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Form **990**Department of the Treasury  
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

**2008**Open to Public  
Inspection**A** For the 2008 calendar year, or tax year beginning **OCT 1, 2008** and ending **SEP 30, 2009****B** Check if applicable

- ☐ Address change  
☐ Name change  
☒ Initial return  
☐ Termination  
☐ Amended return  
☐ Application pending

Please use IRS label or print or type  
See Specific Instructions**C** Name of organization**CAPITOL LAKES FOUNDATION**

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address) Room/suite

**1200 MIRA MAR AVE**

City or town, state or country, and ZIP + 4

**MEDFORD, OR 97504****F** Name and address of principal officer **RICK MAZZA****1200 MIRA MAR AVE., MEDFORD, OR 97504****D** Employer identification number**38-3781089****E** Telephone number**(541) 857-7616****G** Gross receipts \$**6,240.****H(a)** Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** Are all affiliates included? ☐ Yes ☐ No  
If "No," attach a list (see instructions)**H(c)** Group exemption number ▶**I** Tax-exempt status ☒ 501(c) ( 3 ) ◀ (insert no ) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ **WWW.RETIREMENT.ORG****K** Type of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L** Year of formation: **2008** **M** State of legal domicile: **WI****Part I Summary**

| Activities & Governance |                                                                                                                                                                               | Revenue           |  | Expenses     |  | Net Assets or Fund Balances |  |
|-------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|--|--------------|--|-----------------------------|--|
| 1                       | Briefly describe the organization's mission or most significant activities <b>ACQUIRE, HOLD, AND DISTRIBUTE GIFTS TO CAPITOL LAKES, AN ORGANIZATION EXEMPT FROM TAX UNDER</b> |                   |  |              |  |                             |  |
| 2                       | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets                                            |                   |  |              |  |                             |  |
| 3                       | Number of voting members of the governing body (Part VI, line 1a)                                                                                                             | 3                 |  | 6            |  |                             |  |
| 4                       | Number of independent voting members of the governing body (Part VI, line 1b)                                                                                                 | 4                 |  | 6            |  |                             |  |
| 5                       | Total number of employees (Part V, line 2a)                                                                                                                                   | 5                 |  | 0            |  |                             |  |
| 6                       | Total number of volunteers (estimate if necessary)                                                                                                                            | 6                 |  | 0            |  |                             |  |
| 7a                      | Total gross unrelated business revenue from Part VIII, line 12, column (C)                                                                                                    | 7a                |  | 0.           |  |                             |  |
| 7b                      | Net unrelated business taxable income from Form 990-T, line 34                                                                                                                | 7b                |  | 0.           |  |                             |  |
| 8                       | Contributions and grants (Part VIII, line 1h)                                                                                                                                 | Prior Year        |  | Current Year |  |                             |  |
| 9                       | Program service revenue (Part VIII, line 2g)                                                                                                                                  |                   |  | 6,240.       |  |                             |  |
| 10                      | Investment income (Part VIII, column (A), lines 3, 4, and 7d)                                                                                                                 |                   |  |              |  |                             |  |
| 11                      | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11a)                                                                                                      |                   |  |              |  |                             |  |
| 12                      | Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)                                                                                            |                   |  | 6,240.       |  |                             |  |
| 13                      | Grants and similar amounts paid (Part IX, column (A), lines 1-3)                                                                                                              |                   |  |              |  |                             |  |
| 14                      | Benefits paid to or for members (Part IX, column (A), line 4)                                                                                                                 |                   |  |              |  |                             |  |
| 15                      | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)                                                                                             |                   |  |              |  |                             |  |
| 16a                     | Professional fundraising fees (Part IX, column (A), line 11e)                                                                                                                 |                   |  |              |  |                             |  |
| 16b                     | Total fundraising expenses (Part IX, column (D), line 25) ▶                                                                                                                   |                   |  |              |  |                             |  |
| 17                      | Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)                                                                                                                  |                   |  | 367.         |  |                             |  |
| 18                      | Total expenses - Add lines 13-17 (must equal Part IX, column (A), line 25)                                                                                                    |                   |  | 367.         |  |                             |  |
| 19                      | Revenue less expenses - Subtract line 18 from line 12                                                                                                                         |                   |  | 5,873.       |  |                             |  |
| 20                      | Total assets (Part X, line 16)                                                                                                                                                | Beginning of Year |  | End of Year  |  |                             |  |
| 21                      | Total liabilities (Part X, line 26)                                                                                                                                           |                   |  | 6,198.       |  |                             |  |
| 22                      | Net assets or fund balances. Subtract line 21 from line 20                                                                                                                    |                   |  | 325.         |  |                             |  |
|                         |                                                                                                                                                                               |                   |  | 5,873.       |  |                             |  |

**Part II Signature Block**

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer

Date

**6/14/10****RICK MAZZA, CAO**

Type or print name and title

Paid Preparer's Use Only

Preparer's signature

Date

Check if self-employed ☐

Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4

EIN ▶

Phone no. ▶

May the IRS discuss this return with the preparer shown above? (see instructions)

☐ Yes ☐ No

832001 12-18-08

LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2008)**SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION**

**Part III** Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission:

**ACQUIRE, HOLD, AND DISTRIBUTE GIFTS TO CAPITOL LAKES, AN ORGANIZATION EXEMPT FROM TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE**

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

If "Yes", describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If "Yes", describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code. ) (Expenses \$ 292. including grants of \$ ) (Revenue \$ )  
**GRANTS AND ALLOCATIONS / OUTLAYS ACCORDING TO DONORS' SPECIFIC REQUESTS**

4b (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4c (Code. ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4d Other program services (Describe in Schedule O )

(Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses ► \$ 292. (Must equal Part IX, Line 25, column (B).)

**Part IV Checklist of Required Schedules**

|                                                                                                                                                                                                                                                                                                   | Yes | No |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)?<br><i>If "Yes," complete Schedule A</i>                                                                                                                                                     | X   |    |
| 2 Is the organization required to complete Schedule B, Schedule of Contributors?                                                                                                                                                                                                                  |     | X  |
| 3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>                                                                                                     |     | X  |
| 4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>                                                                                                                                                       |     | X  |
| 5 <b>Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.</b> Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>                                                                             |     |    |
| 6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>                                                        |     | X  |
| 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>                                                                           |     | X  |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>                                                                                                                                        |     | X  |
| 9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>                                      |     | X  |
| 10 Did the organization hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>                                                                                                                                                                         |     | X  |
| 11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25?<br><i>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>                                                                                                                             |     | X  |
| 12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>                                                                       |     | X  |
| 13 Is the organization a school as described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>                                                                                                                                                                                    |     | X  |
| 14a Did the organization maintain an office, employees, or agents outside of the U S ?                                                                                                                                                                                                            |     | X  |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U S ? <i>If "Yes," complete Schedule F, Part I</i>                                                                           |     | X  |
| 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>                                                                           |     | X  |
| 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>                                                                               |     | X  |
| 17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? <i>If "Yes," complete Schedule G, Part I</i>                                                                                                                                                                  |     | X  |
| 18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>                                                                                                                                                              |     | X  |
| 19 Did the organization report more than \$15,000 on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>                                                                                                                                                                           |     | X  |
| 20 Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>                                                                                                                                                                                                       |     | X  |
| 21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>                                                                                                                                                             |     | X  |
| 22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>                                                                                                                                                            |     | X  |
| 23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? <i>If "Yes," complete Schedule J</i>                                                                                                                                                                           |     | X  |
| 24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K</i><br><i>If "No," go to question 25</i> |     | X  |
| b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?                                                                                                                                                                                               |     |    |
| c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?                                                                                                                                                      |     |    |
| d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?                                                                                                                                                                                         |     |    |
| 25a <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>                                                                                   |     | X  |
| b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? <i>If "Yes," complete Schedule L, Part I</i>                                                                                                               |     | X  |
| 26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>                                                  |     | X  |
| 27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>                                                              |     | X  |

**Part IV Checklist of Required Schedules** (continued)

|                                                                                                                                                                                                                                                                                                                                                           | Yes      | No       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|
| <b>28</b> During the tax year, did any person who is a current or former officer, director, trustee, or key employee:                                                                                                                                                                                                                                     |          |          |
| <b>a</b> Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? <i>If "Yes," complete Schedule L, Part IV</i> |          | <b>X</b> |
| <b>b</b> Have a family member who had a direct or indirect business relationship with the organization?<br><i>If "Yes," complete Schedule L, Part IV</i>                                                                                                                                                                                                  |          | <b>X</b> |
| <b>c</b> Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? <i>If "Yes," complete Schedule L, Part IV</i>                                                                                                                       |          | <b>X</b> |
| <b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>                                                                                                                                                                                                                                 |          | <b>X</b> |
| <b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>                                                                                                                                                                 |          | <b>X</b> |
| <b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations?<br><i>If "Yes," complete Schedule N, Part I</i>                                                                                                                                                                                                                    |          | <b>X</b> |
| <b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>                                                                                                                                                                                                     |          | <b>X</b> |
| <b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>                                                                                                                                                     |          | <b>X</b> |
| <b>34</b> Was the organization related to any tax-exempt or taxable entity?<br><i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>                                                                                                                                                                                                     | <b>X</b> |          |
| <b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)?<br><i>If "Yes," complete Schedule R, Part V, line 2</i>                                                                                                                                                                                               |          | <b>X</b> |
| <b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization?<br><i>If "Yes," complete Schedule R, Part V, line 2</i>                                                                                                                                                       |          | <b>X</b> |
| <b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>                                                                                                            |          | <b>X</b> |

Form 990 (2008)

## Form 990 (2008)

**Part VI Governance, Management, and Disclosure** (Sections A, B, and C request information about policies not required by the Internal Revenue Code)**Section A. Governing Body and Management**

|                                                                                                                                                                                                                       | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.                                       |     |    |
| 1a Enter the number of voting members of the governing body                                                                                                                                                           | 6   |    |
| 1b Enter the number of voting members that are independent                                                                                                                                                            | 6   |    |
| 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?                                               |     | X  |
| 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? |     | X  |
| 4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?                                                                                               |     | X  |
| 5 Did the organization become aware during the year of a material diversion of the organization's assets?                                                                                                             |     | X  |
| 6 Does the organization have members or stockholders?                                                                                                                                                                 |     | X  |
| 7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?                                                                                        |     | X  |
| 7b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?                                                                                                            |     | X  |
| 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:                                                                                   |     |    |
| a The governing body?                                                                                                                                                                                                 | X   |    |
| b Each committee with authority to act on behalf of the governing body?                                                                                                                                               | X   |    |
| 9a Does the organization have local chapters, branches, or affiliates?                                                                                                                                                |     | X  |
| b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?  |     |    |
| 10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990      | X   |    |
| 11 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O     |     | X  |

**Section B. Policies**

|                                                                                                                                                                                                                                                                                                  | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 12a Does the organization have a written conflict of interest policy? If "No," go to line 13                                                                                                                                                                                                     | X   |    |
| b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?                                                                                                                                                              | X   |    |
| c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done                                                                                                                                             | X   |    |
| 13 Does the organization have a written whistleblower policy?                                                                                                                                                                                                                                    | X   |    |
| 14 Does the organization have a written document retention and destruction policy?                                                                                                                                                                                                               | X   |    |
| 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision:                                                                          |     |    |
| a The organization's CEO, Executive Director, or top management official?                                                                                                                                                                                                                        |     | X  |
| b Other officers or key employees of the organization?                                                                                                                                                                                                                                           |     | X  |
| Describe the process in Schedule O (see instructions)                                                                                                                                                                                                                                            |     |    |
| 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?                                                                                                                                        |     | X  |
| b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? |     |    |
| 16b                                                                                                                                                                                                                                                                                              |     |    |

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed **WI**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.  
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **►**  
**CAPITOL LAKES FOUNDATION - (541) 857-7616**  
**1200 MIRA MAR AVE, MEDFORD, OR 97504**



|                 |                                                                                                                      |
|-----------------|----------------------------------------------------------------------------------------------------------------------|
| <b>Part VII</b> | <b>Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees</b> <i>(continued)</i> |
|-----------------|----------------------------------------------------------------------------------------------------------------------|

| (A)<br>Name and title | (B)<br>Average<br>hours<br>per<br>week | (C)<br>Position<br>(check all that apply) |                       |         |              |                              |        | (D)<br>Reportable<br>compensation<br>from<br>the<br>organization<br>(W-2/1099-MISC) | (E)<br>Reportable<br>compensation<br>from related<br>organizations<br>(W-2/1099-MISC) | (F)<br>Estimated<br>amount of<br>other<br>compensation<br>from the<br>organization<br>and related<br>organizations |
|-----------------------|----------------------------------------|-------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|-------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
|                       |                                        | Individual trustee or director            | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
|                       |                                        |                                           |                       |         |              |                              |        |                                                                                     |                                                                                       |                                                                                                                    |
| <b>1b Total</b>       |                                        |                                           |                       |         |              |                              |        | <b>0.</b>                                                                           | <b>0.</b>                                                                             | <b>0.</b>                                                                                                          |

|   |                                                                                                                                       |   |
|---|---------------------------------------------------------------------------------------------------------------------------------------|---|
| 2 | Total number of individuals (including those in 1a) who received more than \$100,000 in reportable compensation from the organization | 0 |
|---|---------------------------------------------------------------------------------------------------------------------------------------|---|

- |   |                                                                                                                                                                                                                                     |   |   |
|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|---|
| 3 | Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>                                        | 3 | X |
| 4 | For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i> | 4 | X |
| 5 | Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>                                     | 5 | X |

## Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

| the organization                                                                                                                          |                                | NONE                |
|-------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|---------------------|
| (A)<br>Name and business address                                                                                                          | (B)<br>Description of services | (C)<br>Compensation |
|                                                                                                                                           |                                |                     |
|                                                                                                                                           |                                |                     |
|                                                                                                                                           |                                |                     |
|                                                                                                                                           |                                |                     |
|                                                                                                                                           |                                |                     |
|                                                                                                                                           |                                |                     |
| 2 Total number of independent contractors (including those in 1) who received more than \$100,000 in compensation from the organization ► |                                | 0                   |

**Part VIII Statement of Revenue**

|                                                                                  |                                                                                                                                      |                |               | (A)<br>Total revenue | (B)<br>Related or<br>exempt function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from<br>tax under<br>sections 512,<br>513, or 514 |
|----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|----------------|---------------|----------------------|-------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------------|
| <b>Contributions, gifts, grants<br/>and other similar amounts</b>                | 1 a Federated campaigns                                                                                                              | 1a             |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | b Membership dues                                                                                                                    | 1b             |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c Fundraising events                                                                                                                 | 1c             |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | d Related organizations                                                                                                              | 1d             |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | e Government grants (contributions)                                                                                                  | 1e             |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | f All other contributions, gifts, grants, and<br>similar amounts not included above                                                  | 1f             | 6,240.        |                      |                                                 |                                         |                                                                              |
|                                                                                  | g Noncash contributions included in lines 1a-1f \$                                                                                   |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | <b>h Total. Add lines 1a-1f</b>                                                                                                      |                |               | 6,240.               |                                                 |                                         |                                                                              |
| <b>Program Service<br/>Revenue</b>                                               |                                                                                                                                      |                | Business Code |                      |                                                 |                                         |                                                                              |
|                                                                                  | 2 a                                                                                                                                  |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | b                                                                                                                                    |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c                                                                                                                                    |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | d                                                                                                                                    |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | e                                                                                                                                    |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | f All other program service revenue                                                                                                  |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | <b>g Total. Add lines 2a-2f</b>                                                                                                      |                |               |                      |                                                 |                                         |                                                                              |
| <b>Other Revenue</b>                                                             | 3 Investment income (including dividends, interest, and<br>other similar amounts)                                                    |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 4 Income from investment of tax-exempt bond proceeds                                                                                 |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 5 Royalties                                                                                                                          |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 6 a Gross Rents                                                                                                                      | (i) Real       | (ii) Personal |                      |                                                 |                                         |                                                                              |
|                                                                                  | b Less rental expenses                                                                                                               |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c Rental income or (loss)                                                                                                            |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | d Net rental income or (loss)                                                                                                        |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 7 a Gross amount from sales of<br>assets other than inventory                                                                        | (i) Securities | (ii) Other    |                      |                                                 |                                         |                                                                              |
|                                                                                  | b Less cost or other basis<br>and sales expenses                                                                                     |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c Gain or (loss)                                                                                                                     |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | d Net gain or (loss)                                                                                                                 |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 8 a Gross income from fundraising events (not<br>including \$ _____ of<br>contributions reported on line 1c) See<br>Part IV, line 18 | a              |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | b Less direct expenses                                                                                                               | b              |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c Net income or (loss) from fundraising events                                                                                       |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 9 a Gross income from gaming activities See<br>Part IV, line 19                                                                      | a              |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | b Less direct expenses                                                                                                               | b              |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c Net income or (loss) from gaming activities                                                                                        |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | 10 a Gross sales of inventory, less returns<br>and allowances                                                                        | a              |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | b Less cost of goods sold                                                                                                            | b              |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | c Net income or (loss) from sales of inventory                                                                                       |                |               |                      |                                                 |                                         |                                                                              |
|                                                                                  | <b>Miscellaneous Revenue</b>                                                                                                         |                |               | Business Code        |                                                 |                                         |                                                                              |
|                                                                                  | 11 a                                                                                                                                 |                |               |                      |                                                 |                                         |                                                                              |
| b                                                                                |                                                                                                                                      |                |               |                      |                                                 |                                         |                                                                              |
| c                                                                                |                                                                                                                                      |                |               |                      |                                                 |                                         |                                                                              |
| d All other revenue                                                              |                                                                                                                                      |                |               |                      |                                                 |                                         |                                                                              |
| <b>e Total. Add lines 11a-11d</b>                                                |                                                                                                                                      |                |               |                      |                                                 |                                         |                                                                              |
| <b>12 Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e</b> |                                                                                                                                      |                | 6,240.        | 0.                   | 0.                                              | 0.                                      |                                                                              |

**Part IX** Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.                                                                                                                                                     | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| 1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21                                                                                                                                    |                       |                                 |                                        |                             |
| 2 Grants and other assistance to individuals in the U.S. See Part IV, line 22                                                                                                                                                      |                       |                                 |                                        |                             |
| 3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16                                                                                                         |                       |                                 |                                        |                             |
| 4 Benefits paid to or for members                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| 5 Compensation of current officers, directors, trustees, and key employees                                                                                                                                                         |                       |                                 |                                        |                             |
| 6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)                                                                                    |                       |                                 |                                        |                             |
| 7 Other salaries and wages                                                                                                                                                                                                         |                       |                                 |                                        |                             |
| 8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)                                                                                                                                    |                       |                                 |                                        |                             |
| 9 Other employee benefits                                                                                                                                                                                                          |                       |                                 |                                        |                             |
| 10 Payroll taxes                                                                                                                                                                                                                   |                       |                                 |                                        |                             |
| 11 Fees for services (non-employees)                                                                                                                                                                                               |                       |                                 |                                        |                             |
| a Management                                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| b Legal                                                                                                                                                                                                                            |                       |                                 |                                        |                             |
| c Accounting                                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| d Lobbying                                                                                                                                                                                                                         |                       |                                 |                                        |                             |
| e Professional fundraising services. See Part IV, line 17                                                                                                                                                                          |                       |                                 |                                        |                             |
| f Investment management fees                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| g Other                                                                                                                                                                                                                            |                       |                                 |                                        |                             |
| 12 Advertising and promotion                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| 13 Office expenses                                                                                                                                                                                                                 |                       |                                 |                                        |                             |
| 14 Information technology                                                                                                                                                                                                          |                       |                                 |                                        |                             |
| 15 Royalties                                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| 16 Occupancy                                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| 17 Travel                                                                                                                                                                                                                          |                       |                                 |                                        |                             |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials                                                                                                                                  |                       |                                 |                                        |                             |
| 19 Conferences, conventions, and meetings                                                                                                                                                                                          |                       |                                 |                                        |                             |
| 20 Interest                                                                                                                                                                                                                        |                       |                                 |                                        |                             |
| 21 Payments to affiliates                                                                                                                                                                                                          |                       |                                 |                                        |                             |
| 22 Depreciation, depletion, and amortization                                                                                                                                                                                       |                       |                                 |                                        |                             |
| 23 Insurance                                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| 24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)                                                           |                       |                                 |                                        |                             |
| a <b>PROGRAM EXPENSES</b>                                                                                                                                                                                                          | 292.                  | 292.                            |                                        |                             |
| b <b>ADMINISTRATION EXPENSES</b>                                                                                                                                                                                                   | 75.                   |                                 | 75.                                    |                             |
| c                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| d                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| e                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| f All other expenses                                                                                                                                                                                                               |                       |                                 |                                        |                             |
| 25 <b>Total functional expenses.</b> Add lines 1 through 24f                                                                                                                                                                       | 367.                  | 292.                            | 75.                                    | 0.                          |
| 26 <b>Joint Costs.</b> Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation |                       |                                 |                                        |                             |

**Part X Balance Sheet**

|                                                                     |                                                                                                                                                                         | (A)<br>Beginning of year | (B)<br>End of year |
|---------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------|
| <b>Assets</b>                                                       | 1 Cash - non-interest-bearing                                                                                                                                           |                          | 1 6,198.           |
|                                                                     | 2 Savings and temporary cash investments                                                                                                                                |                          | 2                  |
|                                                                     | 3 Pledges and grants receivable, net                                                                                                                                    |                          | 3                  |
|                                                                     | 4 Accounts receivable, net                                                                                                                                              |                          | 4                  |
|                                                                     | 5 Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L                            |                          | 5                  |
|                                                                     | 6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L      |                          | 6                  |
|                                                                     | 7 Notes and loans receivable, net                                                                                                                                       |                          | 7                  |
|                                                                     | 8 Inventories for sale or use                                                                                                                                           |                          | 8                  |
|                                                                     | 9 Prepaid expenses and deferred charges                                                                                                                                 |                          | 9                  |
|                                                                     | 10a Land, buildings, and equipment: cost basis                                                                                                                          | 10a                      |                    |
|                                                                     | b Less: accumulated depreciation. Complete Part VI of Schedule D                                                                                                        | 10b                      | 10c                |
|                                                                     | 11 Investments - publicly traded securities                                                                                                                             |                          | 11                 |
|                                                                     | 12 Investments - other securities. See Part IV, line 11                                                                                                                 |                          | 12                 |
|                                                                     | 13 Investments - program-related. See Part IV, line 11                                                                                                                  |                          | 13                 |
|                                                                     | 14 Intangible assets                                                                                                                                                    |                          | 14                 |
|                                                                     | 15 Other assets. See Part IV, line 11                                                                                                                                   |                          | 15                 |
| 16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) | 0.                                                                                                                                                                      | 16 6,198.                |                    |
| <b>Liabilities</b>                                                  | 17 Accounts payable and accrued expenses                                                                                                                                |                          | 17 325.            |
|                                                                     | 18 Grants payable                                                                                                                                                       |                          | 18                 |
|                                                                     | 19 Deferred revenue                                                                                                                                                     |                          | 19                 |
|                                                                     | 20 Tax-exempt bond liabilities                                                                                                                                          |                          | 20                 |
|                                                                     | 21 Escrow account liability. Complete Part IV of Schedule D                                                                                                             |                          | 21                 |
|                                                                     | 22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L |                          | 22                 |
|                                                                     | 23 Secured mortgages and notes payable to unrelated third parties                                                                                                       |                          | 23                 |
|                                                                     | 24 Unsecured notes and loans payable                                                                                                                                    |                          | 24                 |
|                                                                     | 25 Other liabilities. Complete Part X of Schedule D                                                                                                                     |                          | 25                 |
|                                                                     | 26 <b>Total liabilities.</b> Add lines 17 through 25                                                                                                                    | 0.                       | 26 325.            |
| <b>Net Assets or Fund Balances</b>                                  | <b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>                 |                          |                    |
|                                                                     | 27 Unrestricted net assets                                                                                                                                              |                          | 27 410.            |
|                                                                     | 28 Temporarily restricted net assets                                                                                                                                    |                          | 28 5,463.          |
|                                                                     | 29 Permanently restricted net assets                                                                                                                                    |                          | 29                 |
|                                                                     | <b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>                                          |                          |                    |
|                                                                     | 30 Capital stock or trust principal, or current funds                                                                                                                   |                          | 30                 |
|                                                                     | 31 Paid-in or capital surplus, or land, building, or equipment fund                                                                                                     |                          | 31                 |
|                                                                     | 32 Retained earnings, endowment, accumulated income, or other funds                                                                                                     |                          | 32                 |
|                                                                     | 33 <b>Total net assets or fund balances</b>                                                                                                                             | 0.                       | 33 5,873.          |
|                                                                     | 34 <b>Total liabilities and net assets/fund balances</b>                                                                                                                | 0.                       | 34 6,198.          |

**Part XI Financial Statements and Reporting**

- 1 Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits?

|    | Yes | No |
|----|-----|----|
| 2a |     | X  |
| 2b |     | X  |
| 2c |     |    |
| 3a |     | X  |
| 3b |     |    |

Department of the Treasury  
Internal Revenue Service

## Public Charity Status and Public Support

**To be completed by all section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.**

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

**2008**  
**Open to Public**  
**Inspection**

Name of the organization

CAPITOL LAKES FOUNDATION

Employer identification number

38-3781089

|               |                                                                                                         |
|---------------|---------------------------------------------------------------------------------------------------------|
| <b>Part I</b> | <b>Reason for Public Charity Status</b> (All organizations must complete this part ) (see instructions) |
|---------------|---------------------------------------------------------------------------------------------------------|

The organization is not a private foundation because it is (Please check only one organization )

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E )

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).** (Attach Schedule H )

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state \_\_\_\_\_

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II )

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II )

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II )

9 ☒ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975  
See **section 509(a)(2).** (Complete the Part III )

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).** (see instructions)

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a ☐ Type I                      b ☐ Type II                      c ☐ Type III - Functionally integrated                      d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box

g ☐ Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) ☐ A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii) ☐ A family member of a person described in (i) above?

(iii) ☐ A 35% controlled entity of a person described in (i) or (ii) above?

h ☐ Provide the following information about the organizations the organization supports.

|          | Yes | No |
|----------|-----|----|
| 11g(i)   |     |    |
| 11g(ii)  |     |    |
| 11g(iii) |     |    |

|          | Yes | No |
|----------|-----|----|
| 11g(i)   |     |    |
| 11g(ii)  |     |    |
| 11g(iii) |     |    |

[illegible]

**Total**

**LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.**

Schedule A (Form 990 or 990-EZ) 2008

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                                | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                                                   |          |          |          |          |          |           |
| <b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                                                     |          |          |          |          |          |           |
| <b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge                                                                                             |          |          |          |          |          |           |
| <b>4 Total.</b> Add lines 1 - 3                                                                                                                                                                              |          |          |          |          |          |           |
| <b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) |          |          |          |          |          |           |
| <b>6 Public Support.</b> Subtract line 5 from line 4                                                                                                                                                         |          |          |          |          |          |           |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                                             | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008  | (f) Total |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|-----------|-----------|
| <b>7</b> Amounts from line 4                                                                                                                                                                                              |          |          |          |          |           |           |
| <b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                                                                   |          |          |          |          |           |           |
| <b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on                                                                                                               |          |          |          |          |           |           |
| <b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                                                                                                 |          |          |          |          |           |           |
| <b>11 Total support.</b> Add lines 7 through 10                                                                                                                                                                           |          |          |          |          |           |           |
| <b>12</b> Gross receipts from related activities, etc. (see instructions)                                                                                                                                                 |          |          |          |          | <b>12</b> |           |
| <b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ▶ <input type="checkbox"/> |          |          |          |          |           |           |

**Section C. Computation of Public Support Percentage**

|                                                                                                                                                                                                                                                                                                                                                                                                                                          |           |   |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---|
| <b>14</b> Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))                                                                                                                                                                                                                                                                                                                                         | <b>14</b> | % |
| <b>15</b> Public support percentage from 2007 Schedule A, Part IV-A, line 26f                                                                                                                                                                                                                                                                                                                                                            | <b>15</b> | % |
| <b>16a 33 1/3% support test - 2008.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>                                                                                                                                                                            |           |   |
| <b>b 33 1/3% support test - 2007.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>                                                                                                                                                                         |           |   |
| <b>17a 10% -facts-and-circumstances test - 2008.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>    |           |   |
| <b>b 10% -facts-and-circumstances test - 2007.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/> |           |   |
| <b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>                                                                                                                                                                                                                                                                  |           |   |

Schedule A (Form 990 or 990-EZ) 2008

**Part III Support Schedule for Organizations Described in Section 509(a)(2)** (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                           | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")                                                                             |          |          |          |          | 6,240.   | 6,240.    |
| <b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose       |          |          |          |          |          |           |
| <b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513                                                                                   |          |          |          |          |          |           |
| <b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                                |          |          |          |          |          |           |
| <b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge                                                                        |          |          |          |          |          |           |
| <b>6 Total.</b> Add lines 1 - 5                                                                                                                                                         |          |          |          |          | 6,240.   | 6,240.    |
| <b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons                                                                                                      |          |          |          |          |          |           |
| <b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000 |          |          |          |          |          |           |
| <b>c</b> Add lines 7a and 7b                                                                                                                                                            |          |          |          |          |          |           |
| <b>8 Public support</b> (Subtract line 7c from line 6)                                                                                                                                  |          |          |          |          |          | 6,240.    |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                             | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|-------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>9</b> Amounts from line 6                                                                                                              |          |          |          |          | 6,240.   | 6,240.    |
| <b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources |          |          |          |          |          |           |
| <b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                          |          |          |          |          |          |           |
| <b>c</b> Add lines 10a and 10b                                                                                                            |          |          |          |          |          |           |
| <b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on     |          |          |          |          |          |           |
| <b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                 |          |          |          |          |          |           |
| <b>13 Total support</b> (Add lines 9, 10c, 11, and 12)                                                                                    |          |          |          |          |          | 6,240.    |

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

**Section C. Computation of Public Support Percentage**

|                                                                                                  |           |        |   |
|--------------------------------------------------------------------------------------------------|-----------|--------|---|
| <b>15</b> Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f)) | <b>15</b> | 100.00 | % |
| <b>16</b> Public support percentage from 2007 Schedule A, Part IV-A, line 27g                    | <b>16</b> |        | % |

**Section D. Computation of Investment Income Percentage**

|                                                                                                       |           |     |   |
|-------------------------------------------------------------------------------------------------------|-----------|-----|---|
| <b>17</b> Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f)) | <b>17</b> | .00 | % |
| <b>18</b> Investment income percentage from 2007 Schedule A, Part IV-A, line 27h                      | <b>18</b> |     | % |

**19a 33 1/3% support tests - 2008.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ▶ ☒

**b 33 1/3% support tests - 2007.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ▶ ☐

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

**Schedule D**  
(Form 990)Department of the Treasury  
Internal Revenue Service**Supplemental Financial Statements**▶ Attach to Form 990. To be completed by organizations that  
answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

OMB No. 1545-0047

**2008**Open to Public  
Inspection

Name of the organization

CAPITOL LAKES FOUNDATION

Employer identification number

38-3781089

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the  
organization answered "Yes" to Form 990, Part IV, line 6

|                                                                                                                                                                                                                                           | (a) Donor advised funds | (b) Funds and other accounts                             |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|----------------------------------------------------------|
| 1 Total number at end of year                                                                                                                                                                                                             |                         |                                                          |
| 2 Aggregate contributions to (during year)                                                                                                                                                                                                |                         |                                                          |
| 3 Aggregate grants from (during year)                                                                                                                                                                                                     |                         |                                                          |
| 4 Aggregate value at end of year                                                                                                                                                                                                          |                         |                                                          |
| 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?                                |                         | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit? |                         | <input type="checkbox"/> Yes <input type="checkbox"/> No |

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply)

|                                                                                             |                                                                              |
|---------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or pleasure) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat                                      | <input type="checkbox"/> Preservation of certified historic structure        |
| <input type="checkbox"/> Preservation of open space                                         |                                                                              |

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

|                                                                                      | Held at the End of the Year |
|--------------------------------------------------------------------------------------|-----------------------------|
| a Total number of conservation easements                                             | 2a                          |
| b Total acreage restricted by conservation easements                                 | 2b                          |
| c Number of conservation easements on a certified historic structure included in (a) | 2c                          |
| d Number of conservation easements included in (c) acquired after 8/17/06            | 2d                          |

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶ \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ▶ \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.

|                                                      |            |
|------------------------------------------------------|------------|
| (i) Revenues included in Form 990, Part VIII, line 1 | ▶ \$ _____ |
| (ii) Assets included in Form 990, Part X             | ▶ \$ _____ |

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

|                                                    |            |
|----------------------------------------------------|------------|
| a Revenues included in Form 990, Part VIII, line 1 | ▶ \$ _____ |
| b Assets included in Form 990, Part X              | ▶ \$ _____ |

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition  
 b ☐ Scholarly research  
 c ☐ Preservation for future generations  
 d ☐ Loan or exchange programs  
 e ☐ Other \_\_\_\_\_

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

**Part IV Trust, Escrow and Custodial Arrangements.** Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

|    | Amount |
|----|--------|
| 1c |        |
| 1d |        |
| 1e |        |
| 1f |        |

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV

**Part V Endowment Funds.** Complete if organization answered "Yes" to Form 990, Part IV, line 10

|                                                  | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--------------------------------------------------|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance                     |                  |                |                    |                      |                     |
| b Contributions                                  |                  |                |                    |                      |                     |
| c Investment earnings or losses                  |                  |                |                    |                      |                     |
| d Grants or scholarships                         |                  |                |                    |                      |                     |
| e Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| f Administrative expenses                        |                  |                |                    |                      |                     |
| g End of year balance                            |                  |                |                    |                      |                     |

2 Provide the estimated percentage of the year end balance held as

- a Board designated or quasi-endowment ☐ \_\_\_\_\_ %  
 b Permanent endowment ☐ \_\_\_\_\_ %  
 c Term endowment ☐ \_\_\_\_\_ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations  
 (ii) related organizations

|        | Yes | No |
|--------|-----|----|
| 3a(i)  |     |    |
| 3a(ii) |     |    |
| 3b     |     |    |

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

**Part VI Investments - Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

| Description of investment | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Depreciation | (d) Book value |
|---------------------------|--------------------------------------|---------------------------------|------------------|----------------|
| 1a Land                   |                                      |                                 |                  |                |
| b Buildings               |                                      |                                 |                  |                |
| c Leasehold improvements  |                                      |                                 |                  |                |
| d Equipment               |                                      |                                 |                  |                |
| e Other                   |                                      |                                 |                  |                |

**Total.** Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c)) ☐ 0.





**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

**2008**

Open to Public  
Inspection

Name of the organization

**CAPITOL LAKES FOUNDATION**

Employer identification number

**38-3781089**

**FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:**

**SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE**

**FORM 990, PART VI, SECTION A, LINE 10: THE FORM 990 IS CURRENTLY BEING  
REVEIWD BY CHIEF ACCOUNNTING OFFICER AND THE BOARD OF DIRECTORS**

**FORM 990, PART VI, SECTION B, LINE 12C: CORPORATE COUNSEL ISSUES POLICY  
ANNUALLY TO KEY EMPLOYEES AND BOARD MEMBERS**

**FORM 990, PART VI, SECTION B, LINE 15: ORGANIZATION'S BOARD REVEIWS AND  
APPROVES ANNUAL BUDGET**

**FORM 990, PART VI, SECTION C, LINE 18: ALL REQUESTS GO THROUGH THE  
CORPORATE COUNSEL**

**FORM 990, PART VI, SECTION C, LINE 19: ALL REQUESTS GO THROUGH THE  
CORPORATE COUNSEL**





**Part V Transactions With Related Organizations**

| Note. Complete line 1 if any entity is listed in Parts II, III, or IV                                                                                        |                                                                                              | Yes                                 | No                                  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>1</b> During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV? |                                                                                              |                                     |                                     |
| <b>a</b>                                                                                                                                                     | Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity    |                                     | <input checked="" type="checkbox"/> |
| <b>b</b>                                                                                                                                                     | Gift, grant, or capital contribution to other organization(s)                                |                                     | <input checked="" type="checkbox"/> |
| <b>c</b>                                                                                                                                                     | Gift, grant, or capital contribution from other organization(s)                              |                                     | <input checked="" type="checkbox"/> |
| <b>d</b>                                                                                                                                                     | Loans or loan guarantees to or for other organization(s)                                     |                                     | <input checked="" type="checkbox"/> |
| <b>e</b>                                                                                                                                                     | Loans or loan guarantees by other organization(s)                                            |                                     | <input checked="" type="checkbox"/> |
| <b>f</b>                                                                                                                                                     | Sale of assets to other organization(s)                                                      |                                     | <input checked="" type="checkbox"/> |
| <b>g</b>                                                                                                                                                     | Purchase of assets from other organization(s)                                                |                                     | <input checked="" type="checkbox"/> |
| <b>h</b>                                                                                                                                                     | Exchange of assets                                                                           |                                     | <input checked="" type="checkbox"/> |
| <b>i</b>                                                                                                                                                     | Lease of facilities, equipment, or other assets to other organization(s)                     |                                     | <input checked="" type="checkbox"/> |
| <b>j</b>                                                                                                                                                     | Lease of facilities, equipment, or other assets from other organization(s)                   |                                     | <input checked="" type="checkbox"/> |
| <b>k</b>                                                                                                                                                     | Performance of services or membership or fundraising solicitations for other organization(s) |                                     | <input checked="" type="checkbox"/> |
| <b>l</b>                                                                                                                                                     | Performance of services or membership or fundraising solicitations by other organization(s)  | <input checked="" type="checkbox"/> |                                     |
| <b>m</b>                                                                                                                                                     | Sharing of facilities, equipment, mailing lists, or other assets                             |                                     | <input checked="" type="checkbox"/> |
| <b>n</b>                                                                                                                                                     | Sharing of paid employees                                                                    |                                     | <input checked="" type="checkbox"/> |
| <b>o</b>                                                                                                                                                     | Reimbursement paid to other organization for expenses                                        |                                     | <input checked="" type="checkbox"/> |
| <b>p</b>                                                                                                                                                     | Reimbursement paid by other organization for expenses                                        |                                     | <input checked="" type="checkbox"/> |
| <b>q</b>                                                                                                                                                     | Other transfer of cash or property to other organization(s)                                  |                                     | <input checked="" type="checkbox"/> |
| <b>r</b>                                                                                                                                                     | Other transfer of cash or property from other organization(s)                                |                                     | <input checked="" type="checkbox"/> |

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

|     | (A)<br>Name of other organization(s) | (B)<br>Transaction<br>type (a-r) | (C)<br>Amount involved |
|-----|--------------------------------------|----------------------------------|------------------------|
| (1) | CAPITOL LAKES INC                    | L                                | 325.                   |
| (2) |                                      |                                  |                        |
| (3) |                                      |                                  |                        |
| (4) |                                      |                                  |                        |
| (5) |                                      |                                  |                        |
| (6) |                                      |                                  |                        |



| Sch R - Part II | Company Name                               | Tax ID     | Address                              | Primary Activity   | Legal Domicile | Exempt Code | Public Charity Status | Direct Controlling Entity   |
|-----------------|--------------------------------------------|------------|--------------------------------------|--------------------|----------------|-------------|-----------------------|-----------------------------|
| Tax Exempt      | Pacific Retirement Services                | 93-1067253 | 1200 Mira Mar Ave, Medford, OR 97504 | Supporting Org     | OR             | 501(c)(3)   | 13 Type 1             | Pacific Retirement Services |
| Tax Exempt      | PRS                                        | 93-1067253 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | RVM                                        | 93-0453216 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Trinity                                    | 75-0891470 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | TX             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Cascade Manor                              | 93-0557803 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | URCAD                                      | 93-1179254 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Holladay Park Plaza                        | 93-0513697 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Capitol Lakes                              | 39-1412320 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | WI             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | RVM Foundation                             | 93-0712867 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | URCAD Foundation                           | 93-1301816 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Trinity Terrace Foundation                 | 91-2162130 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | TX             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | HPP Foundation                             | 26-4529118 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Mirabella Washington Foundation            | 45-0574348 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | WA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Cascade Manor Foundation Inc               | 93-1330100 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Capitol Lakes Foundation                   | 38-3781089 | 1200 Mira Mar Ave, Medford, OR 97504 | Public Foundation  | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Mira Bella                                 | 34-2030255 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | WA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Mira Bella South Waterfront                | 71-1016384 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Mira Bella San Francisco Bay               | 20-0428927 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | FGP/ RVM Comm Svcs/AP                      | 93-0892261 | 1200 Mira Mar Ave, Medford, OR 97504 | Community Services | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | RSVP                                       | 93-0864466 | 1200 Mira Mar Ave, Medford, OR 97504 | Community Services | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Ross Knotts                                | 93-0864466 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Don Lewis                                  | 93-0942933 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Foothill                                   | 94-3136037 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Oak Grove                                  | 94-3179782 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Valley View/Myrtle Creek                   | 94-3162074 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Pilot Butte                                | 94-3163349 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Royal Loto                                 | 94-3191447 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Klamath View                               | 94-3196455 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Larson Creek                               | 94-3212537 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Lively Oaks/Glenridge Terrace              | 94-3194409 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Timber Ridge/RVM Reedsport Housing Co      | 94-3212538 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Sierra Vista                               | 94-3247154 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Kingsley Court                             | 31-1520436 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Silverstone                                | 94-3260016 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | TX             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Pilot Butte II                             | 31-1587415 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | TX             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Fairview / Fort Worth II Housing Corp      | 31-1587415 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | TX             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Quail Ridge                                | 31-1587420 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Meadow Creek / RVM Roseburg II             | 31-1662259 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Foothill II                                | 31-1662208 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Shasta Point                               | 31-1715321 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Valley View II RVM Myrtle Creek II (Plaza) | 31-1780332 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Columbia Terrace/RVM Portland              | 30-0037898 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Woodland Heights                           | 30-0315618 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Central Point                              | 90-0292647 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | TX             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Magnolia Heights                           | 91-1859494 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | WI             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Middleton Glen, Inc                        | 47-0825736 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Senior Housing of Middleton, Inc           | 26-2477424 | 1200 Mira Mar Ave, Medford, OR 97504 | School             | OR             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | PRS School of Aging Services, Inc          | 26-2987036 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | NC             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Corbution Retirement                       | 26-3800433 | 1200 Mira Mar Ave, Medford, OR 97504 | Senior Housing     | CA             | 501(c)(3)   | 9                     | Pacific Retirement Services |
| Tax Exempt      | Mirabella Mann                             |            |                                      |                    |                |             |                       |                             |

| Sch R - Part IV | Company Name    | Tax ID     | Address                              | Primary Activity | Legal Domicile | Direct Controlling Entity   | Type of Entity | Share of Total Inc | Share of Year Assets | Percentage of Income |
|-----------------|-----------------|------------|--------------------------------------|------------------|----------------|-----------------------------|----------------|--------------------|----------------------|----------------------|
| Corporation     | Crest Park      | 93-1169683 | 1200 Mira Mar Ave Medford, OR 97504  | Hotel            | OR             | Pacific Retirement Services | C              | 100%               | 100%                 | 100%                 |
| Corporation     | RS INC          | 93-1328250 | 1200 Mira Mar Ave, Medford, OR 97504 | Management Co    | OR             | Pacific Retirement Services | C              | 100%               | 100%                 | 100%                 |
| Corporation     | Centennial, Inc | 51-0554651 | 1200 Mira Mar Ave, Medford, OR 97504 | Golf Course      | OR             | Pacific Retirement Services | C              | 100%               | 100%                 | 100%                 |

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

|                                                                                            |                                                                                        |                                |
|--------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|--------------------------------|
| Type or print<br><br>File by the extended due date for filing the return. See instructions | Name of Exempt Organization                                                            | Employer identification number |
|                                                                                            | CAPITOL LAKES FOUNDATION                                                               | 38-3781089                     |
|                                                                                            | Number, street, and room or suite no. If a P.O. box, see instructions                  | For IRS use only               |
|                                                                                            | 1200 MIRA MAR AVE                                                                      |                                |
|                                                                                            | City, town or post office, state, and ZIP code For a foreign address, see instructions |                                |
|                                                                                            | MEDFORD, OR 97504                                                                      |                                |

**Check type of return to be filed** (File a separate application for each return)

- ☒ Form 990   
 ☐ Form 990-EZ   
 ☐ Form 990-T (sec 401(a) or 408(a) trust)   
 ☐ Form 1041-A   
 ☐ Form 5227   
 ☐ Form 8870  
☐ Form 990-BL   
☐ Form 990-PF   
☐ Form 990-T (trust other than above)   
☐ Form 4720   
☐ Form 6069

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**CAPITOL LAKES FOUNDATION**

- The books are in the care of ☒ **1200 MIRA MAR AVE - MEDFORD, OR 97504**

Telephone No ☒ **(541) 857-7616**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **AUGUST 15, 2010**

5 For calendar year ☐ , or other tax year beginning **OCT 1, 2008** , and ending **SEP 30, 2009**

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

**WAITING FOR INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN**

|                                                                                                                                                                                                                                    |    |               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------------|
| 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions                                                                                 | 8a | \$            |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | 8b | \$            |
| c <b>Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions       | 8c | \$ <b>N/A</b> |

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ *[Signature]* Title ☒ **CAO**

Date ☒ **5/13/10**

Form 8868 (Rev. 4-2009)

MAY 14 2010