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INTERNAL REVENUE SERVICE

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

OMB No 1545-0052

2010

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 05/01, 2010, and ending 04/30, 2011

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 **A Employer identification number**

F V HALL & MARYLOU HALL CHILDRENS CRISIS FUND

75-6260350

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite **B Telephone number (see page 10 of the instructions)**

BANK OF AMERICA, N.A. P.O. BOX 831041

(800) 357-7094

City or town, state, and ZIP code **C If exemption application is pending, check here** ☐

DALLAS, TX 75283-1041

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) **J Accounting method:** ☒ Cash ☐ Accrual ☐ Other (specify) _____

16) \$ 1,419,994. (Part I, column (d) must be on cash basis.)

D 1 Foreign organizations, check here ☐

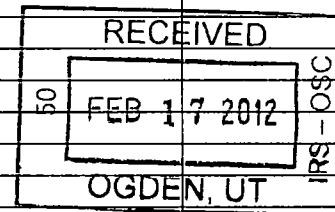
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	1,090.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	34,988.	34,988.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	11,715.			
b Gross sales price for all assets on line 6a	261,192.			
7 Capital gain net income (from Part IV, line 2)		11,715.		
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)	133.	3.		STMT 2
12 Total. Add lines 1 through 11	47,926.	46,706.		
13 Compensation of officers, directors, trustees, etc.	28,942.	7,525.		21,417.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	2,600.	NONE	NONE	2,600.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,196.	696.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	54.			54.
22 Printing and publications	157.			157.
23 Other expenses (attach schedule) STMT 5	61,166.			61,166.
24 Total operating and administrative expenses. Add lines 13 through 23	94,115.	8,221.	NONE	85,394.
25 Contributions, gifts, grants paid				
26 Total expenses and disbursements Add lines 24 and 25	94,115.	8,221.	NONE	85,394.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-46,189.			
b Net investment income (if negative, enter -0-)		38,485.		
c Adjusted net income (if negative, enter -0-)				



25NE-614

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	46,726.	35,987.	35,987.
	2 Savings and temporary cash investments	7,304.	43,790.	43,790.
	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			
	10 a Investments - U S and state government obligations (attach schedule)	302,397.	302,397.	321,138.
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	954,003.	880,013.	1,019,079.
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,310,430.	1,262,187.	1,419,994.	
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 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,310,430.	1,262,187.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			NONE	
30 Total net assets or fund balances (see page 17 of the instructions)	1,310,430.	1,262,187.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,310,430.	1,262,187.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,310,430.
2 Enter amount from Part I, line 27a	2	-46,189.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,264,241.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	2,054.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,262,187.

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 DETAIL					
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			(i) 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	11,715.	
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	75,273.	1,241,546.	0.06062844228
2008	101,638.	1,278,371.	0.07950587114
2007	146,257.	1,636,195.	0.08938848976
2006	115,520.	1,643,682.	0.07028123445
2005	25,393.	1,567,893.	0.01619562049
2 Total of line 1, column (d)			2 0.31599965812
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 0.06319993162
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,309,498.
5 Multiply line 4 by line 3			5 82,760.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 385.
7 Add lines 5 and 6			7 83,145.
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 85,394.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	385.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	385.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	385.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	772.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,772.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,387.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	388. Refunded	999.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) STMT 9		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ► NONE	13	X	
14	The books are in care of ► BANK OF AMERICA, N.A. Telephone no. ► (210) 270-5446 Located at ► 300 CONVENT ST, FL 8, SAN ANTONIO, TX ZIP + 4 ► 78205-3701			
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		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ►	16	Yes	No

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	X
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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** ☒

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
SEE STATEMENT 10		28,942.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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		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 NONE	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,288,537.
b	Average of monthly cash balances	1b	40,903.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,329,440.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,329,440.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	19,942.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,309,498.
6	Minimum investment return. Enter 5% of line 5	6	65,475.

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	65,475.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	385.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	385.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	65,090.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	65,090.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	65,090.

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	85,394.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	85,394.
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	385.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	85,009.

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				65,090.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years. 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	22,405.			
e From 2009	13,740.			
f Total of lines 3a through e	36,145.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>85,394.</u>				
a Applied to 2009, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				65,090.
e Remaining amount distributed out of corpus . .	20,304.			
5 Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	56,449.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				NONE
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)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	56,449.			
10 Analysis of line 9.				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	22,405.			
d Excess from 2009	13,740.			
e Excess from 2010	20,304.			

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

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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

NONE

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.

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2


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

SEE ATTACHED STATEMENT FOR LINE 2

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 <i>Paid during the year</i>				
Total			3a	
b <i>Approved for future payment</i>				
Total			3b	

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

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, this 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 of officer or trustee BANK OF AMERICA, N.A.		Date 2-7-12		Title TRUSTEE
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date
					Check <input type="checkbox"/> if self-employed
	Firm's name ▶ Firm's address ▶		Firm's EIN ▶ Phone no.		

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

Kind of Property		Description				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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				26.	
14,561.00		510.027 COLUMBIA ACORN INT'L SELECT FUND P PROPERTY TYPE: SECURITIES 9,303.00				05/13/2009 5,258.00	01/31/2011
6,124.00		521.613 COLUMBIA LARGE CAP VALUE FUND CL P PROPERTY TYPE: SECURITIES 4,616.00				10/31/2002 1,508.00	01/31/2011
2,739.00		229.384 COLUMBIA LARGE CAP VALUE FUND CL P PROPERTY TYPE: SECURITIES 2,030.00				10/31/2002 709.00	03/31/2011
26,245.00		1576.29 COLUMBIA MARSICO GROWTH FUND CLA P PROPERTY TYPE: SECURITIES 33,354.00				01/29/2008 -7,109.00	07/08/2010
30,813.00		1476.426 COLUMBIA MARSICO GROWTH FUND CL P PROPERTY TYPE: SECURITIES 31,241.00				01/29/2008 -428.00	01/31/2011
7,395.00		339.235 COLUMBIA MARSICO GROWTH FUND CLA P PROPERTY TYPE: SECURITIES 7,178.00				01/29/2008 217.00	03/31/2011
4,128.00		507.1 COLUMBIA HIGH INCOME FUND CLASS Z P PROPERTY TYPE: SECURITIES 4,549.00				02/16/2006 -421.00	01/31/2011
3,023.00		288.178 COLUMBIA SMALL CAP GROWTH FUND I P PROPERTY TYPE: SECURITIES 3,594.00				07/21/2003 -571.00	10/05/2010
4,227.00		402.994 COLUMBIA SMALL CAP GROWTH FUND I P PROPERTY TYPE: SECURITIES 4,965.00				09/28/2001 -738.00	10/05/2010
1,163.00		110.883 COLUMBIA SMALL CAP GROWTH FUND I P PROPERTY TYPE: SECURITIES 1,178.00				10/31/2002 -15.00	10/05/2010

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

Kind of Property		Description				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)	
833.00		68.623 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 729.00				104.00	01/31/2011
3,768.00		310.41 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 2,552.00				1,216.00	01/31/2011
2,869.00		212.8 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 1,749.00				1,120.00	03/31/2011
17,028.00		1407.246 COLUMBIA SMALL CAP VALUE FUND I PROPERTY TYPE: SECURITIES 12,778.00				4,250.00	10/05/2010
1,085.00		78.843 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 1,090.00				-5.00	01/31/2011
198.00		13.745 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 190.00				8.00	03/31/2011
39,164.00		3576.655 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 38,163.00				1,001.00	01/31/2011
37,081.00		3386.422 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 36,370.00				711.00	01/31/2011
12,563.00		532.102 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 13,473.00				-910.00	10/05/2010
19,043.00		705.543 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 17,864.00				1,179.00	01/31/2011
3,256.00		111.863 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 2,832.00				424.00	03/31/2011

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)	
4,403.00		346.128 COLUMBIA REAL ESTATE EQUITY FUND PROPERTY TYPE: SECURITIES 3,399.00				P	01/21/2010	01/31/2011 1,004.00
10,165.00		1069.982 OLD MUTUAL TS&W MID CAP VALUE F PROPERTY TYPE: SECURITIES 9,566.00				P	01/31/2011	03/31/2011 599.00
9,292.00		980.173 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 6,714.00				P	07/15/2009	01/31/2011 2,578.00
TOTAL GAIN(LOSS)							----- 11,715. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ARTIO GLOBAL HIGH INCOME FUND CL I	15.	15.
COLUMBIA ACORN INT'L SELECT FUND CLASS Z	515.	515.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	126.	126.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	1,923.	1,923.
COLUMBIA MARSICO GROWTH FUND CLASS Z SHA	112.	112.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	2,447.	2,447.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	1,704.	1,704.
COLUMBIA MARSICO INTERNATIONAL OPPORTUNI	910.	910.
COLUMBIA SMALL CAP VALUE FUND II CLASS Z	51.	51.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	289.	289.
COLUMBIA CORE BOND FUND CLASS Z SHARES	3,245.	3,245.
COLUMBIA INTERMEDIATE BOND FUND CLASS Z	1,757.	1,757.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	330.	330.
COLUMBIA BOND FUND CLASS Z SHARES	62.	62.
EATON VANCE LARGE-CAP VALUE FUND CL I	36.	36.
FEDERAL HOME LN MTG CORP NT	4,500.	4,500.
FEDERAL HOME LN MTG CORP MTN	4,500.	4,500.
FEDERAL NATL MTG ASSN 09/23/2002 4.375%	4,375.	4,375.
ISHARES MSCI EMERGING MKTS INDEX FUND	1,707.	1,707.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	398.	398.
MFS EMERGING MKTS DEBT FUND CL I	65.	65.
PIMCO COMMODITY REALRETURN STRATEGY FUND	5,885.	5,885.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	36.	36.
	-----	-----
TOTAL	34,988.	34,988.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND	130.	
INTEREST ON IRS REFUND	3.	3.
	-----	-----
TOTALS	133.	3.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
TAX PREPARATION FEE	2,600.			2,600.
	-----	-----	-----	-----
TOTALS	2,600.	NONE	NONE	2,600.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL EXCISE ESTIMATES	500.	
FOREIGN TAXES ON QUALIFIED FOR	668.	668.
FOREIGN TAXES ON NONQUALIFIED	28.	28.
	-----	-----
TOTALS	1,196.	696.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

CHARITABLE EXPENSES:

CHILDREN IN NEED
ASSISTANCE PAYMENTS
OFFICE EXPENSES
BANK EXP-CHECKS &
STOP PMT FEES

60,795.
248.
123.

60,795.
248.
123.

TOTALS

61,166.
=====

61,166.
=====

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FNMA BNCHMK NT 4.375% 09/15/12	100,880.	100,880.	105,341.
FHLMC NT 4.500% 01/15/13	101,400.	101,400.	106,643.
FHLMC MTN 4.500% 01/15/14	100,117.	100,117.	109,154.
TOTALS	302,397.	302,397.	321,138.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
DELAWARE EMERGING MKTS FD	C		77,682.	83,426.
COLUMBIA MULTI-ADVISOR INTL FD	C		23,981.	25,640.
COLUMBIA LARGE CAP VALUE FUND	C		113,917.	143,415.
COLUMBIA BOND FUND	C	120,563.	34,399.	35,396.
COLUMBIA INTERNAT'L VALUE FUND	C		52,505.	51,998.
COLUMBIA SMALL CAP GROWTH FUND	C		15,445.	26,663.
COLUMBIA MARSICO INT'L OPPORT	C		57,499.	51,335.
COLUMBIA INTERMEDIATE BOND FD	C		38,365.	39,709.
COLUMBIA MARSICO GROWTH FUND	C	226,587.	154,814.	164,398.
COLUMBIA MID CAP VALUE FUND	C	23,225.	21,944.	23,499.
COLUMBIA MID CAP GROWTH FUND	C	64,574.	30,404.	41,662.
COLUMBIA ACORN INTL SELECT FD	C	23,003.	13,700.	23,103.
COLUMBIA SMALL CAP VALUE FUND	C	22,687.	9,909.	16,927.
COLUMBIA INCOME OPPORTUNITIES	C		39,520.	36,321.
COLUMBIA REAL ESTATE EQUITY FD	C	12,776.	9,377.	13,159.
ISHARES MSCI EMERGING MKTS IND	C	79,065.	79,065.	113,000.
PIMCO COMMODITY REALRETURN FD	C	49,942.	43,228.	60,348.
ARTIO GLOBAL HIGH INCOME FUND	C		1,186.	1,206.
EATON VANCE LARGE CAP VALUE	C		11,947.	12,463.
JOHN HANCOCK FDS III	C		9,650.	9,900.
LAZARD FUNDS INC	C		23,564.	26,786.
MFS EMERGING MKTS DEBT FD	C		7,157.	7,286.
ROWE T PRICE INTL FDS INC	C		8,365.	8,837.
WESTCORE SMALL CAP VALUE FUND	C		2,390.	2,602.
COLUMBIA HIGH INCOME FUND	C	44,069.		
COLUMBIA CORE BOND FUND	C	108,932.		
		954,003.	880,013.	1,019,079.
TOTALS		=====	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

NET ROUNDING

3.

TIMING DIFFERENCE-DDA ACCT

2,051.

TOTAL

2,054.
=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

TX

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 121

SAN ANTONIO, TX 78291-0121

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 12,542.

OFFICER NAME:

MR. CRAIG PORTER

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76906-0163

TITLE:

BOARD CHAIRMAN

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MS. PAT ATTEBERRY

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76906-0163

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

DR. JERRY ROACH, DDS

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76906-0163

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

=====

OFFICER NAME:

DR. STEPHEN SEIFERT

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76906-0163

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MS. CRYSTAL KING

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76906-0163

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MRS. KAREN J DAVIS

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76909-0163

TITLE:

EXECUTIVE DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 16,400.

OFFICER NAME:

MRS. SUSAN ARMSTRONG

ADDRESS:

P.O. BOX 60163

SAN ANGELO, TX 76906-0163

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

28,942.

=====

RECIPIENT NAME:

MR. CRAIG PORTER, BOARD CHAIRMAN

ADDRESS:

317 W CONCHO

SAN ANGELO, TX 76903

FORM, INFORMATION AND MATERIALS:

APPLICATION FORM AVAILABLE FROM THE BOARD CONTACT NAMED ABOVE.

ADDITIONAL INFORMATION AND/OR A SCREENING INTERVIEW MAY ALSO BE
REQUIRED AFTER THE INITIAL APPLICATION.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE FOUNDATION MAKES GRANTS TO ASSIST INFANTS & CHILDREN UNDER 12
YEARS OF AGE THAT MEET THE FOLLOWING CRITERIA: (1) CHILDREN MUST HAVE
BEEN BORN AS RESIDENTS OF TOM GREEN COUNTY, TEXAS OR HAVE BEEN A

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RESIDENT FOR MORE THAN 12 CONSECUTIVE MONTHS, AND (2) THE PARENTS OR
LEGAL GUARDIANS MUST HAVE NO FINANCIAL RESOURCES AVAILABLE TO SATISFY
THE PARTICULAR CRITICAL WANT OR NEED OF THE CHILDREN.