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Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052 2009

For calendar year 2009, or tax year beginning		, and ending		
G Check all that apply: Initial return Amended return	Initial return of a fo	ormer public charity	Final retur	n
Use the IRS Name of foundation	/Nudress dilain	پ پ	A Employer identification	n number
label.	_		72 610002	7
Otherwise, DILLINGHAM FOUNDATION Number and street (or P O box number if mail is not do		Room/suite	73-610893' B Telephone number	<i>/</i>
or type. P O BOX 1669	5 va 50 10 50 50 10 10 10 10 10 10 10 10 10 10 10 10 10	, iod., odko	(580)233-2	2000
See Specific City or town, state, and ZIP code		<u> </u>	C If exemption application is	
ENID, OK 73702-1669			D 1 Foreign organization	ns, check here
H Check type of organization: X Section 501(c)(3) ex	kempt private foundation		Foreign organizations m check here and attach or	neeting the 85% test, computation
· · · · · · · · · · · · · · · · · · ·	Other taxable private founda	ation	E If private foundation st	atus was terminated
I Fair market value of all assets at end of year J Accounting	=	Accrual	under section 507(b)(1)(A), check here $ ightharpoonup$
	ther (specify)	hagia l	F If the foundation is in a	
251,030. (Part I, colustration of Revenue and Expenses		···	under section 507(b)(1	(d) Disbursements
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	1,750.		N/A	
2 Check X if the foundation is not required to attach Sch B interest on savings and temporary	4 =			GM3 M7147577 1
cash investments	15.	15.		STATEMENT 1
4 Dividends and interest from securities 5a Gross rents	3,143.	3,143.		STATEMENT 2
b Net rental income or (loss)				
63 Net com ov (loca) to a colo of contact and a local to	517.			
b Gross sales price for all 72,123. Capital gain net income (from Part IV, line 2)				
7 Capital gain net income (from Part IV, line 2)		517.		
8 Net snort-term capital gain				
9 Income modifications 10a Gross sales less returns and allowances				
c Gross profit or (loss)				
11 Other income APR 2 1	230.	230.		STATEMENT 3
12 Total, Add limes 1 through 11	5,655.	3,905.		
13 Compensation of officers directors trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, temployee benefits				
9 16a Legal fees b Accounting fees				
c Other professional fees STMT 4	1,357.	1,357.		0.
9 17 Interest				
18 Taxes STMT 5	91.	0.		0.
17 Interest 18 Taxes STMT 5 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses STMT 6 24 Total operating and administrative expenses. Add lines 13 through 23				
20 Occupancy				
Z1 Travel, conferences, and meetings				
통 22 Printing and publications 할 23 Other expenses ŞTMT 6	284.	0.		284.
24 Total operating and administrative	204.	•		204.
expenses. Add lines 13 through 23	1,732.	1,357.		284.
25 Contributions, gifts, grants paid	12,750.			12,750.
26 Total expenses and disbursements.				
Add lines 24 and 25	14,482.	1,357.		13,034.
27 Subtract line 26 from line 12:	0.005			
Excess of revenue over expenses and disbursements	-8,827.	2,548.		
b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		4,546.	_N/A	
923501 02-02-10 LHA For Privacy Act and Paperwork Reduction	Act Notice, see the instruct	tions.		Form 990-PF (2009)

Form **990-PF** (2009)

6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

	2008	23,650.	254,065.		.093086
	2007	50,333.	318,080.		.158240
_	2006	41,177.	300,803.		.136890
	2005	5,383.	270,734.		.019883
_	2004	14,770.	272,287.		.054244
	Total of line 1, column (d)			2	.462343
3	Average distribution ratio for the 5-year bas the foundation has been in existence if less	se period - divide the total on line 2 by 5, or by the nui than 5 years	nber of years	3	.092469
4	Enter the net value of noncharitable-use as:	sets for 2009 from Part X, line 5	}	4	_218,105.
5	Multiply line 4 by line 3			5	20,168.
6	Enter 1% of net investment income (1% of	Part I, line 27b)		6	25.
7	Add lines 5 and 6			7	20,193.
8	Enter qualifying distributions from Part XII,	line 4		8	13,034.
	If line 8 is equal to or greater than line 7, ch	eck the box in Part VI, line 1b, and complete that part	using a 1% tax rate.		

See the Part VI instructions.

Part VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions) Is tempt operating lowardsons described in exciton 4940(a)(2), check here ▶ ☐ and anter VW on line 1. Date of ruling or determination letter: (attach eavy of letter it necessary-see instructions) Domestic foundations that meet the section 4940(a) requirements in Part V, check here ▶ ☐ and enter tW or 1941 (attach domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) of Part I, line 27b c All other domestic foundations extend 4947(a)(1) flustis and disable foundations only. Others enter 0-) 3 Add line 3 and 2 3 S. 51. Subditia A (income) last (domestic section 4947(a)(1) flustis and disable foundations only. Others enter 0-) 5 Tax hased on investment income. Subtract time 4 from line 3.1 it zuro or liss, enter 0-) 5 Tax hased on investment income. Subtract time 4 from line 3.1 it zuro or liss, enter 0-) 5 Tax hased on investment income. Subtract time 4 from line 3.1 it zuro or liss, enter 0-) 5 Tax hased on investment income. Subtract time 4 from line 3.1 it zuro or liss, enter 0-) 5 Tax hased on investment is and 2009 overpayment creded to 2009 5 Exempt foreign organizations: tax withhold at source 6 Description of the company of the 2009 overpayment creded to 2009 6 B. 80. 8 D. 80.		990-PF (2009) DILLINGHAM FOUNDATION		61089			age 4
Date of fulling or determination latter: (attach copy of letter if mecsaary-see instructions) b Domestic focundations that met the section 4940(e) requirements in Part V, check here			1948	- see in	stru	ctior	IS)
b Domestic foundations that meet the section 4940(c) requirements in Part V, check here	1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.					
of Part I, Ine 27b c All other domestic foundations enter 27k of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) 2 Tax under excision 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 5 Subtitle A (incomes) lax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on Investment or or line 4 from line 5. If zero or less, enter -0- 5 Tax based on Investment or less of line 4 from line 3. If zero or less, enter -0- 6 Based by withholding erroreously withhold at 5 miles and 2 from 220 is attached 7 Total credits and payments. Add lines 6a through 0 from 220 is attached 8 Tax based on 1 from 1 from 1 from 1 from 1 from 220 is attached 0 from 220 is		Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		1			
a All other domestic foundations enter 2% of tine 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) 2	b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	1_1_				<u>51.</u>
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 5.1. Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. Lizer or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. Lizer or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. Lizer or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. Lizer or less, enter -0- 5 Tax part with application for extension of time to file (Form 868) 6 Backup withhold at source 6 Tax pard with application for extension of time to file (Form 868) 8 Enter any penalty for enderpayment or estimated tax. Check here □ if Form 2220 is attached 8 Enter any penalty for enderpayment or estimated tax. Check here □ if Form 2220 is attached 9 Tax due. If the 10tal of lines 5 and 8 is more than line 1/2, enter amount owed 9 Tax due. If the 10tal of lines 5 and 8 is more than line 1/2, enter amount owed 9 Tax due. If the 10tal of lines 5 and 8 is more than line 1/2, enter amount owed 9 Tax due. If the 10tal of lines 5 and 8 is more than line 1/2, enter amount owed 9 Tax due. If the 10tal of lines 5 and 8 is more than line 1/2, enter amount owed 9 Tax due. If the 10tal of lines 5 and 8 is more than line 1/2, enter amount owed 10 Overpayment. If line 1/2 is more than the total of lines 5 and 8, enter the amount overpaid 10 Enter the amount of line 1/0 to be rediefled to 2010 entertied to 1/2 is a line 1/2 in 1		of Part I, line 27b	İ				
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4 Subtilità A (income) Iax (domestic section 4447(a)(1) trusts and taxable foundations only, Others enter-0-) 5 Tax based on investment income. Subtract line 4 from Ine 3. If zero or less, enter-0- 6 Cedis/Payments: a 2009 estimated tax payments and 2008 overpayment credited to 2009 6 a 80. 6 b 5 1. 8 Dexempt foreign organizations - tax withheld at source 6 b 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6	2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2				0.
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7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for destinated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Dourng the tax year, dot the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a During the tax year, dot the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a During the tax year, dot the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1b Ut it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b Ut the answer is "Yes" to 1a or 1b, attach a defailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 1c Did the foundation file Form 1120-POL for this year? 2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 2 Enter the reimbursement (if any) of tax on political expenditure tax imposed on foundation managers. ► \$			1				
8 Enter any penalty for underpayment of estimated tax. Check here			┥,				8 N .
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Depart VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a 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? 1b Dut it spend more than \$100 during the year (either directly) for political purposes (see instructions for definition)? 1b X 1b X 1b X 1b X 1c 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 and copies of any materials published or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation with the services. 1c Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 1c C X 2d Enter the amount (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0. \$ 2			-				00.
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11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ▶ 29				<u> </u>			20
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1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1b Did it spend more than \$100 during the year (either directly) or indirectly) for political purposes (see instructions for definition)? 11 the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities c Did the foundation life Form 1120-POL for this year? 1c Enter the reimbursement (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? 11 "Yes," attach a detailed description of the activities. 3 Has the foundation made any changes, not previously reported to the IRS? 11 "Yes," attach a detailed description of the activities. 3 Has the foundation have unrelated business gross income of \$1,000 or more during the year? 12 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 13 X 4b If "Yes," attach the statement required by General Instruction T. 4 Are the requirements of section \$98(e) (relating to sections 4941 through 4945) satisfied either: 4 By language in the governing instrument, or 4 By language in the governing instrument, or 5 Y X 11 "Yes," complete Part II, col (c), and Part XV. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK 10 If the induation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Par		ert VII-A Statements Regarding Activities	1.11	!			<u> </u>
any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 c Did the foundation file Form 1120-PQL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$\simples\$ 0 (2) On foundation managers. \$\simples\$ 0. e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$\simples\$ 0. 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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? If "Yes," attach the statement required by General Instruction 7. Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction 7. A plant the governing instrument, or By language in the						Vac	No
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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 © Did the foundation file Form 1120-PQL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ O. (2) On foundation managers. ► \$ O. e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ O. 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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b If "Yes," has it filed a tax return on Form 990-T for this year? 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 6 Are the requirements of section 508(c) (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, 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? • By language in the governing instrument? 7 If "Yes," complete Part II, col (c), and Part XV. 8a Enter the states to which 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," attac		· ·		}			<u></u>
distributed by the foundation in connection with the activities c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$	D			}	10		
c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ O. (2) On foundation managers. ► \$ O. e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ O. 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. 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 4 Did the foundation have unrelated business gross income of \$1,000 or more during the year? 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 16 "Yes," attach the statement required by General Instruction T. 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? 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. 8a Enter the states to which 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 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)? If "Yes," complete Part XIV 9 X 10 Did any persons become substantial contributors during the tax each a schedule beting them pames and addresses			ed or				
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Form WMILE PE (2010)	10	DID any personis decome substantial continuators during the tax year in thes, attach a schedule listing their names and addresses		Form		-PF	

	90-PF (2009) DILLINGHAM FOUNDATION	73-6108	937		Page 5
	t VII-A Statements Regarding Activities (continued)	· <u> </u>			
	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of				
	section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		_X_
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before				
	August 17, 2008?		12		<u>X</u>
	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► N/A				
		o. ► <u>580 – 23</u>		<u>000</u>	
	ocated at ► 2402 WEST WILLOW, ENID, OK	ZIP+4 ► 73	<u>703</u>		
	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here				
		► 15	N	<u>/A</u> _	
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required				
F	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	<u>No</u>
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 X 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 X No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X No			
(5) Transfer any income or assets to a disqualified person (or make any of either available				
		Yes X 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				
		Yes X No			
b l	f 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	N	···		
	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected				
	pefore the first day of the tax year beginning in 2009?		1c		X
	Faxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	n	16		
		11			
	defined in section 4942(j)(3) or 4942(j)(5)):				
	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) begini	Yes X No			
		Yes LA NO			
	f "Yes," list the years \(\bigs_{ } \), \\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\				
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorr				
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and atta				
	statement - see instructions.)	N/A	2b		
C I	f the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.				
ı					
	Old the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
		Yes X No			
	f "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons				
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to				
C	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule				
F	Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b		
4a [Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		_X_
b [Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purp	ose that			
r	nad not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X
		For	m 990	-PF (2009)

Form 990-PF (2009) DILLINGHAM FOUNDATION			<u>73-61089</u>	37_	Page 6		
Part VII-B Statements Regarding Activities for Which I	orm 4720 May Be I	Required (contin	ued)				
5a During the year did the foundation pay or incur any amount to:							
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			s X No				
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indir	• • • • • • • • • • • • • • • • • • • •					
any voter registration drive?			s X No		- 1		
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	s X No				
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				Ì		
509(a)(1), (2), or (3), or section 4940(d)(2)?			s X No				
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or						
the prevention of cruelty to children or animals?			s X No				
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	•	in Regulations	/_		ĺ		
section 53.4945 or in a current notice regarding disaster assistance (see instru	·		N/A	5b			
Organizations relying on a current notice regarding disaster assistance check h							
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for			l				
expenditure responsibility for the grant?		N∕A ∐ Ye	s L No				
If "Yes," attach the statement required by Regulations section 53 494							
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	<u> </u>	[1 2]		į		
a personal benefit contract?		Үе	s X No	.	.,		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b	<u> </u>		
If "Yes" to 6b, file Form 8870.	h-44		. 👽	ł			
7a At any time during the tax year, was the foundation a party to a prohibited tax s		L	8 X No	7.	-		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 75 Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly							
Part VIII Paid Employees, and Contractors	ees, roundation wit	anagers, migniy	•				
1 List all officers, directors, trustees, foundation managers and their	compensation.						
		(c) Compensation	(d) Contributions to	(e)	Expense		
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	acco	ount, other owances		
-	to position	enter-0-j	compensation	 	011411005		
SEE STATEMENT 9		0.	0.		0.		
							
				1			
					-		
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none	enter "NONE."					
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans	(e)	Expense punt, other		
(a) Hame and address of each employee paid more than \$\phi 00000	devoted to position	(C) Compensation	and deferred compensation	all	owances		
NONE							
				<u> </u>			
				<u> </u>			
					_		
				<u> </u>			
		<u> </u>		<u> </u>			
Total number of other employees paid over \$50,000	<u> </u>	<u> </u>	<u> </u>		0		

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)	
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	ce (c) Compensation
NONE	
Total number of others receiving over \$50,000 for professional services	▶ 0
Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 DILLINGHAM FOUNDATION DOES NOT ENGAGE IN ANY DIRECT CHARITABLE ACTIVITIES	
2	0.
3	
4	
Part IX-B Summary of Program-Related Investments	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 DILLINGHAM FOUNDATION HAS NOT MADE ANY PROGRAM RELATED INVESTMENTS	
2	0.
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	▶ 0.
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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	204,668.
b	Average of monthly cash balances	1b	8,878.
C	Fair market value of all other assets	1c	7,880.
d	Total (add lines 1a, b, and c)	1d	221,426.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 .		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	221,426.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,321.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	218,105.
6	Minimum investment return. Enter 5% of line 5	6	10,905.
P	postributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	10,905.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	<u>51.</u>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,854.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,854.
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10,854.
P 1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	<u> </u>	
8	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	13,034.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	13,034.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,034.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies for th	e section

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				10,854.
2 Undistributed income, if any, as of the end of 2009				10,034.
a Enter amount for 2008 only			0.	
b Total for prior years:			<u>. U.•</u>	
		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 1,355.				
b From 2005			•	
c From 2006 26,665.				
d From 2007 34,597.				
e From 2008 11,039.				
f Total of lines 3a through e	73,656.			
4 Qualifying distributions for 2009 from				
Part XII, line 4: ► \$ 13,034.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus		<u> </u>		
(Election required - see instructions)	0.			
d Applied to 2009 distributable amount				10,854.
e Remaining amount distributed out of corpus	2,180.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount	0.			0.
must be shown in column (a)) 6 Enter the net total of each column as				
indicated below:	FF 006			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	75,836.			
b Prior years' undistributed income. Subtract		•		
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously				
assessed		0.		
d Subtract line 6c from line 6b. Taxable		_		
amount - see instructions		0.		
e Undistributed income for 2008. Subtract line				
4a from line 2a. Taxable amount - see instr.		 	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)	0.		<u> </u>	
8 Excess distributions carryover from 2004	4 255			
not applied on line 5 or line 7	1,355.	 		
9 Excess distributions carryover to 2010.	E4 404			
Subtract lines 7 and 8 from line 6a	74,481.			
O Analysis of line 9:				
a Excess from 2005				
b Excess from 2006 26,665.				
c Excess from 2007 34,597.				
d Excess from 2008 11,039.				
e Excess from 2009 2,180.			<u></u>	Form 990-PF (2009)

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Part XIV Private Operating F				<u> N/A</u>	
1 a If the foundation has received a ruling of					
foundation, and the ruling is effective fo	•	•	▶		
b Check box to indicate whether the foun		g foundation described		4942(j)(3) or	4942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	4.2000	Prior 3 years	44,0000	(a) Takal
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a					
 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			<u></u>		
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter			 		-
2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:			 		
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on					
securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public					
and 5 or more exempt					
organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income			 		
Part XV Supplementary Info	rmation (Complet	te this part only	if the foundation	n had \$5.000 or	more in assets
at any time during t					
1 Information Regarding Foundation	on Managers:	<u></u>		· · · · · · · · · · · · · · · · · · ·	······································
a List any managers of the foundation wh	_	han 2% of the total cor	ntributions received by th	ne foundation before the	close of any tax
year (but only if they have contributed i				io toditadilon porore in	rototo of any tax
DAN L DILLINGHAM					
b List any managers of the foundation wh	o own 10% or more of the	stock of a corporation	(or an equally large por	tion of the ownership o	f a partnership or
other entity) of which the foundation ha			(,
NONE					
2 Information Regarding Contribut	ion, Grant, Gift, Loan,	Scholarship, etc., F	Programs:		
Check here ▶ ☐ If the foundation of				not accept unsolicited	requests for funds. If
the foundation makes gifts, grants, etc.					
a The name, address, and telephone num	ber of the person to whom	applications should b	e addressed:		
JIM TURLEY, 580-233-					
2402 WEST WILLOW, EN		3			
b The form in which applications should I			should include:		
LETTER OF REQUEST LI					
c Any submission deadlines:	CITTLE COLLET		<u>.</u>		
NONE					
d Any restrictions or limitations on award	s such as by geographica	Lareas, charitable fields	s, kinds of institutions of	r other factors:	
NONE	c, coon as of goograpinoa	July Sharmadio Holds	., 07		
-11					

3 Grants and Contributions Paid During the Year or Approved for Future Payment						
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation	Purpose of grant or contribution	Amount		
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount		
a Paid during the year SEE SCHEDULE ATTACHED	any foundation manager or substantial contributor	status of recipient	contribution	12,750.		
b Approved for future payment		· · ·	▶ 3a	12,750.		
NONE						
Total		<u> </u>	<u> </u>	0.		

Part XVI-A Analysis of Income-Producing Activities

inter gross amounts unless otherwise indicated.	Uniciated	Dualiteas income		T by Section 3 12, 3 13, 01 3 14	(e)
1 Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
8					
b					
C					
d					
e					
1		· · · · · · · · · · · · · · · · · · ·			
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	15.	
4 Dividends and interest from securities			14	3,143.	
5 Net rental income or (loss) from real estate:			 - 		- N 1
a Debt-financed property		··		· 	
b Not debt-financed property	-				
6 Net rental income or (loss) from personal					
property					
7 Other investment income			14	230.	
			1 4	230.	····-····
8 Gain or (loss) from sales of assets other	İ		18		517
than inventory			19		317
9 Net income or (loss) from special events					
Other property					
1 Other revenue:					
a	_				
b			+ +		
C					
d	_				···
e	_				
12 Subtotal. Add columns (b), (d), and (e)		0	•	3,388.	517
3 Total. Add line 12, columns (b), (d), and (e)				13	3,905
See worksheet in line 13 instructions to verify calculations.	.)				
Part XVI-B Relationship of Activities	s to the Acco	mplishment of E	Exempt F	Purposes	
Line No. Explain below how each activity for which in	ncome is reported in	column (a) of Part XVII	-A contribute	ed importantly to the accomp	alishment of
the foundation's exempt purposes (other th			/ Commodit	ca importantly to the accomp	JUSTILLION OF
NONE					
NONE					
					
	 				
			·		
	 	·			
				··· · · · · · · · · · · · · · · · · ·	
					
				<u></u>	
					
					
					
			<u> </u>	<u> </u>	
					

the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash 5 Other transactions; (1) Sales of assets to an onocharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan quisarities (5) Loans or loan quisarities (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Reimbursement arrangements (7) Sales of assets 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 received. (8) Loans or loan guisarities (9) In 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 received. (a) Lies no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of vianders, transactions, and sharing arrangement, show in section 501(c) of the Code (other than section \$501(c)(3)) or in section 527? (a) Lies no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of vianders, transactions, and sharing arrangement, show in section 501(c) of the Code (other than section \$501(c)(3)) or in section 527? (a) Lies no (b) Amount involved (c) Name of noncharitable exempt organization (e) Description of vianders, transactions, and sharing arrangement, show in the section of programation (e) Description of vianders, transactions in the section of programation or transfers, the section of programation of transactions and information of which programatics and transport or floations and foreigness and belief, it is true, correct, and complete Declaration of programatics and programatics of programatics an		m 990-l art X \			FOUNDATION Transfers To		and	l Relation	73-61 onships With Nonc	08937 haritable		ige 13
the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash 5 Other transactions; (1) Sales of assets to an onocharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan quisarities (5) Loans or loan quisarities (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Reimbursement arrangements (7) Sales of assets 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 received. (8) Loans or loan guisarities (9) In 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 received. (a) Lies no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of vianders, transactions, and sharing arrangement, show in section 501(c) of the Code (other than section \$501(c)(3)) or in section 527? (a) Lies no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of vianders, transactions, and sharing arrangement, show in section 501(c) of the Code (other than section \$501(c)(3)) or in section 527? (a) Lies no (b) Amount involved (c) Name of noncharitable exempt organization (e) Description of vianders, transactions, and sharing arrangement, show in the section of programation (e) Description of vianders, transactions in the section of programation or transfers, the section of programation of transactions and information of which programatics and transport or floations and foreigness and belief, it is true, correct, and complete Declaration of programatics and programatics of programatics an												
a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assests b Other transactions: (1) Sales of assests to a noncharitable exempt organization (2) Purchases of assests from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reminurement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) The answer to any of the above is "Yes," complete the following schedule, Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, vanisactions, and sharing arrangement in section 501(c) of the Code (other than section 501(c)(3)) or in section 52?? (a) If "Yes," complete the following schedule. (b) Amount involved (c) Name of organization (b) Type of organization (e) Description of reliationship (c) Description of reliationship (d) Description of reliationship (e) Description of reliationship (f) Description of reliationship (h) Amount involved in the reliation of particular and statements, and to the best of my knowledge and belief, it is true, correct, and of propies Desiration of oregat/Pither than successer of following is based on all information of which prepare has any knowledge and belief, it is true, correct, and of propies Desiration of original propies to believe the authority of should be a finished the propies of particular and should be a finished the propies of particular and should be a finished and should be a finished belief of the propies of the propies of the particular and propies of particular and propies of particular and	1								section 501(c) of		Yes	No
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b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursiment arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees (8) Loans or loan guarantees (9) And official times, equipment, mailing lists, other assets, or paid employees (1) It is answer to any of the above is "Ses," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of variations, and sharing arrangement in section 501(c) of the Code (other than section 501(c)) or in section 527? (a) If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under granulties of pergury, Lecture that I have examined the return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of Green's their times are supplied belief, it is true, correct, and complete Declaration of Green's their interaction of which prepare has any knowledge TRUSTEE												X
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Preparer's Date Check If Preparer's identifying	Sign Here		Dranavaria	- <i>U</i>	1.		Date			eparer's identi	ying nun	nber
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Firm's name (or yours COLLINS, BUTLER & CO., P.C.	S	aid Qaga	Firm's name (or vours	OLLINS.	BUTLER & (CO., P.C.	1 70					
Firm's name (or yours it self-employed), self-employed), self-employed, self-empl		rep Jse	if self-employed),			,						
address, and ZIP code ENID, OK 73701-3899 Phone no. (580)233-1	_		address, and ZIP code			9			Phone no. (58	<u>30)233</u>	-11	44

(580)233-1144 Form **990-PF** (2009)

FORM 990-PF INTEREST ON SAVI	NGS AND T	EMPORARY C	ASH :	INVESTMENTS	STATEMENT	1
SOURCE					AMOUNT	
INTEREST INCOME				•		15.
TOTAL TO FORM 990-PF, PART I,	LINE 3,	COLUMN A		=		15.
FORM 990-PF DIVIDEND	S AND INT	EREST FROM	SEC	JRITIES	STATEMENT	2
SOURCE	GRO	SS AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT)
DIVIDENDS & INTEREST		3,143.		0.	3,143	
TOTAL TO FM 990-PF, PART I, L	N 4	3,143.			3,143.	
FORM 990-PF	OTHER	INCOME			STATEMENT	3
DESCRIPTION		(A) REVENUE PER BOOK	S	(B) NET INVEST- MENT INCOME	(C) ADJUSTE NET INCO	
OTHER INVESTMENT INCOME			230.	230	•	
TOTAL TO FORM 990-PF, PART I,	LINE 11		230.	230	•	
FORM 990-PF O	THER PROF	ESSIONAL F	EES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOK	(B) NET INV S MENT IN				
OTHER PROFESSIONAL FEES	1,35	7. 1	,357	•		0.
TO FORM 990-PF, PG 1, LN 16C	1,35	7. 1	,357	•		0.
<u></u>				- 		_

FORM 990-PF	TAX	ES		STATEMENT 5			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVES MENT INCO		(C) ADJUSTED NET INCOM			
EXCISE TAX	91.		0.			0.	
TO FORM 990-PF, PG 1, LN 18	91.		0.			0.	
FORM 990-PF	OTHER E	XPENSES			STATEMENT	6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVES MENT INC		(C) ADJUSTED NET INCOM			
MISCELLANEOUS	284.		0.		21	284.	
TO FORM 990-PF, PG 1, LN 23	284.		0.			84.	
FORM 990-PF	CORPORAT	E STOCK			STATEMENT	7	
DESCRIPTION			вос	OK VALUE	FAIR MARKE	r	
CORPORATE STOCK		-		160,155.	223,696.		
TOTAL TO FORM 990-PF, PART I	I, LINE 10B	=		160,155.	223,69	96.	
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	8	
DESCRIPTION		LUATION ETHOD	вос	OK VALUE	FAIR MARKE	r	
ART WORK		COST		7,880.	7,88	80.	
TOTAL TO FORM 990-PF, PART II		-		7,880.	7,88		

FORM 990-PF		RT VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS				
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE		
DAN L DILLINGHAM P.O. BOX 1669 ENID, OK 737021669	TRUSTEE 0.00	0.	0.	0.		
LESLIE D BALLEW P.O. BOX 1669 ENID, OK 737021669	TRUSTEE 0.00	0.	0.	0.		
LORI EVANS P.O. BOX 1669 ENID, OK 737021669	TRUSTEE 0.00	0.	0.	0.		
DANA HUTTON P.O. BOX 1669 ENID, OK 737021669	TRUSTEE 0.00	0.	0.	0.		
PETER DILLINGHAM P.O. BOX 1669 ENID, OK 737021669	TRUSTEE 0.00	0.	0.	0.		
TOTALS INCLUDED ON	990-PF, PAGE 6, PART VIII	0.	0.	0.		

DILLINGHAM FOUNDATION RECIPIENTS - 2009

Name and Address	<u>Amount</u>	<u>Date</u>
City of Enid, Crosslin Park Tennis Center P.O. Box 1768 Enid, OK 73702-1768	\$7,000.00	4/24/2009
Enid Community Foundation FBO Enid Arts & Sciences dba Leonardo's 123 West Maine P.O. Box 3263 Enid, OK 73702	\$2,000.00	5/6/2009
Enid Symphony Orchestra 301 West Broadway Ste A Enid, OK 73701	\$2,000.00	6/9/2009
The Cherokee Strip Regional Heritage Center 507 S 4th Street Enid, OK 73701	\$250.00	9/8/2009
Enid High Alumni Association 1710 West Willow Ave Enid, OK 73703	\$1,000.00	11/11/2009
Salvation Army 516 N. Independence Enid, OK 73701	\$250.00	12/28/2009
St. Jude Children's Research Hospital 501 St. Jude Place Memphis, TN 38105	\$250.00	12/2/2009

Total:

\$12,750.00

DILLINGHAM FOUNDATION - CAPITAL GAINS REPORT - 2009

Stock Name	Account Code	# Shares	Aquired	Sold	Cost (ML)	Proceeds	Cost	S/T Gain/Loss	L/T Gain/Loss
							-		
Celanse Corp	1250-000-04	200	9/15/08	3/3/09	\$6,928 00	\$1,459.99	\$6,928 00	(\$5,468 01)	
Schering Plough Corp	1104-000-00	300	12/2/04	3/19/09	\$5,763 00	\$6,849.96	\$5,763 00		\$1,086 96
Home Depot	1103-00-00	100	2/20/98	3/31/09	\$2,224 92	\$2,310 99	\$1,483.28		\$827 71
Wal-mart	1177-000-00	50	11/7/05	3/31/09	\$2,425 00	\$2,568.98	\$2,328 75		\$240.23
Time Warner	1182-000-00	41	10/14/08	5/6/09	\$1,304.20	\$1,325 92	\$1,042 34	\$283.58	
Home Depot	1103-000-00	50	2/20/98	6/4/09	\$1,112.46	\$1,169 46	\$1,512.39		(\$342 93)
Praxair, Inc	1229-000-00	50	5/26/06	6/25/09	\$2,706 00	\$3,532.40	\$2,706.00		\$826 40
SAIC	1250-000-06	100	12/4/08	6/4/09	\$1,828.75	\$1,821.95	\$1,894.87	(\$72.92)	
SAIC	1250-000-06	100	1/21/09	6/4/09	\$1,961 00	\$1,821 95	\$1,894 88	(\$72.93)	
ITT Educational Svcs	1250-000-01	50	6/16/08	7/20/09	\$3,847.00	\$4,769.38	\$3,847.00		\$922 38
Teva Pharmacueticals	1189-000-00	50	1/23/01	7/20/09	\$649.06	\$2,426.94	\$649.06		\$1,777.88
Encore Acquisition Co	1250-000-07	200	9/16/08	7/30/09	\$8,648.00	\$7,058 34	\$8,648.00	(\$1,589.66)	
AT&T	1218-000-00	150	12/19/05	9/8/09	\$3,828.30	\$3,828.30	\$4,362.36		(\$534 06)
AT&T	1218-000-00	50	2/22/08	9/8/09	\$1,531.50	\$1,276.10	\$1,454 13	(\$178.03)	
EMC Corp	1185-000-00	50	11/6/01	9/8/09	\$722 00	\$764 48	\$783 91		(\$19 43)
Oracle Corp	1164-000-00	50	10/16/97	9/8/09	\$294.14	\$1,039.97	\$291.20		\$748.77
Time Warner	1182-000-00	133	10/14/08	9/15/09	\$3,288 34	\$3,821.35	\$3,381.25	\$440.10	
Time Warner	1182-000-00	33	3/23/09	9/15/09	\$669 99	\$948 16	\$838.96	\$109 20	
Burlington Northern	1216-000-00	50	6/4/09	11/11/09	\$3,836.00	\$4,829.37	\$3,836 00	\$993.37	
Jarden Corp	1237-000-00	100	2/23/07	11/11/09	\$3,805.00	\$2,854 93	\$3,340.00		(\$485 07)
Cisco	1184-000-00	50	4/14/01	12/8/09	\$806.50	\$1,143.97	\$899 40		\$244 57
EMC Corp	1185-000-00	50	11/6/01	12/8/09	\$722 00	\$808 48	\$783 90		\$24 58
EMC Corp	1185-000-00	50	4/26/02	12/8/09	\$483.50	\$808.49	\$783 91		\$24 58
Jarden Corp	1237-000-00	100	2/23/07	12/8/09	\$3,805 00	\$2,783.23	\$3,340 00		(\$556 77)
Jarden Corp	1237-000-00	100	12/31/07	12/8/09	\$2,410.00	\$2,783 23	\$3,340 00		(\$556.77)
Wal-mart	1177-000-00	50	11/7/05	12/28/09	\$2,425.00	\$2,639.26	\$2,328 75		\$310.51
хто	1250-000-11	100	3/31/09	12/28/09	\$3,145 00	\$4,678.15	\$3,145.00	\$1,533 15	
								(\$4,022.15)	\$4,539.54

Total \$517.39

AFFIDAVIT OF PUBLICATION

STATE OF OKLAHOMA]

] SS.
COUNTY OF GARFIELD]

Case No.			
OCA NA			
LASC NO.			

The undersigned, being duly sworn, deposes and says that he/she is an officer of CROMWELL PUBLISHING LLC. owner and publisher of THE GARFIELD COUNTY DAILY LEGAL NEWS, a daily newspaper printed and published in Garfield County, Oklahoma, having a general paid circulation therein and having an entrance into the United States mails as second class matter and published in said county where it is delivered to the United States mails. That said Garfield County Daily Legal News has been continuously and uninterruptedly published in said county during a period of 104 weeks consecutively prior to the first publication of notice of advertisement hereto attached without cessation That the place of publication has not been moved, the name has not been changed and the continuity of its regular issues has not been broken. That said newspaper comes within all the prescription and requirement of Section 106 of Title 25, Oklahoma Statutes 1971, as amended, and complies with all other requirements of the laws of Oklahoma with reference to legal publications

That said notice, a true copy of which is attached hereto, was published in the regular edition, and not in a supplement, of said newspaper for a period of 3 issue(s), being issue(s) between the dates herewithin stated inclusive

That	the	first	publication	was	on the

	lst	day	ofMarch	200	1
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3/1/10, 3/2/10 & 3/3/10 NOTICE

TO WHOM IT MAY CONCERN-Notice is hereby given that pursuant to Section 6058 of the Internal Revenue Code of the United States and Regulations thereunder that the DILLINGHAM FOUNDATION, a private Foundation, formed and existing under Section 501 (c) (3) of the Internal Revenue Code of 1954 as an amendment, has filed its Annual Report at its office and principal place of business at 2402 West Willow, Enid, Oklahoma and such Annual Report is available for inspection at such office during regular business hours by any citizen who request it within 180 days after the publication of this Notice. The principal Co-Managers of the DILLINGHAM FOUNDATION are Dan L Dillingham, Leslie D Ballew, Lori Evans, Dana Hutton and Peter Dillingham, whose office address is 2402 West Willow, Enid, Oklahoma 73703

DILLINGHAM FOUNDATION
DANL DILLINGHAM
LESLIE D BALLEW
LORI EVANS
DANA HUTTON

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