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 OCT 1, 2010 **, and ending** SEP 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
ANNA W. THORNTON & ALEXANDER P. THORNTON
CHARITABLE TRUST R77776004 / 8336946600

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O JPMORGAN CHASE BANK,NA;PO BOX 3038

City or town, state, and ZIP code
MILWAUKEE, WI 53201

A Employer identification number
75-6496915

B Telephone number
(414) 977-1210

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,884,257.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	671.	671.		STATEMENT 1
4	Dividends and interest from securities	56,749.	56,736.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	65,305.			
b	Gross sales price for all assets on line 6a 943,205.				
7	Capital gain net income (from Part IV, line 2)		65,305.		
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)				
11	Other income	36.	36.		STATEMENT 3
12	**Total.** Add lines 1 through 11	122,761.	122,748.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	23,820.	17,865.		5,955.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 4	825.	0.		825.
c	Other professional fees				
17	Interest				
18	Taxes STMT 5	1,292.	226.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	**Total operating and administrative expenses.** Add lines 13 through 23	25,937.	18,091.		6,780.
25	Contributions, gifts, grants paid	93,400.			93,400.
26	**Total expenses and disbursements.** Add lines 24 and 25	119,337.	18,091.		100,180.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	3,424.			
b	**Net investment income** (if negative, enter -0-)		104,657.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

	Line	Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing		42,758.	915.	915.
	2	Savings and temporary cash investments		78,332.	25,062.	25,062.
	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				
	7	Other notes and loans receivable ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations		76,269.		
	b	Investments - corporate stock	STMT 7	928,648.	1,051,273.	1,030,228.
	c	Investments - corporate bonds	STMT 8	737,297.	789,887.	828,052.
	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers)		1,863,304.	1,867,137.	1,884,257.
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				
	22	Other liabilities (describe ▶)				
	23	**Total liabilities** (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.**	▶ ☐			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	▶ ☒			
	27	Capital stock, trust principal, or current funds		1,863,304.	1,867,137.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30	**Total net assets or fund balances**		1,863,304.	1,867,137.	
	31	**Total liabilities and net assets/fund balances**		1,863,304.	1,867,137.	

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	1,863,304.
2	Enter amount from Part I, line 27a	2	3,424.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	411.
4	Add lines 1, 2, and 3	4	1,867,139.
5	Decreases not included in line 2 (itemize) ▶ ADJUSTMENT - MISC	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,867,137.

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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	PUBLICLY TRADED SECURITIES			
b	CAPITAL GAINS DIVIDENDS			
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	941,517.		877,900.	63,617.
b	1,688.			1,688.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				63,617.
b				1,688.
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 65,305.

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) If (loss), enter -0- in Part I, line 8 } 3 N/A

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 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	92,303.	1,966,178.	.046945
2008	111,258.	1,835,359.	.060619
2007	103,380.	2,333,529.	.044302
2006	125,771.	2,429,132.	.051776
2005	114,060.	2,341,784.	.048706

2	Total of line 1, column (d)	2	.252348
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	.050470
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,855,215.
5	Multiply line 4 by line 3	5	93,633.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,047.
7	Add lines 5 and 6	7	94,680.
8	Enter qualifying distributions from Part XII, line 4	8	100,180.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,047.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,047.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,047.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 800.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	800.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	247.√
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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 instructions)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK, NA Telephone no ▶817-884-4165

Located at ▶420 THROCKMORTON, FORT WORTH, TX ZIP+4 ▶76102

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 N/A

		Yes	No
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 instructions)? N/A **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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870.

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

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

(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
JPMORGAN CHASE BANK, N.A. P.O. BOX 3038 MILWAUKEE, WI 53201	TRUSTEE 2.00	23,820.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0.
2	
All other program-related investments See instructions 3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see 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	1,806,954.
b	Average of monthly cash balances	1b	76,513.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,883,467.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,883,467.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,252.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,855,215.
6	**Minimum investment return.** Enter 5% of line 5	6	92,761.

Part XI Distributable Amount (see 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	92,761.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,047.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,047.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	91,714.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	91,714.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	91,714.

Part XII Qualifying Distributions (see 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	100,180.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	100,180.
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	5	1,047.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	99,133.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				91,714.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			88,631.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 100,180.				
a Applied to 2009, but not more than line 2a			88,631.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				11,549.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				80,165.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Form **990-PF** (2010)

023581
12-07-10

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

JPMORGAN CHASE BANK, NA; ATTN: KONNIE DARROW, (817) 884-4772
420 THROCKMORTON, FLOOR 3, FORT WORTH, TX 76102

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

NONE

c Any submission deadlines

NONE

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

ORGANIZATIONS PROVIDING WOMEN'S AND CHILDREN'S SERVICES IN TARRANT COUNTY RECEIVE FIRST PRIORITY.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	93,400.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	671.	
4 Dividends and interest from securities			14	56,749.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	36.	
8 Gain or (loss) from sales of assets other than inventory			18	65,305.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		122,761.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 122,761.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

▶ 2/6/12 ▶ AUTH OFFICER

Signature of officer or trustee AUTHORIZED OFFICER Date Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

023622
04-26-11

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET FUNDS	671.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	671.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST	58,424.	1,688.	56,736.
MUNICIPAL INCOME	13.	0.	13.
TOTAL TO FM 990-PF, PART I, LN 4	58,437.	1,688.	56,749.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ACCRETION	36.	36.	
TOTAL TO FORM 990-PF, PART I, LINE 11	36.	36.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	825.	0.		825.
TO FORM 990-PF, PG 1, LN 16B	825.	0.		825.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	226.	226.		0.
EXCISE TAXES PAID	266.	0.		0.
ESTIMATED TAXES PAID	800.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,292.	226.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
ADJUSTMENT - RETURN OF CAPITAL	410.
MUTUAL FUND TIMING DIFFERENCE	1.
TOTAL TO FORM 990-PF, PART III, LINE 3	411.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES - 49 SHS	2,265.	2,506.
AMAZON COM INC - 30 SHS	3,588.	6,487.
AMERICAN EXPRESS CO - 25 SHS	1,059.	1,123.
ANADARKO PETROLEUM CORP - 20 SHS	1,477.	1,261.
APPLE INC. - 36 SHS	4,195.	13,728.
AUTOZONE INC - 7 SHS	2,012.	2,234.
CVS CAREMARK CORPORATION - 97 SHS	1,681.	2,418.
CAMPBELL SOUP COMPANY - 60 SHS	2,146.	1,942.
CAPITAL ONE FINANCIAL CORP - 13 SHS	549.	515.
CARDINAL HEALTH INC - 75 SHS	2,270.	3,141.
CELGENE CORPORATION - 45 SHS	2,226.	2,786.
CISCO SYSTEMS INC - 201 SHS	2,501.	3,503.
CITRIX SYSTEMS INC - 0 SHS	1,039.	982.
COLGATE PALMOLIVE CO - 40 SHS	3,242.	3,547.
E I DU PONT DE NEMOURS & CO - 150 SHS	4,695.	5,036.
E M C CORP MASS - 85 SHS	1,726.	1,784.
EMERSON ELECTRIC CO - 45 SHS	2,402.	1,859.
FREEPORT-MCMORAN COPPER & GOLD INC CL B - 57 SHS	627.	1,279.
GENERAL ELECTRIC CO - 135 SHS	2,196.	2,055.
GENERAL MILLS INC - 55 SHS	1,520.	2,117.

HOME DEPOT INC - 0 SHS	1,689.	1,644.
HUMANA INC - 24 SHS	1,712.	1,746.
JOHNSON & JOHNSON - 70 SHS	4,372.	4,458.
JOHNSON CONTROLS INC - 150 SHS	3,089.	3,956.
KELLOGG CO - 15 SHS	729.	798.
THE ESTEE LAUDER COMPANIES INC CL A - 8 SHS	806.	703.
LENNAR CORP - 0 SHS	552.	542.
LOWES COMPANIES INC - 155 SHS	3,819.	3,481.
MICROSOFT CORP - 376 SHS	6,496.	9,359.
MORGAN STANLEY - 78 SHS	1,350.	1,054.
NIKE INC B - 30 SHS	1,853.	2,565.
NORFOLK SOUTHERN CORP - 110 SHS	4,458.	6,712.
NOVELLUS SYSTEMS INC - 20 SHS	682.	545.
OCCIDENTAL PETROLEUM CORP - 58 SHS	3,543.	4,147.
ORACLE CORP - 155 SHS	3,388.	4,455.
PACCAR INC - 80 SHS	2,874.	2,706.
PFIZER INC - 296 SHS	4,116.	5,233.
PIONEER NATURAL RESOURCES CO - 8 SHS	595.	526.
PROCTER & GAMBLE CO - 85 SHS	4,678.	5,370.
PUBLIC SERVICE ENTERPRISE GROUP - 30 SHS	955.	1,001.
QUALCOMM INC - 69 SHS	2,823.	3,793.
ST JUDE MEDICAL INC - 25 SHS	1,238.	905.
SCHLUMBERGER LTD - 76 SHS	6,344.	4,539.
SOUTHWESTERN ENERGY CO - 21 SHS	829.	700.
SPRINT NEXTEL CORP - 365 SHS	969.	730.
UNITED TECHNOLOGIES CORP - 75 SHS	4,055.	5,277.
WILLIAMS COMPANIES INC - 93 SHS	2,811.	2,264.
XILINX CORP - 57 SHS	1,630.	1,564.
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A - 49 SHS	2,599.	3,072.
SEMPRA ENERGY - 20 SHS	1,048.	1,030.
WELLS FARGO & CO - 249 SHS	5,674.	6,006.
BANK OF AMERICA CORP - 261 SHS	3,973.	1,597.
GOLDMAN SACHS GROUP INC - 25 SHS	2,237.	2,364.
BLACKROCK U.S. OPPORTUNITIES PORTFOLIO - 1151.14 SHS	40,186.	38,966.
DEVON ENERGY CORP - 14 SHS	896.	776.
EOG RESOURCES INC - 21 SHS	1,391.	1,491.
HONEYWELL INTERNATIONAL INC - 62 SHS	2,560.	2,722.
TARGET CORP - 40 SHS	1,894.	1,962.
UNITEDHEALTH GROUP INC - 55 SHS	2,313.	2,537.
VERIZON COMMUNICATIONS INC - 135 SHS	5,051.	4,968.
COACH INC - 40 SHS	668.	1,037.
FLUOR CORP - 0 SHS	0.	0.
GLOBAL PAYMENTS INC - 25 SHS	1,221.	1,010.
US BANCORP DEL - 85 SHS	2,290.	2,001.
YUM BRANDS INC - 80 SHS	2,759.	3,951.
ARTISAN INTL VALUE FUND - INV - 1883.53 SHS	49,235.	44,150.
CENTERPOINT ENERGY INC - 150 SHS	2,466.	2,943.
COMCAST CORP CL A - 70 SHS	1,724.	1,987.
CARNIVAL CORPORATION - 68 SHS	2,239.	2,060.
ARBITRAGE FUNDS - I CL I - 1505.11 SHS	19,657.	19,837.
JPM LARGE CAP GROWTH FD - SEL FUND 3118 - 1929.61 SHS	43,050.	37,936.

JPM US REAL ESTATE FD - SEL FUND 3037 - 988.822 SHS	14,684.	14,051.
JPM INTREPID VALUE FD - SEL FUND 1136 - 1720.84 SHS	43,090.	34,623.
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 - 4081.3 SHS	35,023.	37,507.
JPM INTL VALUE FD - SEL FUND 1296 - 2238.07 SHS	29,274.	24,753.
JPM EM MKTS 3 FD - SEL FUND 1235 - 1632.92 SHS	24,739.	31,091.
JPM ASIA 3 FD - SEL FUND 1134 - 1164.18 SHS	30,026.	32,015.
VANGUARD MSCI EMERGING MARKETS ETF - 974 SHS	41,603.	34,898.
AT&T INC - 108 SHS	3,748.	3,080.
CBS CORP CLASS B W/I - 117 SHS	3,312.	2,384.
CAMERON INTERNATIONAL CORPORATION - 22 SHS	1,153.	914.
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND - 8564 SHS	70,553.	59,691.
SPECTRA ENERGY CORPORATION W/I - 40 SHS	970.	981.
EATON VANCE MUT FDS TR GLOBAL MACRO - I - 1962.38 SHS	20,369.	19,310.
INVESCO LTD - 75 SHS	1,413.	1,163.
GATEWAY FUND - Y - 775.586 SHS	20,088.	19,490.
NETAPP INC - 25 SHS	891.	848.
SPDR GOLD TRUST - 161 SHS	19,956.	25,448.
ACE LTD NEW - 40 SHS	2,018.	2,424.
ARTIO INTERNATIONAL 3 II - I - 2038.54 SHS	22,745.	19,590.
TYCO INTERNATIONAL LTD - 60 SHS	2,227.	2,445.
TIME WARNER INC NEW - 173 SHS	4,082.	5,185.
MERCK AND CO INC - 205 SHS	6,759.	6,704.
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL - 2832.11 SHS	40,190.	52,309.
NEXTERA ENERGY INC - 35 SHS	1,738.	1,891.
DB BREN ASIA BASKET 11/2/11 INITIAL LEVEL-10/15/10 - 20000 SHS	19,800.	17,596.
MATTHEWS PACIFIC TIGER INSTL FUND - 1784.9 SHS	38,130.	35,823.
JPM TR I MIDCAP CORE - SEL - 1399.24 SHS	20,093.	19,771.
HSBC REN SPX 2/15/12 INITIAL LEVEL-1/28/11 - 30000 SHS	29,700.	26,532.
BARC BREN EAFE 2/23/12 INITIAL LEVEL-2/4/11 - 20000 SHS	19,800.	16,798.
CS BREN EAFE 3/14/12 INITIAL LEVEL-02/25/11 - 20000 SHS	19,800.	15,614.
TE CONNECTIVITY LTD - 25 SHS	861.	704.
SG CONT BUFF EQ SPX 3/21/12 INITIAL LEVEL-3/4/11 - 30000 SHS	29,700.	25,422.
COVIDIEN PLC NEW - 62 SHS	2,424.	2,734.
GS BREN EAFE 4/10/12 INITIAL LEVEL-3/25/11 - 20000 SHS	19,800.	17,018.
CITIGROUP INC NEW - 83 SHS	3,073.	2,126.
SG CONT BUFF EQ SPX INITIAL LEVEL-05/13/11 - 35000 SHS	34,650.	28,812.
HSBC CONT BUFF EQ SPX 06/27/12 INITIAL LEVEL-06/10/11 - 30000 SHS	29,700.	26,475.
HOLLYFRONTIER CORPORATION - 18 SHS	0.	0.
BROADCOM CORP CL A - 50 SHS	1,695.	1,665.
JUNIPER NETWORKS INC - 110 SHS	2,178.	1,899.

EXXON MOBIL CORP - 91 SHS	2,016.	6,609.
METLIFE INC - 95 SHS	4,257.	3,361.
DENDREON CORP - 40 SHS	1,408.	360.
MONSANTO CO - 22 SHS	1,578.	1,321.
KRAFT FOODS INC CLASS A - 111 SHS	3,832.	3,727.
PRUDENTIAL FINANCIAL INC - 53 SHS	1,924.	2,484.
CONOCOPHILLIPS - 81 SHS	3,846.	5,129.
BIOGEN IDEC INC - 28 SHS	1,427.	2,608.
VERIFONE SYSTEMS, INC. - 20 SHS	1,043.	700.
BAIDU INC SPONS ADR - 15 SHS	1,013.	1,176.
INTERCONTINENTAL EXCHANGE INC - 6 SHS	669.	710.
TD AMERITRADE HOLDING CORPORATION - 79 SHS	1,222.	1,162.
MASTERCARD INC - CLASS A - 6 SHS	1,097.	1,903.
GENERAL MOTORS CO - 85 SHS	2,884.	1,715.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,051,273.	1,030,228.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EATON VANCE MUT FDS TR FLT RT CL I - 11544.16 SHS	98,933.	99,972.
JPM HIGH YIELD FD - SEL FUND 3580 7.26% - 10277.47 SHS	81,401.	76,978.
RIDGEWORTH FDS SEIX FLRT HI I - 9411.03 SHS	79,147.	79,900.
DREYFUS/LAUREL FDS TR PRM EMRGN MK I - 2903.85 SHS	39,768.	38,795.
JPM STR INC OPP FD FUND 3844 3.05% - 5228.36 SHS	52,307.	59,133.
JPM INTL CURRENCY INCOME FD 1.36% - 1815.17 SHS	19,150.	20,039.
JPM TR I INFL MANAGED BD - SEL 2.19% - 5610.59 SHS	59,360.	58,911.
DB 95% PPN FX BASKET 2/1/13 , UNCAPPED 7/29/11 - 15000 SHS	14,833.	14,229.
BARC 93% PPN CURRENCY BASKET 9/13/13 ,UNCAPPED 9/9/11 - 15000 SHS	14,790.	14,177.
U S A NOTES 4 1/2% NOV 15 2015 DTD 11/15/2005 - 40000 SHS	37,845.	46,134.
U S A NOTES 5 1/8% MAY 15 2016 DTD 5/15/2006 - 25000 SHS	25,979.	29,842.
FANNIE MAE NOTES 5% FEB 13 2017 DTD 1/12/2007 - 15000 SHS	14,371.	17,768.
U S A NOTES 4 1/2% MAY 15 2017 DTD 5/15/2007 - 20000 SHS	20,526.	23,711.
U S A NOTES 3 3/8% NOV 15 2019 DTD 11/16/2009 - 15000 SHS	14,636.	17,011.
U S A NOTES 3 5/8% MAY 15 2013 DTD 5/15/2003 - 40000 SHS	41,692.	42,159.
FANNIE MAE NOTES 4 5/8% OCT 15 2013 DTD 9/26/2003 - 40000 SHS	40,504.	43,360.

U S A NOTES 4% FEB 15 2014 DTD 2/17/2004 - 10000 SHS	9,873.	10,858.
FREDDIE MAC NOTES 5% JUL 15 2014 DTD 7/16/2004 - 10000 SHS	10,121.	11,244.
U S A NOTES 4.125% MAY 15 2015 DTD 5/15/2005 - 15000 SHS	14,689.	16,897.
FANNIE MAE 5 3/8% JUL 15 2016 DTD 6/15/2006 - 10000 SHS	10,184.	11,940.
FEDERAL HOME LOAN BANK NOTES 5 1/2% AUG 13 2014 DTD 06/22/2007 - 10000 SHS	11,557.	11,375.
FANNIE MAE NOTES 4 3/4% NOV 19 2012 DTD 10/18/2007 - 5000 SHS	5,461.	5,249.
FHLB 5% NOV 17 2017 DTD 10/19/2007 - 10000 SHS	10,157.	12,040.
U S A NOTES 3 5/8% FEB 15 2021 DTD 02/15/2011 - 35000 SHS	36,992.	40,433.
U S A NOTES 4 1/8% AUG 31 2012 DTD 08/31/2007 - 25000 SHS	25,611.	25,897.
TOTAL TO FORM 990-PF, PART II, LINE 10C	789,887.	828,052.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CENTRAL TEXAS CONFERENCE 2750 W. LOWDEN FORT WORTH, TX 76109	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
FORT WORTH COUNTRY DAY SCHOOL 4200 COUNTRY DAY LANE FORT WORTH, TX 76109	NONE PROGRAM SUPPORT	PUBLIC CHARITY	2,500.
JEWEL CHARITY BALL 600 BAILEY AVE FORT WORTH, TX 76107	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
PLANNED PARENTHOOD OF DALLAS & NORTH TEXAS INC 7424 GREENVILLE AVENUE, SUITE 206 DALLAS, TX 75231	NONE PROGRAM SUPPORT	PUBLIC CHARITY	18,900.
SOUTHWESTERN DIABETIC FOUNDATION INC P.O. BOX 918 GAINESVILLE, TX 76241	NONE PROGRAM SUPPORT	PUBLIC CHARITY	14,500.
TEXAS HEALTH HARRIS METHODIST FOUNDATION 6100 WESTERN PLACE, SUITE 1001 FORT WORTH, TX 76107	NONE PROGRAM SUPPORT	PUBLIC CHARITY	7,500.
WHAT ABOUT REMEMBERING ME CENTER 809 LIPSCOMB STREET FORT WORTH, TX 76104	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
YMCA OF ARLINGTON 2200 S. DAVIS DR. ARLINGTON, TX 76013	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			93,400.