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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service (77)

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE EAGLE SKY FOUNDATION, INC		A Employer identification number 73-1526080
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (405) 943-1411
	2601 MEADOW VIEW ROAD		
	City or town, state, and ZIP code EDMOND OK 73013		
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 132,847,458		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	42,590,332			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1,755,761	1,755,761	1,755,761	
4 Dividends and interest from securities	2,662,038	2,662,038	2,662,038	
5 a Gross rents	25,110	1,772	25,110	
b Net rental income or (loss) 25,110				
6 a Net gain or (loss) from sale of assets not on line 10	1,818,019			
b Gross sales price for all assets on line 6a 6,654,864				
7 Capital gain net income (from Part IV, line 2)		1,818,019		
8 Net short-term capital gain			1,813,719	
9 Income modifications				
10 a Gross sales less returns and allowances 0				
b Less Cost of goods sold 0				
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule) SCH 1	163,231	30	163,231	
12 Total. Add lines 1 through 11	49,014,491	6,237,620	6,419,859	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages	460,714		108,588	352,126
15 Pension plans, employee benefits	78,582		6,432	72,150
16 a Legal fees (attach schedule) SCH 1	3,225	3,180	3,180	45
b Accounting fees (attach schedule) SCH 1	18,533	7,315	11,218	9,298
c Other professional fees (attach schedule) SCH 1	4,125	0	0	4,125
17 Interest	956,729	947,287	947,287	9,442
18 Taxes (attach schedule) (see page 14 of the instructions) SCH 2	155,159	0	23,212	60,534
19 Depreciation (attach schedule) and depletion	461,661	0	11,870	
20 Occupancy				
21 Travel, conferences, and meetings	13,307		322	12,230
22 Printing and publications				
23 Other expenses (attach schedule) SCH 2	593,191	0	68,787	524,404
24 Total operating and administrative expenses. Add lines 13 through 23	2,745,226	957,782	1,180,896	1,044,354
25 Contributions, gifts, grants paid	100			100
26 Total expenses and disbursements. Add lines 24 and 25	2,745,326	957,782	1,180,896	1,044,454
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	46,269,165			
b Net investment income (if negative, enter -0-)		5,279,838		
c Adjusted net income (if negative, enter -0-)			5,238,963	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	83,503	46,387	46,387
	2 Savings and temporary cash investments	54,019,330	36,872,860	36,872,860
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	82,276	0	0
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶	4,423,830		
	Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use	19,320,441	4,423,830	4,423,830
	9 Prepaid expenses and deferred charges	76,753	55,082	55,082
	10 a Investments—U S and state government obligations (attach schedule)	0	1,470,006	1,480,080
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	97,895,407	70,269,219
Liabilities	11 Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis ▶	19,033,878		
	Less accumulated depreciation (attach schedule) ▶	1,863,463		
	15 Other assets (describe ▶ See Attached Statement)	345,167	346,667	700,000
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	87,137,503	158,280,654	132,847,458
	17 Accounts payable and accrued expenses	2,720	2,092	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule) ▶	143,779	25,018,393	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	146,499	25,020,485	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	86,991,004	133,260,169	
	30 Total net assets or fund balances (see page 17 of the instructions)	86,991,004	133,260,169	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	87,137,503	158,280,654	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	86,991,004
2 Enter amount from Part I, line 27a	2	46,269,165
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	133,260,169
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	133,260,169

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a RIGHT OF WAY-MABURY RANCH	P	5/17/2004	6/30/2009
b 2000 SUBURBAN	P	12/1/2004	11/3/2009
c POLARIS ATV	P	4/1/2000	12/2/2009
d MORTGAGE BACKED SECURITIES	P	6/1/2009	12/31/2009
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,350	0	7,350	0
b 3,800	41,000	41,000	3,800
c 500	0	0	500
d 6,643,214	0	4,829,495	1,813,719
e 0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a 0	0	0	0
b 0	0	0	3,800
c 0	0	0	500
d 0	0	0	1,813,719
e 0	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,818,019
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	1,813,719

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	6,312,537	76,641,825	0.082364
2007	1,727,261	77,233,801	0.022364
2006	1,479,223	53,839,226	0.027475
2005	958,652	32,467,518	0.029526
2004	4,826,511	26,252,418	0.183850

2 Total of line 1, column (d)	2	0.345579
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.069116
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	95,239,145
5 Multiply line 4 by line 3	5	6,582,549
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	52,798
7 Add lines 5 and 6	7	6,635,347
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	8	6,238,007

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	105,597	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	105,597	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	105,597	
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6a	65,158	
b Exempt foreign organizations—tax withheld at source		6b		
c Tax paid with application for extension of time to file (Form 8868)		6c	0	
d Backup withholding erroneously withheld		6d		
7 Total credits and payments. Add lines 6a through 6d		7	65,158	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	40,439	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	0	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ 0 Refunded ☐		11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	SCH 4	11	X	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	

Website address **WWW.EAGLESKY.COM**

14 The books are in care of **JOSEPH D. MCKEAN** Telephone no **(405) 943-1411**

Located at **11900 N. SANTA FE AVE., OKLAHOMA CITY, OK OKLAHOMA CITY OK** ZIP+4 **73114-8126**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year **15**

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☒ Yes ☐ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☐ No	
If "Yes," list the years 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

6b

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000

▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 THE FOUNDATION IS STILL IN THE PROCESS OF ACQUIRING AND BUILDING THE FACILITIES TO OPERATE THE YOUTH CHALLENGE CAMP AND CHRISTIAN CONFERENCE CENTER. MANY ROADS ARE COMPLETE, THE WAREHOUSE AND SUPPORT BUILDINGS ARE ALMOST COMPLETE AND CABIN	
2 CONSTRUCTION HAS BEGUN. PHOTOS AND UPDATES ARE AVAILABLE ON THE WEBSITE. FIXED ASSET AND CONSTRUCTION COSTS \$4,369,173. CAMP OPERATIONS \$1,044,454	5,413,627
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 LOAN TO KENYA YOUTH CAMP, LTD FOR CONSTRUCTION OF THE YOUTH CAMP FACILITIES IN KENYA	824,380
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3	824,380

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	35,587,164
b	Average of monthly cash balances	1b	43,554,352
c	Fair market value of all other assets (see page 24 of the instructions)	1c	17,547,971
d	Total (add lines 1a, b, and c)	1d	96,689,487
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	96,689,487
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	1,450,342
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	95,239,145
6	Minimum investment return. Enter 5% of line 5	6	4,761,957

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	0
2a	Tax on investment income for 2009 from Part VI, line 5	2a	0
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	0
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,044,454
b	Program-related investments—total from Part IX-B	1b	824,380
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	4,369,173
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,238,007
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,238,007

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)**N/A**

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	0			
b From 2005	0			
c From 2006	0			
d From 2007	0			
e From 2008	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 0				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶



b Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
4,761,957	2,205,111	2,741,174	1,793,120	11,501,362
4,047,663	1,874,344	2,329,998	1,524,152	9,776,157
6,238,007	6,335,668	1,727,261	1,479,223	15,780,159
				0
6,238,007	6,335,668	1,727,261	1,479,223	15,780,159
				0
3,174,638	2,554,727	2,574,460	1,794,641	10,098,466
				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

JOSEPH D. MCKEAN, JR

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> MISCELLANEOUS			YOUTH CAMP CONSTRUCTION	100
Total			▶ 3a	100
b <i>Approved for future payment</i>				
Total			▶ 3b	0

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

- | | | | |
|---|--------------|-----|----|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> | | Yes | No |
| <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> | | | |
| <p>(1) Cash</p> | 1a(1) | | X |
| <p>(2) Other assets</p> | 1a(2) | | X |
| <p>b Other transactions</p> | | | |
| <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b(1) | | X |
| <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b(2) | | X |
| <p>(3) Rental of facilities, equipment, or other assets</p> | 1b(3) | | X |
| <p>(4) Reimbursement arrangements</p> | 1b(4) | | X |
| <p>(5) Loans or loan guarantees</p> | 1b(5) | | X |
| <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b(6) | | X |
| <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | 1c | | X |
| <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received</p> | | | |

[illegible]

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

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

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

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature _____

Date _____

Check if self-employed ☐

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00447474

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

THOM-DOBSON-WOMACK, INC
6408 N SANTA FE AVE., STE B, OKC, OK 73116

EIN ► 73-0794268

Phone no (405) 842-0212

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2009

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

Name of the organization

THE EAGLE SKY FOUNDATION, INC

Employer identification number

73-1526080

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

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

Name of organization

THE EAGLE SKY FOUNDATION, INC

Employer identification number

73-1526080

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOSEPH D. MCKEAN, JR. 2601 MEADOW VIEW RD EDMOND OK 73013 Foreign State or Province Foreign Country	\$ 41,499,165	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	JOHN STUEMKY 7201 AURELIA ROAD OKLAHOMA CITY OK 73121 Foreign State or Province Foreign Country	\$ 1,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	JAMES BRAND 7201 AURELIA ROAD OKLAHOMA CITY OK 73121 Foreign State or Province Foreign Country	\$ 43,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	BOBBY ASBELL 1912 KITTY CIRCLE EDMOND OK 73013 Foreign State or Province Foreign Country	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	KENNETH R. GOODIN 14800 DALEA DRIVE OKLAHOMA CITY OK 73142 Foreign State or Province Foreign Country	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	JDM INVESTMENTS, INC 2601 MEADOW VIEW RD EDMOND OK 73013 Foreign State or Province Foreign Country	\$ 18,418	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization

THE EAGLE SKY FOUNDATION, INC

Employer identification number

73-1526080

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	BROOKS BOCK 1700 LIONS RIDGE LOOP VAIL CO 81657 Foreign State or Province Foreign Country	\$ 5,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
8	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
9	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
10	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
11	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
12	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE EAGLE SKY FOUNDATION, INC.	Employer identification number 73-1526080
--	--

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	PUBLICLY TRADED COLLATERALIZED MORTGAGE OBLIGATION SECURITIES	\$ <u>41,499.165</u>	<u>12/1/2009</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>6</u>	2009 CHEVROLET SUBURBAN	\$ <u>18,418</u>	<u>7/1/2009</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>0</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>0</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>0</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>0</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>0</u>	

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 1 (990-PF)
December 31, 2009

TIN 73-1526080

	Column (a) Revenue and Expense	Column (b) Net Invest- ment Income	Column (c) Adjusted Net Income	Column (d) Disbursements for Charity
<u>PART I, LINE 11 - Other Income</u>				
Management Fees	\$ 135,523	\$ 0	\$ 135,523	
Cleaning and Maintenance Income	19,681	0	19,681	
Other Fee Income	5,780	0	5,780	
Miscellaneous	2,247	30	2,247	
	<u>\$ 163,231</u>	<u>\$ 30</u>	<u>\$ 163,231</u>	
<u>PART I, LINE 16(a) - Legal Fees</u>				
Glen J McKie, P C	\$ 3,180	\$ 3,180	\$ 3,180	\$ 0
Miscellaneous	45	0	0	45
	<u>\$ 3,225</u>	<u>\$ 3,180</u>	<u>\$ 3,180</u>	<u>\$ 45</u>
<u>PART I, LINE 16(b) - Accounting Fees</u>				
Thom-Dobson-Womack, Inc	\$ 14,630	\$ 7,315	\$ 7,315	\$ 7,315
Kenneth Olsen, CPA	1,920	0	1,920	0
Miscellaneous	1,983	0	1,983	1,983
	<u>\$ 18,533</u>	<u>\$ 7,315</u>	<u>\$ 11,218</u>	<u>\$ 9,298</u>
<u>PART I, LINE 16(c) - Professional Fees</u>				
Schultz & Summers Engineering	\$ 4,125	\$ 0	\$ 0	\$ 4,125
	<u>\$ 4,125</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 4,125</u>

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 2 (990-PF)
December 31, 2009

TIN 73-1526080

	Column (a) Revenue and Expense	Column (b) Net Invest- ment Income	Column (c) Adjusted Net Income	Column (d) Disbursements for Charity
PART I, LINE 18 - Taxes				
Payroll Taxes	\$ 38,154	\$ 0	\$ 7,887	\$ 30,267
Real Estate Taxes	53,005	0	15,325	37,680
Excise Taxes	64,000	0	0	0
	<u>\$ 155,159</u>	<u>\$ 0</u>	<u>\$ 23,212</u>	<u>\$ 67,947</u>

PART I, LINE 23 - Other Expenses

Administrative Expense	\$ 36,156	\$ 0	\$ 1,015	\$ 35,141
Advertising	13,726	0	13,382	344
Auto and Equipment Fuel	45,476	0	45	45,431
Contract Labor	1,174	0	1,174	0
Dues and Subscriptions	3,059	0	381	2,678
Equipment Rental	630	0	630	0
Insurance	132,181	0	5,777	126,404
License, Fees and Miscellaneous	2,693	0	192	2,501
Management Fees	15,339	0	15,339	0
Meals and Entertainment	2,023	0	416	1,607
Office Supplies and Postage	8,476	0	1,850	6,626
Repairs and Maintenance	268,029	0	14,203	253,826
Service Charges	1,107	0	837	270
Supplies	4,525	0	0	4,525
Training	1,000	0	0	1,000
Uniforms	10,242	0	0	10,242
Utilities	47,355	0	13,546	33,809
	<u>\$ 593,191</u>	<u>\$ 0</u>	<u>\$ 68,787</u>	<u>\$ 524,404</u>

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 3 (990-PF)
December 31, 2009

TIN 73-1526080

PART II - LINE 21 - Mortgages and Other Notes Payable

<u>Lender Name</u>	<u>Relation- ship to Org.</u>	<u>Date of Loan</u>	<u>Original Amount</u>	<u>Terms</u>	<u>Interest Rate</u>	<u>Loan Purpose</u>	<u>FMV Property</u>	<u>Loan Balance</u>
Bobby & Betty Mabury	None	05/21/04	\$ 143,000	10 annual pymts of prin & int beginning 01/01/05	6.00%	Land purchase	\$ 300,000	\$ 67,721
Jeffrey Mabury	None	05/21/04	\$ 107,000	10 annual pymts of prin & int beginning 01/01/05	6.00%	Land purchase	\$ 200,000	50,672
Frontier State Bank	Owned by Substantial Contributor	06/01/09	\$ 29,900,000	Demand - Line of Credit secured by CDs of \$29,997,000	4.83%	Operating	\$ 24,900,000	24,900,000
TOTAL MORTGAGES AND NOTES PAYABLE								<u><u>\$ 25,018,393</u></u>

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 4 (990-PF)
December 31, 2009

TIN 73-1526080

	<u>BEGINNING OF YEAR</u>	<u>END OF YEAR</u>
<u>PART II, LINE 7 - Notes and Loans Receivable</u>		
Note Receivable - Citiplex	\$ 15,720,991	\$ 0
Note Receivable - Kenya Youth Camp	3,599,450	4,423,830
	<u>\$ 19,320,441</u>	<u>\$ 4,423,830</u>
<u>PART II, LINE 15 - Other Assets</u>		
Mining Claims	\$ 46,340	\$ 46,340
Water Rights	267,152	267,152
Deposit - Board of Mines	31,675	33,175
	<u>\$ 345,167</u>	<u>\$ 346,667</u>

PART VII-A, QUESTION 11 - Controlled Entities

Grand West Village Resort, LLC - Single member LLC - All transactions included in this return

Eagle Sky of the Ozarks, LLC - Single member LLC - All transactions included in this return

Eagle Sky of Kenya, LLC - Single member LLC - No assets or transactions,
but any would be included in this return, if applicable

PART VIII - Information about Officers and Directors

<u>Name and Address</u>	<u>Title/Hours</u>	<u>Compensation, Benefits, Expenses</u>
Joseph D. McKean, Jr. 2601 Meadow View Rd., Edmond, OK 73013	Director/Chairman 20 Hours	0
Brooks Bock 1700 Lions Ridge Loop, Vail, CO 81657	Director/Vice-Chairman 5 Hours	0
Kenneth R. Goodin 14800 Dalea Dr , Oklahoma City, OK 73142	Director/Treas 5 Hours	0
Pamela Bock 1700 Lions Ridge Loop, Vail, CO 81657	Director 5 Hours	0
Michael & Venora Bishop 1804 S. Bloomfield Hills West Bloomfield, MI 48304	Directors 5 Hours	0
James Stuemky 7301 Aurelia Rd., Oklahoma City, OK 73121	Director/Sec 5 Hours	0

Tax Detail by Location

FYE: 12/31/2009

Asset	d	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: BUILDING													
Location: E S OZARKS RANCH													
41		RUBLE RANCH HOME	1/01/04	125,000.00	0.00		0.00	16,025.65	3,205.13	19,230.78	105,769.22	S/L	39.0
42		RUBLE RANCH SAW MILL	9/14/06	70,239.14	0.00		0.00	4,127.29	1,801.00	5,928.29	64,310.85	S/L	39.0
44		ROACH RANCH HOME	4/07/04	100,000.00	0.00		0.00	12,179.48	2,564.10	14,743.58	85,256.42	S/L	39.0
50		WESTMORELAND RANCH HOM	1/01/04	140,000.00	0.00		0.00	17,948.70	3,589.74	21,538.44	118,461.56	S/L	39.0
56		DILDINE RANCH HOME	8/18/04	125,000.00	0.00		0.00	13,888.90	3,205.13	17,094.03	107,905.97	S/L	39.0
57		DILDINE WATER LINES	12/30/04	5,125.80	0.00		0.00	525.72	131.43	657.15	4,468.65	S/L	39.0
58		DILDINE HOUSE FLOORING	12/30/04	6,887.32	0.00		0.00	706.40	176.60	883.00	6,004.32	S/L	39.0
59		DILDINE HOUSE APPLIANCES	12/13/04	4,063.71	0.00		2,031.86	3,610.36	181.34	3,791.70	272.01	200DB	7.0
60		DILDINE HOUSE IMPROVMENT	5/31/05	18,154.16	0.00		0.00	1,668.01	465.49	2,133.50	16,020.66	S/L	39.0
66		STAFF HOUSE #1 ADDNS	12/05/08	4,091.66	0.00		0.00	8.74	104.91	113.65	3,978.01	S/L	39.0
67		STAFF HOUSE #1	6/01/07	171,151.78	0.00		0.00	6,948.47	4,388.51	11,336.98	159,814.80	S/L	39.0
68		STAFF HOUSE #2	6/01/07	171,151.78	0.00		0.00	6,948.47	4,388.51	11,336.98	159,814.80	S/L	39.0
69		STAFF HOUSE #3	6/01/07	171,151.78	0.00		0.00	6,948.47	4,388.51	11,336.98	159,814.80	S/L	39.0
70		STAFF HOUSE #4	6/01/07	171,151.77	0.00		0.00	6,948.47	4,388.51	11,336.98	159,814.79	S/L	39.0
72		ESO TRIPLEX CABIN PROJECT	12/31/09	1,687,058.65	0.00	c	0.00	0.00	0.00	0.00	1,687,058.65	Land	39.0
73		COMMUNICATION TOWER	5/29/09	16,875.00	0.00	c	0.00	0.00	843.75	843.75	16,031.25	150DB	15.0
74		WOODWORKING SHOP CIP	12/31/09	16,335.28	0.00	c	0.00	0.00	0.00	0.00	16,335.28	Land	39.0
75		WHSE,SUPPORT FACILITIES-CI	12/31/09	2,948,741.17	0.00	c	0.00	0.00	0.00	0.00	2,948,741.17	Land	39.0
E S OZARKS RANCH				5,952,179.00	0.00	c	2,031.86	98,483.13	33,822.66	132,305.79	5,819,873.21		
Location: E S ROCKIES RANCH													
62		SECURITY HOUSE	1/01/01	14,040.00	0.00		0.00	2,820.00	351.00	3,171.00	10,869.00	S/L	39.0
E S ROCKIES RANCH				14,040.00	0.00	c	0.00	2,820.00	351.00	3,171.00	10,869.00		
Location: GRAND WEST VILLAGE RESORT													
370		GW OFFICE BUILDING	12/01/00	175,000.00	0.00		0.00	36,084.41	4,487.18	40,571.59	134,428.41	S/L	39.0000
372		AUGUSTA RANCH HOME	10/04/04	181,777.11	0.00		0.00	19,809.04	4,560.95	24,469.99	157,307.12	S/L	39.0
GRAND WEST VILLAGE RESORT				356,777.11	0.00	c	0.00	55,893.45	9,148.13	65,041.58	291,735.53		
BUILDING				6,322,996.11	0.00	c	2,031.86	157,196.58	43,321.79	200,518.37	6,122,477.74		
Group: COMPUTER EQUIP & SOFTWARE													
Location: E S OZARKS RANCH													
250		LAPTOP COMPUTER	2/27/04	3,416.09	0.00		0.00	3,317.71	98.38	3,416.09	0.00	200DB	5.0
251		PRINTER	3/18/04	387.88	0.00		0.00	376.71	11.17	387.88	0.00	200DB	5.0
252		GPS EQUIPMENT	3/18/04	873.61	0.00		0.00	848.45	25.16	873.61	0.00	200DB	5.0
253		DIGITAL CAMERA & ACCESS	6/25/04	549.96	0.00		0.00	488.60	24.54	513.14	36.82	200DB	7.0
254		HP JET 800 PS PLOTTER	7/16/04	7,205.45	0.00		0.00	6,401.60	321.54	6,723.14	482.31	200DB	7.0
255		COMPUTER	9/08/04	3,222.00	0.00		0.00	3,129.21	92.79	3,222.00	0.00	200DB	5.0
256		2 CANNON MP-11DX DESKTOP	9/08/04	83.98	0.00		0.00	81.56	2.42	83.98	0.00	200DB	5.0
257		SURVEY EQUIPMENT	9/08/04	2,823.84	0.00		0.00	2,742.51	81.33	2,823.84	0.00	200DB	5.0
258		WIRELESS PHONE SYSTEM	11/16/04	1,230.16	0.00		0.00	1,092.92	54.90	1,147.82	82.34	200DB	7.0
259		HP#9650 INKJET PRINTER	4/21/05	299.98	0.00		0.00	248.15	34.55	282.70	17.28	200DB	5.0
260		LDC	4/21/05	388.00	0.00		0.00	320.96	44.69	365.65	22.35	200DB	5.0
261		COMPUTER EQUIP & SOFTWARE	8/05/08	12,551.70	0.00		0.00	1,882.76	4,267.58	6,150.34	6,401.36	200DB	5.0

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Asset	t	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: COMPUTER EQUIP & SOFTWARE Location: E S OZARKS RANCH (continued)													
262		ANA JET PRINT MACHINE	5/01/09	15,950.00	0.00	c	0.00	0.00	3,190.00	3,190.00	12,760.00	200DB	5.0
263		5 LAPTOP COMPUTERS	8/12/09	4,425.02	0.00	c	0.00	0.00	885.00	885.00	3,540.02	200DB	5.0
264		CANON CAMCORDER	9/02/09	799.99	0.00	c	0.00	0.00	160.00	160.00	639.99	200DB	5.0
265		2 COMPUTERS	11/06/09	3,120.98	0.00	c	0.00	0.00	624.20	624.20	2,496.78	200DB	5.0
266		INTEL EXTREME X58 COMPUT	11/11/09	3,459.00	0.00	c	0.00	0.00	691.80	691.80	2,767.20	200DB	5.0
267		HP DESIGN JET PRINTER	12/07/09	5,212.31	0.00	c	0.00	0.00	1,042.46	1,042.46	4,169.85	200DB	5.0
270		MS OFFICE & GPS SOFTWARE	3/18/04	1,170.64	0.00		585.32	1,170.64	0.00	1,170.64	0.00	Amort	3.0
271		GPS & AUTO SOFTWARE	6/25/04	1,044.99	0.00		522.50	1,044.99	0.00	1,044.99	0.00	Amort	3.0
272		ACROBAT SOFTWARE	7/16/04	639.65	0.00		319.83	639.65	0.00	639.65	0.00	Amort	3.0
273		COMPUTER PC	1/16/06	2,400.00	0.00		0.00	1,708.80	276.48	1,985.28	414.72	200DB	5.0
274		HP COMPUTER - OFFICE	5/14/07	2,268.05	0.00		0.00	1,799.39	435.46	1,614.85	653.20	200DB	5.0
275		DELL COMPUTER - CABIN #2	10/22/07	4,175.26	0.00		0.00	2,171.13	801.65	2,972.78	1,202.48	200DB	5.0
E S OZARKS RANCH													
				77,698.54	0.00	c	11,324.15	28,845.74	13,166.10	42,011.84	35,686.70		
COMPUTER EQUIP & SOFTWARE													
				77,698.54	0.00	c	11,324.15	28,845.74	13,166.10	42,011.84	35,686.70		
Group: FURNITURE AND EQUIPMENT													
Location: E S OZARKS RANCH													
6		STUFFED BOBCAT	5/13/05	500.00	0.00		0.00	343.81	44.63	388.44	111.56	200DB	7.0
7		STUFFED BEAVER & BOBCAT -	12/13/04	200.00	0.00		0.00	0.00	0.00	0.00	200.00	Land	0.0
140		FURNITURE-3 STAFF CABINS	9/15/07	12,653.50	0.00		0.00	4,906.46	2,213.44	7,119.90	5,533.60	200DB	7.0
141		OFFICE FURNITURE	8/18/09	3,679.84	0.00	c	0.00	0.00	525.69	525.69	3,154.15	200DB	7.0
142		DECOR-STAFF HOUSES	8/18/09	6,020.95	0.00	c	0.00	0.00	860.14	860.14	5,160.81	200DB	7.0
301		JVC TV	6/16/05	249.86	0.00		0.00	171.81	22.30	194.11	55.75	200DB	7.0
302		2 OFFICE CHAIRS, MATS	6/25/04	173.96	0.00		86.98	154.55	7.76	162.31	11.65	200DB	7.0
E S OZARKS RANCH													
				23,478.11	0.00	c	86.98	5,576.63	3,673.96	9,250.59	14,227.52		
Location: GRAND WEST VILLAGE RESORT													
300		DIGITAL RESERVATION SOFTV	6/11/01	2,229.00	0.00		0.00	469.56	61.92	531.48	1,697.52	Amort	36.0
360		MACHINERY & EQUIPMENT	12/01/00	27,000.00	0.00		0.00	27,000.00	0.00	27,000.00	0.00	200DB	7.0
361		CARPET CLEANER	11/30/04	3,409.08	0.00		1,704.54	3,028.77	152.12	3,180.89	228.19	200DB	7.0
363		AUGUSTA MACHINERY	10/04/04	7,853.71	0.00		0.00	6,101.38	700.93	6,802.31	1,051.40	200DB	7.0
373		AUGUSTA FURN & FIX	10/04/04	7,292.52	0.00		0.00	5,665.41	650.84	6,316.25	976.27	200DB	7.0
374		AUGUSTA DISHWASHER	3/31/08	381.15	0.00		0.00	217.80	46.67	264.47	116.68	200DB	7.0
380		PERSONAL PROPERTY	12/01/00	63,000.00	0.00		0.00	63,000.00	0.00	63,000.00	0.00	200DB	7.0
381		DISHWASHER UNIT 6A	3/31/08	443.76	0.00		0.00	253.58	54.34	307.92	135.84	200DB	7.0
390		RENTAL UNIT FURNITURE	3/01/01	7,028.81	0.00		0.00	7,028.81	0.00	7,028.81	0.00	200DB	7.0
GRAND WEST VILLAGE RESORT													
				118,638.03	0.00	c	1,704.54	112,765.31	1,666.82	114,432.13	4,205.90		
FURNITURE AND EQUIPMENT													
				142,116.14	0.00	c	1,791.52	118,341.94	5,340.78	123,682.72	18,433.42		
Group: LAND													
Location: E S OZARKS RANCH													
17	d	RIGHT OF WAY-MAYBURY RAJ	5/17/04	7,350.00	0.00		0.00	0.00	0.00	0.00	7,350.00	Land	0.0
19		LAND-FRONTIER LAKE	10/24/01	1,564,000.00	0.00		0.00	0.00	0.00	0.00	1,564,000.00	Land	0.0
20		LAND-RUBLE RANCH	10/03/03	611,880.08	0.00		0.00	0.00	0.00	0.00	611,880.08	Land	0.0

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Asset	t	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: LAND Location: E S OZARKS RANCH (continued)													
21		LAND-RUBLE RANCH (JDMI)	1/01/04	600,000.00	0.00		0.00	0.00	0.00	0.00	600,000.00	Land	0.0
22		LAND-STEPHENS RANCH	2/27/04	364,523.10	0.00		0.00	0.00	0.00	0.00	364,523.10	Land	0.0
23		LAND-ROACH RANCH	4/07/04	50,000.00	0.00		0.00	0.00	0.00	0.00	50,000.00	Land	0.0
24		LAND-TONEY RANCH - 20 a	4/08/04	25,189.00	0.00		0.00	0.00	0.00	0.00	25,189.00	Land	0.0
25		LAND-MABURY RANCH	5/17/04	484,995.00	0.00		0.00	0.00	0.00	0.00	484,995.00	Land	0.0
26		LAND-CROWLEY RANCH	5/17/04	182,051.29	0.00		0.00	0.00	0.00	0.00	182,051.29	Land	0.0
27		LAND-WESTMORELAND RANC	1/01/04	10,000.00	0.00		0.00	0.00	0.00	0.00	10,000.00	Land	0.0
28		LAND-TINKLE RANCH	8/10/04	271,524.56	0.00		0.00	0.00	0.00	0.00	271,524.56	Land	0.0
29		LAND-DILDINE RANCH	8/18/04	301,472.00	0.00		0.00	0.00	0.00	0.00	301,472.00	Land	0.0
31		LAND-CAUL RANCH	12/23/04	85,819.48	0.00		0.00	0.00	0.00	0.00	85,819.48	Land	0.0
32		LAND-VOGLER PROPERTY	3/31/06	5,900.00	0.00		0.00	0.00	0.00	0.00	5,900.00	Land	0.0
33		LAND-ALCORN PROPERTY	6/23/06	52,500.00	0.00		0.00	0.00	0.00	0.00	52,500.00	Land	0.0
34		LAND-BOOKER PROPERTY	7/14/09	1,360.00	0.00	c	0.00	0.00	0.00	0.00	1,360.00	Land	0.0
E S OZARKS RANCH				4,618,564.51	0.00	c	0.00	0.00	0.00	0.00	4,618,564.51		
*Less: Dispositions and Transfers				7,350.00	0.00		0.00	0.00	0.00	0.00	7,350.00		
Net E S OZARKS RANCH				4,611,214.51	0.00	c	0.00	0.00	0.00	0.00	4,611,214.51		
Location: E S ROCKIES RANCH													
18		LAND-BERTHOD RANCH	7/01/00	1,550,000.00	0.00		0.00	0.00	0.00	0.00	1,550,000.00	Land	0.0
E S ROCKIES RANCH				1,550,000.00	0.00	c	0.00	0.00	0.00	0.00	1,550,000.00		
Location: GRAND WEST VILLAGE RESORT													
310		GW VACANT LOTS	1/01/99	472,000.00	0.00		0.00	0.00	0.00	0.00	472,000.00	Land	0.0
311		GW LOT PLANS & SURVEY	9/30/02	7,619.06	0.00		0.00	0.00	0.00	0.00	7,619.06	Land	0.0
320		GW OFFICE LOT	1/01/99	75,000.00	0.00		0.00	0.00	0.00	0.00	75,000.00	Land	0.0
371		LAND-AUGUSTA RANCH	10/04/04	35,000.00	0.00		0.00	0.00	0.00	0.00	35,000.00	Land	0.0
GRAND WEST VILLAGE RESORT				589,619.06	0.00	c	0.00	0.00	0.00	0.00	589,619.06		
*Less: Dispositions and Transfers				6,758,183.57	0.00	c	0.00	0.00	0.00	0.00	6,758,183.57		
Net LAND				6,750,833.57	0.00	c	0.00	0.00	0.00	0.00	6,750,833.57		
Group: LAND IMPROVEMENTS													
Location: E S OZARKS RANCH													
71		ESO CAMP ADMIN BLDG - CIP	12/31/08	463,735.00	0.00		0.00	0.00	0.00	0.00	463,735.00	Land	39.0
91		ESO DAM ENHANCEMENTS	9/15/03	11,000.00	0.00		0.00	0.00	0.00	0.00	11,000.00	Land	0.0
92		ESO DAM IMPROV	8/31/04	478,510.00	0.00		0.00	0.00	0.00	0.00	478,510.00	Land	0.0
93		ESO DAM IMPROVEMENTS	10/31/05	7,300.00	0.00		0.00	0.00	0.00	0.00	7,300.00	Land	0.0
94		ESO DAM ARCHITECT FEES	10/01/05	98,841.66	0.00		0.00	0.00	0.00	0.00	98,841.66	Land	0.0
95		ROAD IMPROVEMENTS	1/06/06	174,596.76	0.00		0.00	0.00	0.00	0.00	120,916.99	150DB	15.0
96		ROAD IMPROVEMENTS	1/01/09	77,303.06	0.00	c	0.00	0.00	0.00	0.00	73,437.91	150DB	15.0
98		ESO CLARK CREEK BRIDGE CI	12/31/09	876,400.34	0.00	c	0.00	0.00	0.00	0.00	876,400.34	Land	0.0
99		DEEP WATER WELL IMPROV	10/02/06	11,405.00	0.00		0.00	0.00	0.00	0.00	7,898.53	150DB	15.0
100		ESO WATER WELL #1	10/10/08	91,672.57	0.00		0.00	0.00	0.00	0.00	81,473.99	150DB	15.0
101		ESO WATER WELL #2	3/31/09	150,900.49	0.00	c	0.00	0.00	0.00	0.00	143,355.47	150DB	15.0

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Group: LAND IMPROVEMENTS Location: E S OZARKS RANCH (continued)													
102		ESO WATER WELL #3	11/30/09	95,093.06	0.00	c	0.00	0.00	4,754.65	4,754.65	90,338.41	150DB	15.0
103		ESO WATER WELL #4	11/30/09	95,093.05	0.00	c	0.00	0.00	4,754.65	4,754.65	90,338.40	150DB	15.0
108		ESO ENTRANCE IMPROV-CIP	12/31/08	51,253.00	0.00		0.00	0.00	0.00	0.00	51,253.00	Land	39.0
109		BLACK RIVER SUBSTATION	10/17/08	512,723.67	0.00		0.00	2,191.13	13,146.76	15,337.89	497,385.78	S/L	39.0
E S OZARKS RANCH													
				3,195,827.66	0.00	c	0.00	46,210.45	57,431.73	103,642.18	3,092,185.48		
Location: E S ROCKIES RANCH													
115		TENN CREEK IMPROVEMENTS	1/01/01	281,621.96	0.00		0.00	57,467.76	7,221.08	64,688.84	216,933.12	S/L	39.0000
116		DEEP WATER WELL IMPROV	1/01/01	73,627.50	0.00		0.00	15,024.38	1,887.88	16,912.26	56,715.24	S/L	39.0000
E S ROCKIES RANCH													
				355,249.46	0.00	c	0.00	72,492.14	9,108.96	81,601.10	273,648.36		
Location: GRAND WEST VILLAGE RESORT													
330		RENTAL UNIT WATER WELL	3/15/07	12,342.20	0.00		0.00	1,789.62	1,055.26	2,844.88	9,497.32	150DB	15.0
GRAND WEST VILLAGE RESORT													
				12,342.20	0.00	c	0.00	1,789.62	1,055.26	2,844.88	9,497.32		
LAND IMPROVEMENTS													
				3,563,419.32	0.00	c	0.00	120,492.21	67,595.95	188,088.16	3,375,331.16		
Group: MACHINERY AND EQUIPMENT													
Location: E S OZARKS RANCH													
158		2 DUMP TRUCKS	7/01/00	79,600.00	0.00		0.00	79,600.00	0.00	79,600.00	0.00	200DB	7.0
159		2002 FORD PICKUP	1/01/04	3,160.74	0.00		0.00	2,978.68	182.06	3,160.74	0.00	200DB	5.0
160		CAT D6MXL DOZIER	1/01/04	15,235.71	0.00		0.00	11,836.30	1,359.76	13,196.06	2,039.65	200DB	7.0
161		2002 FORD PICKUP	1/01/04	1,354.60	0.00		0.00	1,276.57	78.03	1,354.60	0.00	200DB	5.0
162		CAT D6MXL DOZIER	1/01/04	35,550.00	0.00		0.00	27,618.04	3,172.78	30,790.82	4,759.18	200DB	7.0
164		CAT 320B EXCAVATOR	7/26/04	100,000.00	0.00		0.00	88,843.94	4,462.42	93,306.36	6,693.64	200DB	7.0
165		CAT 12H GRADER	7/26/04	90,000.00	0.00		0.00	79,959.54	4,016.18	83,975.72	6,024.28	200DB	7.0
166		CAT 938G WHEEL LOADER	7/26/04	136,500.00	0.00		0.00	121,271.97	6,091.21	127,363.18	9,136.82	200DB	7.0
167		CAT D3G TRACK TRACTOR	7/26/04	86,000.00	0.00		0.00	76,405.79	3,837.68	80,243.47	5,756.53	200DB	7.0
170		TRACTOR	3/25/04	33,064.95	0.00		0.00	29,376.20	1,475.50	30,851.70	2,213.25	200DB	7.0
171		20' FLAT TRAILER	4/15/04	6,670.00	0.00		0.00	5,925.89	297.64	6,223.53	446.47	200DB	7.0
172		TOOLS AND EQUIP	10/13/04	12,467.22	0.00		0.00	11,076.37	556.34	11,632.71	834.51	200DB	7.0
173		KUBOTA 72" MOWER	7/06/05	11,046.00	0.00		0.00	7,595.56	985.84	8,581.40	2,464.60	200DB	7.0
174		KUBOTA F3060	7/16/05	14,951.00	0.00		0.00	10,280.76	1,334.35	11,615.11	3,335.89	200DB	7.0
176		SICKLE MOWER	7/16/05	3,485.00	0.00		0.00	2,396.39	311.03	2,707.42	777.58	200DB	7.0
177		TOOLS & EQUIPMENT	6/16/05	9,006.56	0.00		0.00	6,193.18	803.82	6,997.00	2,009.56	200DB	7.0
178		CIH TRACTOR MX110U	5/25/05	57,223.00	0.00		0.00	39,348.26	5,107.07	44,455.33	12,767.67	200DB	7.0
179		CIH LX156 LOADER	5/25/05	1,099.00	0.00		0.00	755.71	98.08	853.79	245.21	200DB	7.0
180		LANDPRIDE 15" ROTARY CUTT	5/25/05	11,600.00	0.00		0.00	7,976.51	1,035.28	9,011.79	2,588.21	200DB	7.0
181		KRAUSE 12" TANDEM DISK	5/25/05	9,840.00	0.00		0.00	6,766.28	878.21	7,644.49	2,195.51	200DB	7.0
182		RADIO EQUIPMENT	1/31/05	16,489.92	0.00		0.00	11,338.96	1,471.70	12,810.66	3,679.26	200DB	7.0
183		INGERSOLL 54" PAD FT ROLLE	6/06/07	34,072.69	0.00		0.00	13,211.86	5,960.24	19,172.10	14,900.59	200DB	7.0
184		SKY TRAC	6/21/07	35,000.00	0.00		0.00	13,571.43	6,122.45	19,693.88	15,306.12	200DB	7.0
185		2007 CAT 262BC SKID	7/11/07	40,126.00	0.00		0.00	15,559.06	7,019.13	22,578.19	17,547.81	200DB	7.0
186		CAT D8R SN 6Y2200827	8/27/07	350,000.00	0.00		0.00	135,714.29	61,224.49	196,938.78	153,061.22	200DB	7.0
187		TREE SPAD	10/10/07	9,100.00	0.00		0.00	3,528.57	1,591.84	5,120.41	3,979.59	200DB	7.0
188		AUTO LIFT	9/26/07	1,835.00	0.00		0.00	711.53	320.99	1,032.52	802.48	200DB	7.0

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Asset	d	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: MACHINERY AND EQUIPMENT Location: E S OZARKS RANCH (continued)													
190		OHIO CENTRAL SCRREN MACH	10/16/07	55,000.00	0.00		0.00	21,326.53	9,620.99	30,947.52	24,052.48	200DB	7.0
191		48" FORKS	11/08/07	690.00	0.00		0.00	267.55	120.70	388.25	301.75	200DB	7.0
192		SURVEYING EQUIPMENT	7/12/07	28,147.00	0.00		0.00	10,914.14	4,923.67	15,837.81	12,309.19	200DB	7.0
193		BIG TEX TRAILER 22GN	6/05/08	9,025.00	0.00		0.00	1,611.61	2,118.11	3,729.72	5,295.28	200DB	7.0
194		KNUDSON KS 2468 FRAME MAK	12/02/08	88,314.29	0.00		0.00	3,154.08	24,331.49	27,485.57	60,828.72	200DB	7.0
195		KNUDSON KR 24 PANEL SYSTE	1/02/08	66,997.05	0.00		0.00	16,749.26	14,336.51	31,105.77	35,891.28	200DB	7.0
196		KNUDSON 1700K GUTTER MAC	12/02/08	10,947.93	0.00		0.00	391.00	3,016.27	3,407.27	7,540.66	200DB	7.0
197		3 X 4 DOWNSPOUT MACHINE	12/02/08	48,725.13	0.00		0.00	1,740.18	13,424.27	15,164.45	33,560.68	200DB	7.0
198		KNUDSON ELBOW MACHINE	12/02/08	3,400.60	0.00		0.00	121.45	936.90	1,058.35	2,342.25	200DB	7.0
199		RADIOS & HANDHELDS	7/16/08	2,750.00	0.00		0.00	294.64	701.53	996.17	1,753.83	200DB	7.0
200		2003 DITCHWITCH 1330 TRENC	9/13/08	3,000.00	0.00		0.00	321.43	765.31	1,086.74	1,913.26	200DB	7.0
201		DITCHWITCH RT115H W/SAW	12/17/08	132,641.00	0.00		0.00	4,737.18	36,543.95	41,281.13	91,359.87	200DB	7.0
202		RTA 2072 TILLER	4/09/09	3,100.00	0.00	c	0.00	0.00	442.86	442.86	2,657.14	200DB	7.0
203		CAT MODEL 321D	9/28/09	202,344.00	0.00	c	0.00	0.00	28,906.29	28,906.29	173,437.71	200DB	7.0
204		AUGER FOR CAT 321D	9/28/09	2,715.00	0.00	c	0.00	0.00	387.86	387.86	2,327.14	200DB	7.0
205		QUICK SAW	10/26/09	1,179.96	0.00	c	0.00	0.00	168.57	168.57	1,011.39	200DB	7.0
206		LANDSCAPE TOOLS	11/17/09	14,500.00	0.00	c	0.00	0.00	2,071.43	2,071.43	12,428.57	200DB	7.0
207		WORKSHOP TOOLS	12/02/09	1,088.00	0.00	c	0.00	0.00	155.43	155.43	932.57	200DB	7.0
E S OZARKS RANCH				1,879,042.35	0.00	c	232,351.08	872,746.69	262,786.26	1,135,532.95	743,509.40		
Location: E S ROCKIES RANCH													
168		CAT 420D BACKHOE	7/26/04	75,322.00	0.00		37,661.00	66,919.03	3,361.19	70,280.22	5,041.78	200DB	7.0
175		ROTARY CUTTER	7/16/05	3,852.00	0.00		0.00	2,648.76	343.78	2,992.54	859.46	200DB	7.0
E S ROCKIES RANCH				79,174.00	0.00	c	37,661.00	69,567.79	3,704.97	73,272.76	5,901.24		
MACHINERY AND EQUIPMENT				1,958,216.35	0.00	c	270,012.08	942,314.48	266,491.23	1,208,805.71	749,410.64		
Group: VEHICLES													
Location: E S OZARKS RANCH													
1		ATV TRAILER	4/01/00	2,100.00	0.00		0.00	2,100.00	0.00	2,100.00	0.00	200DB	7.0
4		FORD F-250 2001	1/01/00	35,796.00	0.00		0.00	35,796.00	0.00	35,796.00	0.00	200DB	5.0
5		SUBURBAN 2000	4/01/00	41,000.00	0.00		0.00	41,000.00	0.00	41,000.00	0.00	200DB	5.0
8		2005 FORD F250	12/01/04	39,241.70	0.00		19,620.85	38,111.54	1,130.16	39,241.70	0.00	200DB	5.0
9		TRUCK TOOL BOX	3/18/04	269.73	0.00		134.87	239.64	12.04	251.68	18.05	200DB	7.0
11		2-TRAILERS	4/16/04	15,269.95	0.00		7,634.98	13,566.42	681.41	14,247.83	1,022.12	200DB	7.0
12		2-TRAILERS	5/04/04	15,269.95	0.00		7,634.98	13,566.42	681.41	14,247.83	1,022.12	200DB	7.0
13		35 T SPLITTER	1/20/05	2,008.54	0.00		0.00	1,381.13	179.26	1,560.39	448.15	200DB	7.0
14		TRUCK TOOL BOX	3/25/05	709.20	0.00		0.00	487.66	63.30	550.96	158.24	200DB	7.0
15		TRACTOR	7/17/06	19,950.00	0.00		0.00	11,225.51	2,492.71	13,718.22	6,231.78	200DB	7.0
16		MACK WATER TRUCK	6/06/07	35,500.00	0.00		0.00	18,460.00	6,816.00	25,276.00	10,224.00	200DB	5.0
80		TANK TRUCK	7/25/07	23,500.00	0.00		0.00	12,520.00	4,512.00	16,732.00	6,768.00	200DB	5.0
81		CEMENT TRUCK	8/17/07	30,000.00	0.00		0.00	15,600.00	5,760.00	21,360.00	8,640.00	200DB	5.0
82		2004 DODGE RAM 3500	12/31/07	26,800.00	0.00		0.00	13,936.00	5,145.60	19,081.60	7,718.40	200DB	5.0
83		UTILITY TRAILER	8/22/07	1,000.00	0.00		0.00	387.76	174.93	562.69	437.31	200DB	7.0
84		17 ATV's	9/08/08	15,150.00	0.00		0.00	1,623.21	3,864.80	5,488.01	9,661.99	200DB	7.0
85		2008 FORD F450XL	9/13/08	31,050.00	0.00		0.00	4,657.50	10,557.00	15,214.50	15,835.50	200DB	5.0
86		2004 GMC 2500 HD 4X4	9/13/08	13,800.00	0.00		0.00	2,070.00	4,692.00	6,762.00	7,038.00	200DB	5.0

FYE: 12/31/2009

Asset	d	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: VEHICLES Location: E S OZARKS RANCH (continued)													
87		FORD F650 BUCKET TRUCK	9/29/08	41,510.00	0.00	c	0.00	6,226.50	14,113.40	20,339.90	21,170.10	200DB	5.0
88		2009 SUBURBAN	7/01/09	18,417.76	0.00	c	0.00	0.00	3,683.55	3,683.55	14,734.21	200DB	5.0
89		LIVESTOCK TRAILER	3/04/09	8,300.00	0.00	c	0.00	0.00	1,185.71	1,185.71	7,114.29	200DB	7.0
E S OZARKS RANCH													
*Less: Dispositions and Transfers													
		Net E S OZARKS RANCH		375,642.83	0.00	c	35,025.68	232,655.29	65,745.28	298,400.57	118,242.26		
				41,000.00	0.00		0.00	41,000.00	0.00	41,000.00	0.00		
		Net E S OZARKS RANCH		375,642.83	0.00	c	35,025.68	191,655.29	65,745.28	257,400.57	118,242.26		
VEHICLES													
*Less: Dispositions and Transfers													
		Net VEHICLES		416,642.83	0.00	c	35,025.68	232,655.29	65,745.28	298,400.57	118,242.26		
				41,000.00	0.00		0.00	41,000.00	0.00	41,000.00	0.00		
		Net VEHICLES		375,642.83	0.00	c	35,025.68	191,655.29	65,745.28	257,400.57	118,242.26		
Grand Total													
		Grand Total		19,239,272.86	0.00	c	320,185.29	1,599,846.24	461,661.13	2,061,507.37	17,177,765.49		
		Less: Dispositions and Transfers		48,350.00	0.00		0.00	41,000.00	0.00	41,000.00	7,350.00		
		Net Grand Total		19,190,922.86	0.00	c	320,185.29	1,558,846.24	461,661.13	2,020,507.37	17,170,415.49		

Application for Extension of Time To File an
Exempt Organization Return

DUPLICATE

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization THE EAGLE SKY FOUNDATION, INC	Employer identification number 73-1526080
	Number, street, and room or suite no. If a P.O. box, see instructions 2601 MEADOW VIEW ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions EDMOND OK 73013	

Check type of return to be filed (file a separate application for each return):

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

- The books are in the care of ► TRACY VINSON

Telephone No. ► (405) 943-1411

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 will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2009 or
- ☐ tax year beginning _____, and ending _____

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

3 a	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.	3a	\$	40,000
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	40,000
c	Balance Due. Subtract line 3b from line 3a. 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.	3c	\$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- 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 File by the extended due date for filing the return. See instructions.	Name of Exempt Organization		Employer identification number
	THE EAGLE SKY FOUNDATION, INC.		73-1526080
	Number, street, and room or suite no. If a P O box, see instructions.		For IRS use only
	2601 MEADOW VIEW ROAD		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	EDMOND OK 73013		

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

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

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

- The books are in the care of **TRACY VINSON**
Telephone No. **(405) 943-1411** 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 **11/15/2010**.
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____.
- 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 **More time is requested to acquire all information needed to complete and file an accurate return.**

8 a 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	\$	40,000
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	\$	40,000
c Balance Due. 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	\$	0

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 **Paul E. Helgeson** Title **CPA** Date **8/5/10**