



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



# 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

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

06/01, 2010, and ending

05/31, 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

HELEN GERTRUDE SPARKS CHARITABLE TRUST

A Employer identification number

75-6167997

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

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

City or town, state, and ZIP code

DALLAS, TX 75283-1041

B Telephone number (see page 10 of the instructions)

(800) 357-7094

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) ► \$ 644,256. J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here . . . . . ►

D 1 Foreign organizations, check here . . . . . ►   
 2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ►

E If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . ►

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
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 . . . . .		13,213.	13,213.		STMT 1
5a Gross rents . . . . .					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10		5,176.			
b Gross sales price for all assets on line 6a	215,070.				
7 Capital gain net income (from Part IV, line 2) . . . . .			5,176.		
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) . . . . .	3,022.	3,022.			STMT 2
12 Total. Add lines 1 through 11 . . . . .	21,411.	21,411.			
13 Compensation of officers, directors, trustees, etc . . . . .	7,637.	3,487.			4,150.
14 Other employee salaries and wages . . . . .					
15 Pension plans, employee benefits . . . . .					
16a Legal fees (attach schedule) . . . . .					
b Accounting fees (attach schedule) STMT 3 . . . . .	1,250.	NONE	NONE		1,250.
c Other professional fees (attach schedule) . . . . .					
17 Interest . . . . .					
18 Taxes (attach schedule) (see page 44 of the instructions) . . . . .	259.	159.			
19 Depreciation (attach schedule) and depletion . . . . .					
20 Occupancy . . . . .					
21 Travel, conferences, and meetings . . . . .					
22 Printing and publications . . . . .					
23 Other expenses (attach schedule) STMT 5 . . . . .	328.	328.			
24 Total operating and administrative expenses . . . . .					
Add lines 13 through 23 . . . . .	9,474.	3,974.	NONE		5,400.
25 Contributions, gifts, grants paid . . . . .	25,000.				25,000.
26 Total expenses and disbursements. Add lines 24 and 25 . . . . .	34,474.	3,974.	NONE		30,400.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements . . . . .	-13,063.				
b Net investment income (if negative, enter -0-) . . . . .		17,437.			
c Adjusted net income (if negative, enter -0-) . . . . .					

For Paperwork Reduction Act Notice, see page 30 of the instructions.

001410 1000

FL1232 2680 09/09/2011 17:27:24

JSA

Form 990-PF (2010)

6 -

POSTMARK DATE OCT 13 2011

SCANNED OCT 26 2011

<b>Part II Balance Sheets</b>		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	
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .				
	2 Savings and temporary cash investments . . . . .	12,618.	13,172.	13,172.	
	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) . . . . .				
	b Investments - corporate stock (attach schedule) . . . . .				
	c Investments - corporate bonds (attach schedule) . . . . .				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans . . . . .				
13 Investments - other (attach schedule) . . . . .	STMT 6.	546,663.	533,040.	616,608.	
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation ►					
15 Other assets (describe ►) . . . . .	STMT 7.)	1.	1.	14,476.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		559,282.	546,213.	644,256.	
<b>Liabilities</b>	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) . . . . .				
	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 . . . . .		559,282.	546,213.		
28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .					
29 Retained earnings, accumulated income, endowment, or other funds . . . . .					
30 Total net assets or fund balances (see page 17 of the instructions) . . . . .		559,282.	546,213.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .		559,282.	546,213.		
<b>Net Assets or Fund Balances</b>					

**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	559,282.
2 Enter amount from Part I, line 27a . . . . .	2	-13,063.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	21.
4 Add lines 1, 2, and 3 . . . . .	4	546,240.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	5	27.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	546,213.

Form 990-PF (2010)

**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)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>		<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
<b>(i) F.M V. as of 12/31/69</b>		<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>	<b>(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>	
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>		<b>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</b>		<b>2</b>	<b>5,176.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>					
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. . . . .				<b>3</b>	

**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	44,836.	550,450.	0.08145335634
2008	35,923.	522,013.	0.06881629385
2007	36,113.	723,183.	0.04993618489
2006	34,941.	717,537.	0.04869574670
2005	31,405.	689,356.	0.04555701263

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>0.29445859441</b>
<b>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</b>	<b>3</b>	<b>0.05889171888</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>	<b>4</b>	<b>586,780.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>34,556.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>174.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>34,730.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>30,400.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	1	349.
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
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	349.
3 Add lines 1 and 2 . . . . .		
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0) . . . . .		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0) . . . . .		
6 Credits/Payments:		
a 2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a	192.
b Exempt foreign organizations-tax withheld at source . . . . .		
c Tax paid with application for extension of time to file (Form 8868) . . . . .		
d Backup withholding erroneously withheld . . . . .		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	192.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	157.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ►		
	Refunded ►	11

**Part VII-A Statements Regarding Activities**

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	Yes	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	X	
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c Did the foundation file Form 1120-POL for this year? . . . . .	1c	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? . . . . .	2	X	
<i>If "Yes," attach a detailed description of the activities</i>			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	3	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5	X	
<i>If "Yes," attach the statement required by General Instruction T.</i>			
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	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i> . . . . .	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 10			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> . . . . .	8b	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)? <i>If "Yes," complete Part XIV</i> . . . . .	9	X	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	10	X	

**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 ► <u>NONE</u>	13	X
14	The books are in care of ► <u>BANK OF AMERICA, N.A.</u> Telephone no. ► <u>(817) 390-6028</u> Located at ► <u>500 W 7TH ST, FL 15, FORT WORTH, TX</u> ZIP + 4 ► <u>76102-4700</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u>	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 X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
<b>1a</b>	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>b</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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
<b>c</b>	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
<b>2</b>	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)).		
<b>a</b>	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>b</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
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
<b>3a</b>	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>b</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	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? . . . . .	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		5b	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>			

**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 11		7,637.	-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**

Form 990-PF (2010)

**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
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</b>

**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 . . . . . ►**

Form 990-PF (2010)

**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	582,175.
b Average of monthly cash balances . . . . .	1b	NONE
c Fair market value of all other assets (see page 25 of the instructions) . . . . .	1c	13,541.
d Total (add lines 1a, b, and c) . . . . .	1d	595,716.
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	595,716.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) . . . . .	4	8,936.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	5	586,780.
6 Minimum investment return. Enter 5% of line 5 . . . . .	6	29,339.

**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	29,339.
2a Tax on investment income for 2010 from Part VI, line 5 . . . . .	2a	349.
b Income tax for 2010. (This does not include the tax from Part VI.) . . . . .	2b	
c Add lines 2a and 2b . . . . .	2c	349.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	28,990.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	NONE
5 Add lines 3 and 4 . . . . .	5	28,990.
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	28,990.

**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	30,400.
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	30,400.
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	N/A
6 Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .	6	30,400.

**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 . . . . .				28,990.
2 Undistributed income, if any, as of the end of 2010:			3,365.	
a Enter amount for 2009 only . . . . .				
b Total for prior years: 20 08 , 20 , 20 . . . . .		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 . . . . .	NONE			
b From 2006 . . . . .	NONE			
c From 2007 . . . . .	NONE			
d From 2008 . . . . .	NONE			
e From 2009 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 30,400.			3,365.	
a Applied to 2009, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2010 distributable amount . . . . .				27,035.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2010 . . . . . <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	NONE			
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 . . . . .				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011. . . . .				1,955.
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 . . . . .	NONE			
10 Analysis of line 9.				
a Excess from 2006 . . . . .	NONE			
b Excess from 2007 . . . . .	NONE			
c Excess from 2008 . . . . .	NONE			
d Excess from 2009 . . . . .	NONE			
e Excess from 2010 . . . . .	NONE			

**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	<table border="1"> <thead> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2010</th> <th>(b) 2009</th> <th>(c) 2008</th> <th>(d) 2007</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				Tax year	Prior 3 years			(e) Total	(a) 2010	(b) 2009	(c) 2008	(d) 2007																									
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)(ii) . . . . .																																					
(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	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
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE STATEMENT 13				
<b>Total</b>				► 3a 25,000.
<b>b Approved for future payment</b>				
<b>Total</b>				► 3b

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue:						
a						
b						
c						
d						
e						
f						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities . . . . .				14	13,213.	
<b>5</b> Net rental income or (loss) from real estate:						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	5,176.	
<b>9</b> Net income or (loss) from special events . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue. a						
b				15	3,022.	
c						
d						
e						
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . . .					21,411.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e)					13	21,411

13 Total. Add line 12, columns (b), (d), and (e) . . . . .  
(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

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

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

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

<b>b</b> If "Yes," complete the following schedule		
<b>(a) Name of organization</b>	<b>(b) Type of organization</b>	<b>(c) Description of relationship</b>

**Sign** \_\_\_\_\_ 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

Sign Here  belief it is true, correct, and complete. Dec 10, 2010  
Mary Frost

19-9-11

**TRUSTEE**

Date

Signature of officer or trustee <b>BANK OF AMERICA, N.A.</b>		Date	Title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	PTIN
	Firm's name ►		Firm's EIN ►	
	Firm's address ►		Phone no.	

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

**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)	
800.00		69.085 COLUMBIA MARSICO INT'L OPPORTUNIT				P 03/19/2007		11/17/2010
		PROPERTY TYPE: SECURITIES					800.00	
9,125.00		879.923 COLUMBIA SMALL CAP GROWTH FUND I				P 06/14/2001		10/19/2010
		PROPERTY TYPE: SECURITIES					-3,889.00	
2,542.00		245.098 COLUMBIA SMALL CAP GROWTH FUND I				P 08/17/2007		10/19/2010
		PROPERTY TYPE: SECURITIES					-958.00	
2,197.00		211.864 COLUMBIA SMALL CAP GROWTH FUND I				P 02/01/2008		10/19/2010
		PROPERTY TYPE: SECURITIES					-303.00	
3,920.00		378.038 COLUMBIA SMALL CAP GROWTH FUND I				P 08/07/2002		10/19/2010
		PROPERTY TYPE: SECURITIES					-280.00	
2,892.00		239.234 COLUMBIA MID CAP VALUE FUND CLAS				P 08/17/2007		10/19/2010
		PROPERTY TYPE: SECURITIES					-608.00	
2,179.00		180.245 COLUMBIA MID CAP VALUE FUND CLAS				P 02/01/2008		10/19/2010
		PROPERTY TYPE: SECURITIES					-321.00	
11,857.00		980.728 COLUMBIA MID CAP VALUE FUND CLAS				P 04/30/2002		10/19/2010
		PROPERTY TYPE: SECURITIES					961.00	
3,036.00		251.092 COLUMBIA MID CAP VALUE FUND CLAS				P 08/07/2002		10/19/2010
		PROPERTY TYPE: SECURITIES					736.00	
400.00		9.227 COLUMBIA SMALL CAP VALUE I FUND CL				P 10/19/2010		11/17/2010
		PROPERTY TYPE: SECURITIES					389.00	
3,065.00		131.086 COLUMBIA MID CAP GROWTH FUND CLA				P 08/17/2007		10/19/2010
		PROPERTY TYPE: SECURITIES					3,500.00	
							-435.00	

**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)	
6,320.00		270.324 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 6,927.00				P 06/14/2001	10/19/2010	
5,148.00		220.19 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 4,300.00				P 10/30/2001	10/19/2010	
7,153.00		305.961 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 4,300.00				P 08/07/2002	10/19/2010	
400.00		14.159 COLUMBIA SMALL CAP GROWTH I FUND PROPERTY TYPE: SECURITIES 382.00				P 10/19/2010	11/17/2010	
400.00		24.676 COLUMBIA SELECT SMALL CAP FUND CL PROPERTY TYPE: SECURITIES 371.00				P 10/19/2010	11/17/2010	
7,000.00		594.732 COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 6,768.00				P 10/19/2010	11/17/2010	
15,000.00		1063.076 COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 12,098.00				P 10/19/2010	05/12/2011	
4,600.00		269.637 EATON VANCE LARGE-CAP VALUE FUND PROPERTY TYPE: SECURITIES 4,457.00				P 02/23/2010	11/17/2010	
3,400.00		57.076 HARBOR INTERNATIONAL FUND INSTL C PROPERTY TYPE: SECURITIES 3,805.00				P 06/23/2008	10/20/2010	
800.00		13.685 HARBOR INTERNATIONAL FUND INSTL C PROPERTY TYPE: SECURITIES 912.00				P 06/23/2008	11/17/2010	
1,593.00		35. ISHARES MSCI EMERGING MKTS INDEX FUN PROPERTY TYPE: SECURITIES 1,607.00				P 06/23/2008	11/17/2010	

**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)	
19,897.00		931.966 LAZARD FUNDS INC EMERGING MKTS P PROPERTY TYPE: SECURITIES 20,000.00				P 10/20/2010	05/13/2011	
700.00		84.643 OLD MUTUAL TS&W MID CAP VALUE FUN PROPERTY TYPE: SECURITIES 704.00				P 10/20/2010	11/17/2010	
17,686.00		1838.434 OLD MUTUAL TS&W MID CAP VALUE F PROPERTY TYPE: SECURITIES 15,296.00				P 10/20/2010	05/13/2011	
23,000.00		1965.812 PIMCO TOTAL RETURN FUND INSTL PROPERTY TYPE: SECURITIES 21,545.00				P 02/23/2010	10/20/2010	
4,000.00		347.222 PIMCO TOTAL RETURN FUND INSTL PROPERTY TYPE: SECURITIES 3,806.00				P 02/23/2010	11/17/2010	
1,000.00		118.765 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 950.00				P 02/23/2010	11/17/2010	
200.00		18.904 PIMCO DEVELOPING LOCAL MKTS FUND PROPERTY TYPE: SECURITIES 188.00				P 02/23/2010	11/17/2010	
200.00		19.724 ROWE T PRICE INTL FUNDS INC INTL PROPERTY TYPE: SECURITIES 191.00				P 02/23/2010	11/17/2010	
TOTAL GAIN(LOSS) .....							5,176.	
							=====	

## 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	997.	997.
COLUMBIA ACORN FUND CLASS Z SHARES	13.	13.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	203.	203.
COLUMBIA LARGE CAP CORE FUND CLASS Z SHA	39.	39.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	195.	195.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	349.	349.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	191.	191.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	122.	122.
EATON VANCE LARGE-CAP VALUE FUND CL I	1,440.	1,440.
HARBOR INTERNATIONAL FUND INSTL CL	306.	306.
ISHARES MSCI EMERGING MKTS INDEX FUND	286.	286.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	260.	260.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	90.	90.
OLD MUTUAL T&W MID CAP VALUE FUND CL I	103.	103.
PIMCO TOTAL RETURN FUND INSTL	6,138.	6,138.
PIMCO COMMODITY REALRETURN STRATEGY FUND	2,170.	2,170.
PIMCO DEVELOPING LOCAL MKTS FUND INSTL	100.	100.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	211.	211.
<b>TOTAL</b>	<b>13,213.</b>	<b>13,213.</b>

## FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GROSS O&G ROYALTY INCOME	3,022.	3,022.
TOTALS	3,022.	3,022.

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	1,250.			1,250.
TOTALS	1,250.	NONE		NONE

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE ESTIMATES FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	100. 150. 9. ----- TOTALS	150. 9. ----- 159. =====

## FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
O&G ROYALTY EXPENSES:		
PRODUCTION TAXES	142.	142.
AD VALOREM TAXES	163.	163.
LEASE OPERATING	23.	23.
TOTALS	328.	328.

## HELEN GERTRUEDE SPARKS CHARITABLE TRUST

75-6167997

## FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ARTIO GLOBAL HIGH INCOME FUND	C	10,000.	9,519.	9,856.
PIMCO TOTAL RETURN FUND	C	111,000.	100,649.	101,471.
PIMCO COMMODITY REALRETURN	C	20,000.	19,050.	23,098.
PIMCO DEVELOPING MKTS FUND	C	5,000.	4,806.	5,348.
ROWE T PRICE INTL FUND	C	5,000.	4,809.	5,152.
COLUMBIA ACORN INTL FUND	C	8,500.	8,118.	8,530.
COLUMBIA LARGE CAP CORE FUND	C	23,582.		
COLUMBIA INTL VALUE FUND	C	28,680.		
COLUMBIA MARSICO INTL OPP FUND	C	22,000.	22,900.	19,002.
COLUMBIA SMALL CAP GROWTH I	C	23,214.	7,918.	10,570.
COLUMBIA MID CAP VALUE FUND	C	19,196.		
COLUMBIA MID CAP GROWTH FUND	C	19,027.		
COLUMBIA SELECT LARGE CAP GROWTH	C	105,000.	123,134.	173,202.
EATON VANCE LARGE-CAP VALUE	C	105,000.	100,543.	115,810.
HARBOR INTERNATIONAL FUND	C	25,000.	20,282.	19,942.
ISHARES MSCI EMERGING MKTS	C	16,464.	14,857.	17,713.
COLUMBIA ACORN FUND	C	24,436.	29,361.	
COLUMBIA SMALL CAP VALUE I FD	C	9,611.	11,254.	
COLUMBIA SELECT SMALL CAP FUND	C	7,929.	9,581.	
DELAWARE EMERGING MKTS FUND	C	25,000.	25,510.	
JOHN HANCOCK FDS III	C	17,500.	17,640.	
NATIXIS FDS TR IV AEW REAL	C	11,979.	13,568.	
TOTALS		546,663.	533,040.	616,608.

FL1232 2680 09/09/2011 17:27:24

28

STATEMENT 6

## HELEN GERTRUD SPARKS CHARITABLE TRUST

75-6167997

## FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
O&G ROYALTY ASSET	1.	1.	14,476.
TOTALS	1.	1.	14,476.

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
NET ROUNDING DIFFERENCE	21.
ROC ADJUSTMENT - 2010	-----
TOTAL	21.

STATEMENT 8

## FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ROC ADJUSTMENT - 2009	27.
TOTAL	27.

STATEMENT 9

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

TX

STATEMENT 10

HELEN GERTRUDE SPARKS CHARITABLE TRUST

75-6167997

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 1479  
FORT WORTH, TX 76101-1479

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION .....

7,637.

=====

TOTAL COMPENSATION:

7,637.

STATEMENT 11

HELEN GERTRUDE SPARKS CHARITABLE TRUST  
FORM 990PF, PART XV - LINES 2a - 2d

75-6167997

=====

RECIPIENT NAME:

MARK J. SMITH - C/O BANK OF AMERICA

ADDRESS:

P.O BOX 1479

FORT WORTH, TX 76101-1479

RECIPIENT'S PHONE NUMBER: 817-390-6028

FORM, INFORMATION AND MATERIALS:

A BRIEF DESCRIPTION OF THE PROGRAM OF PROJECT

THE AMOUNT REQUESTED

COPIES OF IRS DOCUMENTS REGARDING EXEMPTION STATUS

SUBMISSION DEADLINES:

MAY 31

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE HANDICAPPED, ELDERLY OR ORPHANED, EDUCATION, OR THE ARTS.

STATEMENT 12

HELEN GERTRUDE SPARKS CHARITABLE TRUST

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

75-6167997

=====

RECIPIENT NAME:

CARTER BLOODCARE

ADDRESS:

2205 HIGHWAY 121

BEDFORD, TX 76021-5950

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR HIGH SCHOOL POPULATION HEALTH INITIATIVE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:

MEALS ON WHEELS INC. OF

TARRANT COUNTY

ADDRESS:

320 SOUTH FWY

FORT WORTH, TX 76104-3525

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT THE HOME-DELIVERED MEALS PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 10,000.

TOTAL GRANTS PAID:

25,000.

=====

STATEMENT 13