



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



Form **990-PF**

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

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, 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

Name of foundation FOSTER CHARITABLE FOUNDATION INC		A Employer identification number 02-0653934
Number and street (or P O box number if mail is not delivered to street address) 1777 S HARRISON STE 1500		B Telephone number (see page 10 of the instructions)
City or town, state, and ZIP code DENVER CO 80210		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 16,510,416 (Part I, column (d) must be on cash basis)		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,535	4,535	4,535	
	4 Dividends and interest from securities	38,899	38,899	38,899	
	5a Gross rents	35,703	35,703	35,703	
	b Net rental income or (loss)	35,703			
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	876,204			
	b Gross sales price for all assets on line 6a 4,238,297				
	7 Capital gain net income (from Part IV, line 2)		8,415		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	955,341	87,552	79,137		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	270,000	116,100		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 2	204,584	204,584		
	b Accounting fees (attach schedule) Stmt 3	58,057	58,057		
	c Other professional fees (attach schedule) Stmt 4	152,431	152,431		
	17 Interest	5,132			
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 5	115,639	99,710		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	79,726			
21 Travel, conferences and meetings	36,013				
22 Printing and publications					
23 Other expenses (att. sch) Stmt 6	399,727			291,310	
24 Total operating and administrative expenses. Add lines 13 through 23	1,321,309	630,882	0	291,310	
25 Contributions, gifts, grants paid	0			0	
26 Total expenses and disbursements. Add lines 24 and 25	1,321,309	630,882	0	291,310	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-365,968				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			79,137		

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

Form **990-PF** (2010)

RECEIVED
 NOV 09 2012
 OPERATING AND ADMINISTRATIVE EXPENSES
 1500

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	983,478	359,411	283,474	
	2	Savings and temporary cash investments		19,639		
	3	Accounts receivable ▶	1,651,280			
		Less: allowance for doubtful accounts ▶	1,109,284	1,651,280	1,651,280	
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (att schedule) ▶				
		Less: allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	250,000	250,000	250,000	
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule) ▶	See Stmt 7	4,715,419	1,045,920	1,264,510
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach sch) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule) ▶	See Statement 8	3,937,418	4,356,187		
14	Land, buildings, and equipment basis ▶	6,262,014				
	Less: accumulated depreciation (attach sch) ▶	6,748,797	6,262,014	6,262,014		
15	Other assets (describe ▶)	See Statement 10)	1,511,688	2,142,951	2,442,951	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item 1)		15,318,666	15,668,633	16,510,416	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable	25,000	25,000		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)	363,153	363,153		
	22	Other liabilities (describe ▶)	See Statement 11)	2,165,970	2,917,528	
23	Total liabilities (add lines 17 through 22)		2,554,123	3,305,681		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	12,764,543	12,362,952		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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					
30	Total net assets or fund balances (see page 17 of the instructions)		12,764,543	12,362,952		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		15,318,666	15,668,633		

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	12,764,543
2	Enter amount from Part I, line 27a	2	-365,968
3	Other increases not included in line 2 (itemize) ▶ See Statement 12	3	4
4	Add lines 1, 2, and 3	4	12,398,579
5	Decreases not included in line 2 (itemize) ▶ See Statement 13	5	35,627
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,362,952

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 Capital Gain Distribution				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 8,415			8,415	
b				
c				
d				
e				
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			8,415	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	8,415
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

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

N/A

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009			
2008			
2007			
2006			
2005			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
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

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

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

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► www.fostercharitablefoundation.com	13	X	
14	The books are in care of ► JANA SMITH 2125 SIDNEY BAKER	Telephone no ► 830-257-0586		
	Located at ► KERRVILLE	TX	ZIP+4 ► 78028	
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		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	N/A	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	N/A	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

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

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

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
JANA S SMITH 2125 SIDNEY BAKER KERRVILLE TX 78028	PRESIDENT 40.00	150,000	0	0
DAVID L GREENWALD 4101 EAST LOUISIANA ST 400 DENVER CO 80146	VICE PRESIDE 10.00	120,000	0	0
DOUGLAS WRIGHT 2125 SIDNEY BAKER KERRVILLE TX 78028	DIRECTOR 1.00	0	0	0
CHRIS DOYLE 2125 SIDNEY BAKER KERRVILLE TX 78028	DIRECTOR 1.00	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 **0**

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
NOVEN FINANCIAL GROUP 1777 S HARRISON ST DENVER CO 80210	INVESTMENT MGT	147,310

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 See Statement 14	264,310
2 WEST END BAPTIST CHURCH	10,000
3 GLEN ROSE FIRE DEPARTMENT	10,000
4 SCHOLARSHIPS	2,000

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 N/A	
2	
All other program-related investments See page 24 of the instructions	

Total. Add lines 1 through 3 ▶

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	4,124,391
b	Average of monthly cash balances	1b	552,138
c	Fair market value of all other assets (see page 25 of the instructions)	1c	6,769,503
d	Total (add lines 1a, b, and c)	1d	11,446,032
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	11,446,032
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	171,690
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,274,342
6	Minimum investment return. Enter 5% of line 5	6	563,717

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	563,717
2a	Tax on investment income for 2010 from Part VI, line 5	2a	
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	563,717
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	563,717
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	563,717

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	291,310
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	291,310
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	291,310
Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				563,717
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008			77,376	
e From 2009			235,992	
f Total of lines 3a through e	313,368			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 291,310				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				291,310
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	272,407			272,407
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	40,961			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	40,961			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009			40,961	
e Excess from 2010				

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

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see 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))
N/A

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
N/A

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:
N/A

b The form in which applications should be submitted and information and materials they should include.
N/A

c Any submission deadlines:
N/A

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year N/A				
Total			▶ 3a	
b Approved for future payment HUNTSMAN CANCER FNDTN 500 HUNTSMAN WAY SALT LAKE CITY UT 84108		TYPE 3 501C3 CANCER HOSPITAL	RESEARCH	1,100,000
Total			▶ 3b	1,100,000

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description		Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
AMANA INCOME FUND	Various		12/03/10		\$	Purchase	301	\$		148
BLACKROCK EQUITY	Various		7/12/10			Purchase	336			121
BLACKROCK US OPPORTUNITIES	Various		12/03/10			Purchase	194			165
FAIRHOLME FUND	12/16/09		12/03/10			Purchase	192			14
ICON MATERIALS FUND	12/16/09		7/12/10			Purchase	473			-161
ISHARES IBOXX INVESTOP	5/10/10		6/16/10			Purchase	122,033			28
ISHARES MORNINGSTAR FUND MID	8/24/09		5/24/10			Purchase	157,172			16,812
ISHARES MORNINGSTAR FUND SMALL	8/24/09		5/10/10			Purchase	21,968			4,966
ISHARES MORNINGSTAR FUND SMALL	8/24/09		5/10/10			Purchase	66,961			15,109
ISHARES MORNINGSTAR FUND SMALL	8/24/09		7/07/10			Purchase	6,085			406
ISHARES MORNINGSTAR FUND SMALL	8/24/09		7/07/10			Purchase	6,086			405
ISHARES MORNINGSTAR FUND SMALL	8/24/09		7/07/10			Purchase	8,459			564
ISHARES MORNINGSTAR FUND SMALL	8/24/09		7/07/10			Purchase	20,271			1,345
ISHARES MORNINGSTAR FUND SMALL	8/24/09		7/07/10			Purchase	30,427			2,029
ISHARES MORNINGSTAR FUND SMALL	12/15/09		7/07/10			Purchase	11,959			-275
ISHARES MORNINGSTAR FUND SMALL	12/15/09		8/23/10			Purchase	85,110			999
ISHARES MORNINGSTAR FUNDSMALL	6/16/10		8/23/10			Purchase	99,440			-8,558

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description	Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
ISHARES SMCAP GROWTH		5/24/10	8/23/10	\$	Purchase	5,941	\$	\$	-282
ISHARES SMCAP GROWTH		5/24/10	8/23/10		Purchase	5,941			-282
ISHARES SMCAP GROWTH		5/24/10	8/23/10		Purchase	5,941			-282
ISHARES SMCAP GROWTH		5/24/10	8/23/10		Purchase	5,941			-282
ISHARES SMCAP GROWTH		5/24/10	8/23/10		Purchase	26,082			-1,240
ISHARES SMCAP GROWTH		5/24/10	8/23/10		Purchase	52,731			-2,537
ISHARES SMCAP GROWTH		5/24/10	8/23/10		Purchase	71,339			-3,433
ISHARES SMCAP VALUE INDEX		5/24/10	8/23/10		Purchase	6,139			-471
ISHARES SMCAP VALUE INDEX		5/24/10	8/23/10		Purchase	15,840			-1,216
ISHARES SMCAP VALUE INDEX		5/24/10	8/23/10		Purchase	18,418			-1,413
ISHARES SMCAP VALUE INDEX		5/24/10	8/23/10		Purchase	61,388			-4,706
ISHARES SMCAP VALUE INDEX		5/24/10	8/23/10		Purchase	79,816			-6,129
ISHARES TR BARCLAYS		5/21/10	6/16/10		Purchase	110,773			-17
ISHARES TR BARCLAYS		5/10/10	6/16/10		Purchase	121,755			4,341
ISHARES TR BARCLAYS		7/07/10	7/26/10		Purchase	87,842			-1,607
ISHARES TR BARCLAYS		5/10/10	6/16/10		Purchase	121,902			2,764
PERKINS MID CAP VALUE		12/18/09	12/03/10		Purchase	80			-1

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description		Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
SPDR DOW JONES MID CAP	11/23/09	11/23/09	5/24/10	\$	2,980	Purchase	2,794	\$	\$	186
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		5,959	Purchase	5,588			371
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		11,917	Purchase	11,176			741
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		20,858	Purchase	19,558			1,300
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		23,838	Purchase	22,356			1,482
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		26,817	Purchase	25,146			1,671
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		29,797	Purchase	27,940			1,857
SPDR DOW JONES MID CAP GROWTH	11/23/09	11/23/09	5/24/10		29,797	Purchase	27,940			1,857
SPDR DOW JONES MID CAP GROWTH EFT	11/23/09	11/23/09	5/24/10		29,797	Purchase	27,944			1,853
SPDR DOW JONES MID CAP GROWTH	8/23/10	11/23/10			207,487	Purchase	176,739			30,748
SPDR DOW JONES SMALL CAP GROWTH	5/26/09	5/21/10			110,991	Purchase	81,761			29,230
VALUE LINE INCOME AND GROWTH FUND	Various	12/17/10			1,070	Purchase	1,060			10
VANGUARD SMALL CAP FUND	12/23/09	12/06/10			130	Purchase	117			13
WELLS FARGO ADVANTAGE SMALL CAP VAL	12/17/09	12/03/10			9	Purchase	4			5
AMANA GROWTH FUND	2/26/09	12/03/10			33,633	Purchase	20,627			13,006
AMANA INCOME FUND	2/26/09	7/12/10			8,000	Purchase	6,110			1,890
AMANA INCOME FUND	Various	12/03/10			27,134	Purchase	18,178			8,956

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description	Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
BARON OPPORTUNITY FD		7/21/08	7/12/10	\$ 18,000	Purchase	19,291	\$	\$	-1,291
BARON OPPORTUNITY FD		7/21/08	12/03/10	1,889	Purchase	1,644			245
BLACKROCK EQUITY MDDVX		Various	7/12/10	25,748	Purchase	18,953			6,795
BLACKROCK US OPPORTUNITY INV A		2/26/09	10/12/10	10,000	Purchase	5,679			4,321
BLACKROCK US OPPORTUNITY INV		2/26/09	12/03/10	27,336	Purchase	14,753			12,583
CITIGROUP INC		5/12/09	12/22/10	50,003	Purchase	39,419			10,584
FAIRHOLME FUND		Various	12/03/10	22,855	Purchase	21,288			1,567
HARBOR INERNATIONAL FUND INST CL		7/21/08	7/12/10	49,950	Purchase	69,920			-19,970
ICON MATERIALS FUND		Various	7/12/10	27,763	Purchase	41,983			-14,220
ISHARES MORNINGSTAR FUNDMID		5/05/09	5/10/10	21,106	Purchase	15,044			6,062
ISHARES MORNINGSTAR FUND MID VALUE		5/05/09	5/10/10	99,156	Purchase	70,675			28,481
ISHARES TR RUSSEL		5/05/09	5/21/10	100,252	Purchase	82,410			17,842
JANUS FORTY FD CL S		7/21/08	7/12/10	20,000	Purchase	28,710			-8,710
JANUS FORTY FD CL S		Various	12/03/10	11,180	Purchase	14,381			-3,201
JANUS OVERSEAS FD CL		2/26/09	7/12/10	30,000	Purchase	15,944			14,056
MASTERS SELECT INTL FUND		7/21/08	7/12/10	19,950	Purchase	27,694			-7,744
PERKINS MID CAP VALUE FD CL T		7/21/08	10/12/10	15,000	Purchase	15,886			-886

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description	Date Acquired	Date Sold	Sale Price	How Received		Expense	Depreciation	Net Gain / Loss	
					Purchase	Other				
PERKINS MID CAP VALUE FD	Various	12/03/10		\$ 27,732	Purchase		\$		-166	
SPDR DOW JONES MID CAP GROWTH	5/01/09	5/10/10		136,273	Purchase				41,846	
SPDR DOW JONES SMALL CAP	5/26/09	8/23/10		1,311	Purchase				369	
SPDR DOW JONES SMALL CAP VALUE	5/26/09	8/23/10		5,600	Purchase				1,232	
SPDR DOW JONES SMALL CAP VALUE	5/26/09	8/23/10		56,003	Purchase				12,330	
SPDR DOW JONES SMALL CAP VALUE	5/26/09	8/23/10		107,246	Purchase				23,574	
VALUE LINE INCOME AND GROWTH	Various	12/17/10		77,944	Purchase				774	
VANGUARD SMALL CAP GROWTH INDEX	Various	12/06/10		42,101	Purchase				4,867	
VANGUARD VALUE	5/11/09	5/24/10		84,984	Purchase				13,490	
WELLS FARGO ADVANTAGE SMALL CAP VALU	2/26/09	12/03/10		884	Purchase				930	
REAL ESTATE INV	Various	10/21/10		1,096,312	Purchase				609,529	
Total				\$ 4,229,882			\$	0	\$	867,789

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 204,584	\$ 204,584	\$	\$
Total	\$ 204,584	\$ 204,584	\$ 0	\$ 0

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	\$ 58,057	\$ 58,057	\$	\$
Total	\$ 58,057	\$ 58,057	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ADVISOR FEES	\$ 147,310	\$ 147,310	\$	\$
REAL ESTATE APPRAISAL	5,121	5,121		
Total	\$ 152,431	\$ 152,431	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROPERTY TAXES	\$ 87,694	\$ 87,694	\$	\$
PAYROLL TAXES	27,945	12,016		
Total	\$ 115,639	\$ 99,710	\$ 0	\$ 0

Federal Statements

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
BANK FEES	1,321			
DUES AND SUBSCRIPTIONS	1,026			
CONTRACT LABOR	1,135			
WEB DESIGN AND INTERNET OFFICE	11,894			
INSURANCE	9,051			
CONTRIBUTIONS	83,990			27,000
CANCER AWARENESS AD CAMPAIGN	27,000			264,310
Total	399,727	0	0	291,310

Federal Statements**Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
APPLE	\$	\$ 24,981	Cost	\$ 83,220
BERKSHIRE HATHAWAY B NEW		14,199	Cost	20,028
CISCO SYSTEMS INC		20,020	Cost	25,288
CITIGROUP INC		109,389	Cost	139,081
CNO FINANCIAL GROUP INC		30,773	Cost	67,800
FRONTIER COMMUNICATIONS		10,004	Cost	11,919
HEWLETT PACKARD COMPANY		20,007	Cost	24,292
JOHNSON AND JOHNSON		17,157	Cost	18,555
NORTEL NETWORKS CP NEW F		3,809	Cost	345
PROCTER AND GAMBLE		15,321	Cost	19,299
AT CITIGROUP	76,425	132,508	Cost	189,200
AT CNO FINANCIAL GROUP		89,608	Cost	67,800
AT ENERGY CONVERSION DEVICES	68,400	68,400	Cost	34,500
AT ISHARES G RUSSELL 1000 VALUE		68,675	Cost	75,963
AT ISHARES MIDGROWTH		68,627	Cost	82,830
AT ISHARES SMALL GRWTH		68,680	Cost	84,341
AT ISHARES SMALL VALUE		68,643	Cost	78,123
AT NORTEL NETWORK CO	1,800	1,800	Cost	690
AT SPDR		68,675	Cost	79,378
AT VANGUARD		68,678	Cost	76,658
AT ZALE CORP		75,966	Cost	85,200
Total	\$ 146,625	\$ 1,045,920		\$ 1,264,510

02-0653934

Federal Statements

FYE: 12/31/2010

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AT BLACKROCK FDS	\$	\$	213,226 Cost	\$ 208,227
AT VANGUARD		209,339	Cost	208,703
ALPINE INTL REAL ESTATE		41,678	Cost	30,811
AMERICAN FD CAPITAL		44,667	Cost	37,854
BLACKROCK INTL OPPTY		42,834	Cost	36,255
BUFFALO BALANCED FUND		82,287	Cost	77,125
CGM REALTY FUND		41,884	Cost	34,752
HARBOR INTERNATIONAL		15,748	Cost	13,351
IVY ASSET STRATEGY FUND		219,799	Cost	203,074
IVY GLOBAL NATURAL		33,086	Cost	21,869
JANUS OVERSEAS FD		31,421	Cost	69,470
MASTERS SELECT INTL FUND		82,258	Cost	72,141
NUVEEN TRADEWINDS INTL		37,379	Cost	59,515
OAKMARK EQUITY INCOME		101,469	Cost	141,340
T ROWE PRICE		81,560	Cost	94,738
THIRD AVE INTL FUND		21,642	Cost	19,320
VANGUARD ENERGY FUND		53,374	Cost	38,892
ISHARES MORNINGSTAR FUND		281,043	Cost	344,420
ISHARES MORNINGSTAR FUND		306,448	Cost	346,237
ISHARES MORNINGSTAR FUND		86,230	Cost	98,791
ISHARES RUSSELL 1000 VALUE		126,071	Cost	139,341
ISHARES MIDCAP 400		165,427	Cost	208,289
ISHARES SILVER TRUST		40,119	Cost	70,000
SPDR GOLD TRUST		40,034	Cost	60,759
SPDR SP GROWTH		121,977	Cost	140,573
US OIL FUND		310,526	Cost	418,236

02-0653934

Federal Statements

FYE: 12/31/2010

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
VANGUARD MIDCAP GROWTH	\$	\$ 165,407	Cost	\$ 208,643
VANGUARD MIDCAP VALUE		124,595	Cost	137,571
OTHER ASSETS		815,890	Market	815,890
Total	\$ 0	\$ 3,937,418		\$ 4,356,187

Federal Statements

02-0653934

FYE: 12/31/2010

Statement 9 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
LAND	\$ 6,748,797	\$ 6,262,014	\$	\$ 6,262,014
Total	\$ 6,748,797	\$ 6,262,014	\$ 0	\$ 6,262,014

02-0653934

Federal Statements

FYE: 12/31/2010

Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
NET INTANGIBLE ASSETS	\$ 1,511,688	\$ 1,211,688	\$ 1,511,688
STOLEN FUNDS REC		123,774	123,774
PRECIOUS METALS		507,489	507,489
LPTV		150,000	150,000
RADIO STATION LICENSES		150,000	150,000
Total	\$ 1,511,688	\$ 2,142,951	\$ 2,442,951

Statement 11 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
INTERCOMPANY	\$ 1,518,465	\$ 1,570,431
OTHER CONCHO	647,505	647,505
DUE TO REV RADIO		644,781
PAYROLL LIABILITIES		17,179
NOTE PAYABLE		37,632
Total	\$ 2,165,970	\$ 2,917,528

Statement 12 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
ROUNDING	\$ 4
Total	\$ 4

Statement 13 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Total	\$ 35,627
	\$ 35,627

Statement 14 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities

Description

COLON CANCER AWARENESS AD CAMPAIGN TO RAISE UPBLIC
AWARENESS TO STATISTICS AND PERSCENTAGES OF COLON CANCER
OCCURANCES THROUGH AMERICA. THE IMPORTANCE OF EARLY
DECTECTION AND PRESSCREENING TO STOP CANCER