415

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

NONE

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**				122,100
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					42,548
4 Dividends and interest from securities. . . .					27,407
5 Net rental income or (loss) from real estate					
a Debt-financed property.					19
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					1,347
8 Gain or (loss) from sales of assets other than inventory					-479
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		0	70,842

13 **Total.** Add line 12, columns (b), (d), and (e). 13 70,842

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
3-8	ALL AMOUNTS REPRESENT EARNINGS ON INVESTMENTS AND GAINS AND LOSSES ON THE SALE OF INVESTMENTS, WHICH PROVIDE FUNDS SOLELY FOR THE ACCOMPLISHMENT OF THE ORGANIZATION'S CHARITABLE PURPOSES

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

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

******	2011-05-11	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature PAUL W PARKER	Date	Check if self-employed ☐	PTIN
Firm's name COOK PARKER PLLC PO BOX 7343		Firm's EIN
Firm's address BEAUMONT, TX 777267343		Phone no (409) 899-1040

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491136004031

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

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2010

Name of organization
H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

Employer identification number
76-6024806

Organization type (check one)

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

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

General Rule—

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

Special Rules

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

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

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

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

Name of organization
H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

Employer identification number
76-6024806

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	KATE K DISHMAN ESTATE PO BOX 3928 BEAUMONT, TX 777043928	$ 500,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

Employer identification number
76-6024806

Part II **Noncash Property** (see Instructions)

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

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

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

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

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

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

Name of organization
H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

Employer identification number
76-6024806

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e)** and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 76-6024806
Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	HEMF MANAGEMENT, L L C	P		
B	HEMF MANAGEMENT, L L C	P		
C	95SH - ABBOTT LABS	P	2009-11-17	2010-02-12
D	135SH - AMGEN INC	P	2009-03-27	2010-08-31
E	35SH - AMGEN INC	P	2010-06-18	2010-08-31
F	125SH - BMC SOFTWARE INC	P	2009-11-17	2010-04-29
G	60SH - BERKSHIRE HATHAWAY INC DEL CL B NEW	P	2007-11-26	2010-06-18
H	35SH - BLACKROCK INC COM	P	2008-09-11	2010-06-15
I	15SH - BLACKROCK INC COM	P	2009-11-17	2010-06-15
J	285SH - CONOCOPHILLIPS COM	P	2009-04-08	2010-02-12
K	35SH - COSTCO WHOLESALE CORP COM	P	2008-06-27	2010-03-04
L	30SH - DEVON ENERGY CORP COM	P	2009-04-08	2010-06-18
M	180SH - DEVON ENERGY CORP COM	P	2009-04-08	2010-10-01
N	165SH - DISNEY WALT	P	2007-03-14	2010-03-04
O	90SH - EDISON INTERNATIONAL COMMON STOCK	P	2010-06-18	2010-09-29
P	185SH - EXELON CORPORATION COM	P	2007-11-26	2010-09-29
Q	55SH - EXELON CORPORATION COM	P	2010-06-18	2010-09-29
R	120SH - FPL GROUP INC	P	2007-11-26	2010-02-12
S	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-01-15
T	FEDERAL NATL MTG ASSN	P	2007-11-14	2010-01-12
U	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2006-11-29	2010-06-18
V	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2009-12-24	2010-06-18
W	20SH - GILEAD SCIENCES INC COM	P	2009-03-23	2010-04-29
X	10SH - INTUITIVE SURGICAL INC COM NEW	P	2008-04-24	2010-02-12
Y	10SH - INTUITIVE SURGICAL INC COM NEW	P	2009-03-23	2010-02-12
Z	175SH - JUNIPER NETWORKS INC COM	P	2008-06-27	2010-06-23
AA	110SH - JUNIPER NETWORKS INC COM	P	2010-06-18	2010-06-23
AB	35SH - LIFE TECHNOLOGIES CORP COM	P	2010-04-29	2010-06-18
AC	235SH - MCAFEE INC COM	P	2009-06-02	2010-04-29
AD	100SH - MONSANTO CO NEW COM	P	2007-11-26	2010-10-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	100SH - MONSANTO CO NEW COM	P	2009-11-17	2010-10-01
AF	35SH - NOBLE ENERGY INC COM	P	2009-11-17	2010-06-18
AG	190SH - NOVARTIS AG SPONSORED ADR	P	2007-10-05	2010-02-12
AH	395SH - PROGRESS ENERGY INC COM	P	2009-11-17	2010-02-12
AI	145SH - RESEARCH IN MOTION LTD COM	P	2007-12-06	2010-06-23
AJ	35SH - RESEARCH IN MOTION LTD COM	P	2010-06-18	2010-06-23
AK	55SH - SYBASE INC COM	P	2010-06-18	2010-06-23
AL	326SH - VERIZON COMMUNICATIONS	P	1986-01-03	2010-02-12
AM	5SH - VERIZON COMMUNICATIONS COM	P	2009-03-27	2010-02-12
AN	275SH - VODAFONE GROUP PLC NEW SPONSORED ADR NEW	P	2007-05-02	2010-09-29
AO	125SH - VODAFONE GROUP PLC NEW SPONSORED ADR NEW	P	2010-06-18	2010-09-29
AP	45SH - WALMART STORES INC	P	2007-11-26	2010-06-18
AQ	105SH - TRANSOCEAN LTD ZUG NAMEN AKT	P	2009-03-23	2010-03-04
AR	260SH - BMC SOFTWARE, INC	P	2009-06-02	2010-04-29
AS	30SH - BLACKROCK INC COM	P	2008-10-03	2010-06-15
AT	45SH - COSTCO WHOLESALE CORP COM	P	2007-11-26	2010-03-04
AU	455SH - EDISON INTERNATIONAL COMMON STOCK	P	2010-02-12	2010-09-29
AV	65SH - EXELON CORPORATION COM	P	2008-09-04	2010-09-29
AW	75SH - EXELON CORPORATION COM	P	2009-03-23	2010-09-29
AX	40SH - FPL GROUP INC	P	2008-06-27	2010-02-12
AY	35SH - FPL GROUP INC	P	2008-09-04	2010-02-12
AZ	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-02-15
BA	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-03-15
BB	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-04-15
BC	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-05-15
BD	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-06-15
BE	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-07-15
BF	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-08-15
BG	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-09-15
BH	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BI	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-11-15
BJ	FEDERAL HOME LN MTG CORP	P	2007-12-21	2010-12-15
BK	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2007-11-16	2010-06-18
BL	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2007-11-27	2010-06-18
BM	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2004-08-04	2010-06-18
BN	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2008-09-05	2010-06-18
BO	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2008-10-03	2010-06-18
BP	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2009-03-23	2010-06-18
BQ	FIDELITY ADVISOR MID CAP II FUND CLASS A	P	2010-02-08	2010-06-18
BR	100SH - GILEAD SCIENCES INC COM	P	2009-03-27	2010-04-29
BS	90SH - GILEAD SCIENCES INC COM	P	2005-10-20	2010-04-29
BT	5SH - INTUITIVE SURGICAL INC COM NEW	P	2008-06-27	2010-02-12
BU	10SH - JUNIPER NETWORKS INC COM	P	2008-10-03	2010-06-23
BV	5SH - JUNIPER NETWORKS INC COM	P	2009-03-27	2010-06-23
BW	195SH - JUNIPER NETWORKS INC COM	P	2006-07-27	2010-06-23
BX	120SH - LIFE TECHNOLOGIES CORP COM	P	2010-04-29	2010-09-29
BY	50SH - MONSANTO CO NEW COM	P	2010-06-18	2010-10-01
BZ	20SH - RESEARCH IN MOTION LTD COM	P	2008-10-03	2010-06-23
CA	215SH - SYBASE INC COM	P	2010-04-29	2010-06-23
CB	150SH - VODAFONE GROUP PLC NEW SPONSORED ADR NEW	P	2008-06-27	2010-09-29
CC	155SH - VODAFONE GROUP PLC NEW SPONSORED ADR NEW	P	2009-03-23	2010-09-29
CD	65SH - VODAFONE GROUP PLC NEW SPONSORED ADR NEW	P	2009-03-27	2010-09-29
CE	105SH - VODAFONE GROUP PLC NEW SPONSORED ADR NEW	P	2010-06-18	2010-09-29
CF	10SH - TRANSOCEAN LTD ZUG NAMEN AKT	P	2009-03-27	2010-03-04
CG	CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	148			148
B	1,248			1,248
C	5,116		5,077	39
D	6,950		7,097	-147
E	1,802		1,945	-143
F	5,011		4,892	119
G	4,782		5,437	-655
H	5,638		7,517	-1,879
I	2,416		3,566	-1,150
J	13,836		11,233	2,603
K	2,118		2,433	-315
L	2,090		1,417	673
M	11,736		8,497	3,239
N	5,352		5,463	-111
O	3,111		3,094	17
P	7,913		14,839	-6,926
Q	2,353		2,262	91
R	5,474		8,160	-2,686
S	7,327		7,379	-52
T	104,346		100,857	3,489
U	5,541		6,545	-1,004
V	388		361	27
W	813		921	-108
X	3,284		2,823	461
Y	3,285		969	2,316
Z	4,258		3,908	350
AA	2,676		2,815	-139
AB	1,807		1,945	-138
AC	9,363		9,126	237
AD	4,800		8,980	-4,180

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	4,800		7,724	-2,924
AF	2,303		2,350	-47
AG	10,168		10,345	-177
AH	14,733		15,164	-431
AI	8,599		15,072	-6,473
AJ	2,076		2,170	-94
AK	3,551		3,561	-10
AL	9,384		3,912	5,472
AM	144		152	-8
AN	6,905		7,966	-1,061
AO	3,139		2,666	473
AP	2,327		2,033	294
AQ	8,702		6,588	2,114
AR	10,423		9,174	1,249
AS	4,833		5,549	-716
AT	2,724		2,950	-226
AU	15,729		14,824	905
AV	2,780		4,607	-1,827
AW	3,208		3,368	-160
AX	1,825		2,542	-717
AY	1,597		1,981	-384
AZ	458		462	-4
BA	3,099		3,121	-22
BB	895		901	-6
BC	3,323		3,346	-23
BD	431		434	-3
BE	4,067		4,095	-28
BF	2,804		2,824	-20
BG	334		337	-3
BH	3,090		3,111	-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
BI	340		342	-2
BJ	324		326	-2
BK	10,978		11,756	-778
BL	8,027		8,360	-333
BM	61,777		61,618	159
BN	389		370	19
BO	1,311		1,040	271
BP	960		625	335
BQ	165		146	19
BR	4,065		4,514	-449
BS	3,658		2,029	1,629
BT	1,642		1,342	300
BU	243		192	51
BV	122		79	43
BW	4,745		2,651	2,094
BX	5,695		6,668	-973
BY	2,400		2,513	-113
BZ	1,186		1,268	-82
CA	13,882		9,332	4,550
CB	3,766		4,213	-447
CC	3,892		2,709	1,183
CD	1,632		1,086	546
CE	2,633		2,240	393
CF	829		610	219
CG	343			343

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	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				148
B				1,248
C				39
D				-147
E				-143
F				119
G				-655
H				-1,879
I				-1,150
J				2,603
K				-315
L				673
M				3,239
N				-111
O				17
P				-6,926
Q				91
R				-2,686
S				-52
T				3,489
U				-1,004
V				27
W				-108
X				461
Y				2,316
Z				350
AA				-139
AB				-138
AC				237
AD				-4,180

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
AE				-2,924
AF				-47
AG				-177
AH				-431
AI				-6,473
AJ				-94
AK				-10
AL				5,472
AM				-8
AN				-1,061
AO				473
AP				294
AQ				2,114
AR				1,249
AS				-716
AT				-226
AU				905
AV				-1,827
AW				-160
AX				-717
AY				-384
AZ				-4
BA				-22
BB				-6
BC				-23
BD				-3
BE				-28
BF				-20
BG				-3
BH				-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
BI				-2
BJ				-2
BK				-778
BL				-333
BM				159
BN				19
BO				271
BP				335
BQ				19
BR				-449
BS				1,629
BT				300
BU				51
BV				43
BW				2,094
BX				-973
BY				-113
BZ				-82
CA				4,550
CB				-447
CC				1,183
CD				546
CE				393
CF				219
CG				343

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*				
CITY OF BEAUMONT 1848 PINE STREET BEAUMONT,TX 77703	N/A	501(C)(3)	MOVING A RAILROAD DINING CAR TO THE LITERACY DEPOT	21,000
COMMUNITIES IN SCHOOLS 3120 FANNIN BEAUMONT,TX 77701	N/A	501(C)(3)	FUNDING OF THE CIS SUMMER CAMP PROGRAMS	12,500
HOTEL BEAUMONT 625 ORLEANS BEAUMONT,TX 77701	N/A	501(C)(3)	FUNDING FOR THE MEMORIAL GARDEN	20,000
JULIE ROGERS GIFT OF LIFE PROGRAM 765 PEARL STREET BEAUMONT,TX 77701	N/A	501(C)(3)	FOR EDUCATIONAL MATERIALS AND EQUIPMENT	2,000
JUNIOR ACHIEVEMENT 505 MILAM STREET SUITE 700 BEAUMONT,TX 77701	N/A	501(C)(3)	FUNDING FOR EDUCATION PROGRAMS	10,400
KVLU LAMAR UNIVERSITY 4400 MARTIN LUTHER KING PRWY BEAUMONT,TX 77710	N/A	501(C)(3)	FUNDING FOR DIGITAL COMPATIBILITY EQUIPMENT	11,200
SOME OTHER PLACE 590 CENTER BEAUMONT,TX 77701	N/A	501(C)(3)	FOR HURRICANE RITA EXPENSES	25,000
TEXAS ENERGY MUSEUM 600 MAIN STREET BEAUMONT,TX 77701	N/A	501(C)(3)	FUNDING FOR INFORMATION SCIENCE EDUCATION PROGRAMS	10,000
UNIVERSITY OF TEXAS MEDICAL BRANCH 950 WASHINGTON BOULEVARD BEAUMONT,TX 777052251	N/A	501(C)(3)	FUNDING FOR HEALTHCARE SERVICES	10,000
Total . . . . ▶ **3a**				122,100

TY 2010 Accounting Fees Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,000	2,000		0

TY 2010 Investments Corporate Bonds Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NUCOR CORP SENIOR	99,751	106,596
ORACLE CORP OZARK HLDG INC	104,853	112,428
GOLDMAN SACHS GROUP INC	107,274	110,119
JP MORGAN CHASE & CO SR NT	105,250	102,657
MORGAN STANLEY GLOBAL MEDIUM TERM	109,159	108,477

TY 2010 Investments Corporate Stock Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BOEING CO COM	21,879	24,146
CISCO SYS INC COM	17,270	16,184
EXXON MOBIL CORP COM	10,891	29,248
FEDEX CORP COM	16,765	22,322
GENERAL ELEC COM	11,157	21,491
INTERNATIONAL BUSINESS MACHS CORP	10,418	31,553
JOHNSON & JOHNSON COM	17,627	19,483
LOCKHEED MARTIN CORP COM	13,459	13,632
MEDTRONIC INC COM	13,652	11,869
PEPSICO INC COM	6,221	18,946
PROCTOR & GAMBLE CO COM	8,904	22,580
QUALCOMM INC COM	16,345	21,528
SCHLUMBERGER LTD COM	8,351	17,535
VERIZON COMMUNICATIONS INC COM	19,418	21,289
WAL MART STORES INC COM	10,845	12,943
YUM BRAND INC COM	12,368	21,582
APACHE CORP COM	13,416	22,654
APPLE COMPUTER INC COM	6,297	43,546
COCA COLA CO.	6,028	23,348
GILEAD SCIENCES INC COM	8,773	9,785
GOOGLE INC CL A	18,333	29,698
TARGET CORP COM	26,029	31,268
TEXAS INSTRS INC COM	20,825	31,850
BERKSHIRE HATHAWAY INC.	43,560	47,265
CSX CORP	8,151	14,860
CELGENE CORP	11,316	13,306
COSTCO WHOLESALE CORP	13,386	15,525
DISNEY WALT COMPANY	11,424	13,316
FREEPORT-MCMORAN COPPER & GOLD INC.	15,886	28,461
HONEYWELL INTERNATIONAL INC.	14,963	15,682

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NOVARTIS AG SPONSORED	16,641	22,696
PROLOGIS	12,682	9,603
STRYKER CORP	11,911	12,888
SYSCO CORP	12,458	11,760
US BANCORP DEL COM NEW	32,108	28,993
GENERAL MILLS INC COM	10,375	11,389
INTUITIVE SURGICAL INC COM NEW	4,642	9,021
JP MORGAN CHASE & CO COM	41,770	47,935
CHEVRON CORP NEW COM	18,868	22,812
FLUOR CORP NEW COM	16,596	17,890
FLOWSERVE CORP COM	12,955	16,095
BUNGE LIMITED COM	17,259	15,070
BOSTON PPTYS INC COM	12,874	12,054
CATERPILLAR INC COM	12,971	22,478
ABBOTT LABS COM	13,330	12,217
CVS CAREMARK CORP COM	11,628	13,213
CAMERON INTL CORP COM	13,259	16,741
GENZYME CORP COM	12,281	17,088
KIMBERLY CLARK CORP COM	12,900	12,608
MASTERCARD INC CL A	13,629	13,447
MORGAN STANLEY COM NEW	22,422	19,999
MOSAIC CO COM	12,789	21,763
NOBLE ENERGY INC COM	12,756	16,355
ORACLE CORP COM	15,253	25,353
TJX COS INC NEW COM	13,738	15,093
WELLS FARGO & CO NEW COM	31,715	34,709
AMERICAN TOWER CORP CL A	11,844	14,201
DOMINION RES INC VA NEW COM	18,942	18,370
DU PONT E I DE NEMOURS & CO COM	12,069	13,468
E M C CORP MASS COM	19,041	22,213

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENSCO PLC	13,657	16,815
F5 NETWORKS INC COM	12,147	21,476
GOLDMAN SACHS GROUP INC COM	24,584	30,269
NII HLDGS INC COM NEW	8,259	8,932
NEWS CORP CL A	12,265	12,958
NORTHEAST UTILITIES COM	16,309	17,375
OCCIDENTAL PETE CORP COM	17,406	21,091
SALESFORCE COM INC COM	11,996	17,160
SPECTRA ENERGY CORP COM	15,399	18,243
STARBUCKS CORP COM	11,839	14,619
TEVA PHARMACEUTICAL INDS LTD ADR	13,227	11,990
VMWARE INC CL A COM	17,347	22,227
WELLPOINT INC COM	13,417	12,793

TY 2010 Investments Government Obligations Schedule

Name:	H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST
EIN:	76-6024806
US Government Securities - End of Year Book Value:	584,040
US Government Securities - End of Year Fair Market Value:	614,655
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2010 Investments - Other Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HEMF MANAGEMENT LLC	AT COST	42,188	42,188
THORNBURG INTERNATIONAL VALUE FUND CLASS I	AT COST	281,612	363,274
MERIDIAN VALUE FUND	AT COST	181,434	218,779
ROYCE PENNSYLVANIA MUTUAL FUND	AT COST	114,120	145,751
VANGUARD SMALL CAP GROWTH INDX FUND #861	AT COST	73,360	100,954
JANUS ENTERPRISE FUND CLASS T	AT COST	124,635	152,409

TY 2010 Other Assets Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RECEIVABLE FROM COMMON TRUST FUND	1,386	214	214
EXCISE TAX DEPOSIT	6,523	5,594	5,594

TY 2010 Other Expenses Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OPERATING EXPENSE	53	53		0
OVERHEAD EXPENSE	20	20		0
PORTFOLIO EXPENSES	219	219		0
ADMINISTRATIVE EXPENSES	1,830	1,830		0

TY 2010 Other Income Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
HEMF MANAGEMENT, LLC	1,573	1,573	1,573
HEMF MANAGEMENT, LLC	3	0	3
HEMF MANAGEMENT, LLC	-279	-279	-279
HEMF MANAGEMENT, LLC	50	50	50

TY 2010 Taxes Schedule

Name: H E AND KATE DISHMAN CHARITABLE FOUNDATION TRUST

EIN: 76-6024806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SEVERANCE TAX	84	84		0
EXCISE TAX	929	929		0
FOREIGN TAXES PAID	589	589		0