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Form **990-PF**

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

OMB No 1545-0052

2010Department 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

Lookout Foundation, Inc.

Number and street (or P O box number if mail is not delivered to street address)

934 Flagship Dr

Room/suite

City or town, state, and ZIP code

Summerland Key**FL 33042**H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) **\$ 8,031,931** (Part I, column (d) must be on cash basis.)J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

A Employer identification number

22-3745074

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the
85% test, check here and attach computation ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

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 ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	10,650	10,650		
	4	Dividends and interest from securities	144,624	144,624		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	43,527			
	b	Gross sales price for all assets on line 6a 268,527				
	7	Capital gain net income (from Part IV, line 2)		43,527		
	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	198,801	198,801	0		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 1	3,865	3,865		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 2	1,297	1,297		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 3	140	140		
	24	Total operating and administrative expenses. Add lines 13 through 23	5,302	5,302	0	0
	25	Contributions, gifts, grants paid	350,500			350,500
26	Total expenses and disbursements. Add lines 24 and 25	355,802	5,302	0	350,500	
27	Subtract line 26 from line 12	-157,001				
a	Excess of revenue over expenses and disbursements					
b	Net investment income (if negative, enter -0-)		193,499			
c	Adjusted net income (if negative, enter -0-)			0		

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

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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				
	2 Savings and temporary cash investments		314,219	182,513	204,563
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) See Stmt 4		7,547,132	7,731,697	7,658,859
	c Investments—corporate bonds (attach schedule) See Stmt 5		310,000	85,000	86,949
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule) See Statement 6		74,272	74,272	81,560
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
	15 Other assets (describe ▶ See Statement 7)		4,981	4,981	
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		8,250,604	8,078,463	8,031,931
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ See Statement 8)		16,990	1,850	
	23 Total liabilities (add lines 17 through 22)		16,990	1,850	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		8,233,614	8,076,613	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see page 17 of the instructions)		8,233,614	8,076,613	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		8,250,604	8,078,463	

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	8,233,614
2 Enter amount from Part I, line 27a	2	-157,001
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	8,076,613
5 Decreases not included in line 2 (itemize) ▶ See Statement 9	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,076,613

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 See Worksheet			
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			
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
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	43,527
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	19,546

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	326,518	6,663,992	0.048997
2008	314,490	7,931,048	0.039653
2007	165,460	7,119,835	0.023239
2006	157,904	3,314,663	0.047638
2005	140,149	3,070,798	0.045639

2 Total of line 1, column (d)	2	0.205166
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.041033
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,464,853
5 Multiply line 4 by line 3	5	306,305
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,935
7 Add lines 5 and 6	7	308,240
8 Enter qualifying distributions from Part XII, line 4	8	350,500

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.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,935
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,935
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,935
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	12,093
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	12,093
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,158
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax 10,158 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ► N/A	13	X	
14	The books are in care of ► Nile L. Noblitt 934 Flagship Drive Located at ► Summerland Key FL ZIP+4 ► 33042 Telephone no ► 305-745-1899			
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?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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	☐ Yes	☒ 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?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A		5b
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A	☐ Yes ☐ No	
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? If "Yes" to 6b, file Form 8870			6b
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
See Statement 10				

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
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	7,235,162
b	Average of monthly cash balances	1b	343,369
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	7,578,531
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	7,578,531
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	113,678
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,464,853
6	Minimum investment return. Enter 5% of line 5	6	373,243

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	373,243
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,935
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,935
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	371,308
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	371,308
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	371,308

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	350,500
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	350,500
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	1,935
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	348,565

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				371,308
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			152,062	
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				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 350,500				
a Applied to 2009, but not more than line 2a			152,062	
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				198,438
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).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				172,870
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				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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	Prior 3 years			(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 See Statement 11				350,500
Total				350,500
b Approved for future payment N/A				
Total				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	10,650	
4	Dividends and interest from securities			14	144,624	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			14	43,527	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		198,801	0
13	Total. Add line 12, columns (b), (d), and (e)				13	198,801

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

[illegible]

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

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. [Signature]	TREASURER
	Signature of officer or trustee	17/31/11 Date

Paid Preparer Use Only	Print/Type preparer's name Lee L. Heyde		Preparer's signature 		Date 07/13/11	Check ☐ if self-employed
	Firm's name ▶ Heyde & Associates, PC		PTIN P00024387		Firm's EIN ▶	
	Firm's address ▶ 1822 E Center St Warsaw, IN 46580-3604		Phone no 574-269-4351			

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

Lookout Foundation, Inc.**22-3745074**

(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.)
(1) Acacia federal Bk 4.5	P	12/24/07	06/28/10
(2) Metro Nat NY Bk 4.55	P	12/24/07	07/02/10
(3) World Savings Bk 4.6%	P	12/24/07	12/28/10
(4) Fidelity Diversified	P	Various	12/03/10
(5) Fidelity Emerging	P	Various	12/03/10
(6) Managers Cadence Focused	P	Various	12/28/10
(7) T Rowe Price Intl Bond	P	Various	12/16/10
(8) Capital Gains Distributions			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 95,000		95,000	
(2) 35,000		35,000	
(3) 95,000		95,000	
(4) 97			97
(5) 362			362
(6) 11,645			11,645
(7) 7,442			7,442
(8) 23,981			23,981
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			
(2)			
(3)			
(4)			97
(5)			362
(6)			11,645
(7)			7,442
(8)			23,981
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	\$ 3,865	\$ 3,865	\$	\$
Total	\$ 3,865	\$ 3,865	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Taxes Paid Rounding	\$ 1,296 1	\$ 1,296 1	\$	\$
Total	\$ 1,297	\$ 1,297	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses Dues & Fees	140	140	\$	\$
Total	\$ 140	\$ 140	\$ 0	\$ 0

Federal Statements**Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Charles Schwab Stock Fund	\$ 7,547,132	\$ 7,731,697	Cost	\$ 7,658,859
Total	\$ 7,547,132	\$ 7,731,697		\$ 7,658,859

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Charles Schwab Bond Fund	\$ 310,000	\$ 85,000	Cost	\$ 86,949
Total	\$ 310,000	\$ 85,000		\$ 86,949

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Other Assets	\$ 74,272	\$ 74,272	Cost	\$ 81,560
Total	\$ 74,272	\$ 74,272		\$ 81,560

Federal Statements**Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Organizational Expense	\$ 4,981	\$ 4,981	\$
Total	\$ 4,981	\$ 4,981	\$ 0

Statement 8 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
Am Ex Credit Card	\$ 16,990	\$ 1,850
Total	\$ 16,990	\$ 1,850

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Unrealized appreciation on gift of stock	\$
Unrealized appreciation on prior gift of stock	
Federal excise tax	
Total	\$ 0

LOOK5074 Lookout Foundation, Inc.
22-3745074
FYE: 12/31/2010

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Statement 10 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Nancy Z. Noblitt 934 Flagship Drive Summerland Key FL 33042	Pres./Dir.	0.00	0	0	0
Niles L. Noblitt 934 Flagship Drive Summerland Key FL 33042	Treas. / Dir	2.00	0	0	0
Catherine N. Keating 2816 NW 75th St. Seattle WA 98117	Dir.	0.00	0	0	0
Sarah E. Erlandson 2480 S Walnut Milton-Freewater OR 97862	Dir.	0.00	0	0	0
Joseph F. Noblitt 9455 Lake Washington Blvd NE Bellevue WA 98004	Dir.	0.00	0	0	0

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
St. Paul's Episcopal Chur	P.O. Box 1014		501c3	Charitable Grant	6,000
Key West FL 33041	n/a				
Wolf Education and Resear	P.O. Box 12604		501c3	Charitable Grant	3,000
Portland OR 97212	n/a				
American Red Cross	P.O. Box 37243		501c3	Charitable Grant	5,000
Washington DC 20013	n/a				
KAIR	3010 Overseas Highway		501c3	Charitable Grant	250
Marathon FL 33050	n/a				
SeaBee Foundation	21460 Overseas Highway		501c3	Charitable Grant	3,000
Cudjoe FL 33042	P.O. Box 37243		501c3	Charitable Grant	5,000
American Red Cross	P.O. Box 603		501c3	Charitable Grant	1,000
The Salvation Army	P.O. Box 603				
Olympia WA 98507-0603	n/a				
Lakeland Hills Family YMC	100 Fanny Road		501c3	Charitable Grant	500
Mountain Lakes NJ 07046	n/a				
The Salvation Army	P.O. Box 2878		501c3	Charitable Grant	500
Key West FL 33045-2878	n/a				
Marine Toys for Tots Foun	P.O. Box 227		501c3	Charitable Grant	100
Quentico VA 22134-0227	n/a				
Jersey Battered Women's S	P.O. Box 1437		501c3	Charitable Grant	500
Morristown NJ 07962	n/a				
Tau Beta Pi Association	P.O. Box 2697		501c3	Charitable Grant	100
Knoxville TN 37901-9910	n/a				
Market Street Mission	9 Market Street		501c3	Charitable Grant	100
Morristown NJ 07960-5122	n/a				
Market Street Mission	9 Market Street		501c3	Charitable Grant	5,000
Morristown NJ 07960-5122	n/a				
CURE International	P.O. Box 2323		501c3	Charitable Grant	2,500
Harrisburg PA 17105-9779	n/a				
The Salvation Army	P.O. Box 3170		501c3	Charitable Grant	15,000
Union NJ 07083	n/a				
The Salvation Army	P.O. Box 2878		501c3	Charitable Grant	15,000
Key West FL 33045-2878	n/a				
The Salvation Army	P.O. Box 269		501c3	Charitable Grant	15,000
Alexandria VA 22313	n/a				

Federal Statements

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
American Red Cross	2025 E Street, NW	n/a	501c3	Charitable Grant	40,000
Washington DC 20006					
American Red Cross	2025 E Street, NW	n/a	501c3	Charitable Grant	4,000
Washington DC 20006					
American Red Cross	P.O. Box 862287	n/a	501c3	Charitable Grant	4,000
Orlando FL 32886-2287					
United Way of Morris Coun	P.O. Box 1948	n/a	501c3	Charitable Grant	7,000
Morristown NJ 07962					
United Way of Monroe Coun	P.O. Box 2910	n/a	501c3	Charitable Grant	12,000
Key West FL 33045-2910					
Market Street Mission	9 Market Street	n/a	501c3	Charitable Grant	5,000
Morristown NJ 07960					
The Nature Conservancy	200 Pottersville Rd.	n/a	501c3	Charitable Grant	10,000
Chester NJ 07930-2432					
The Nature Conservancy	1917 1st Ave.	n/a	501c3	Charitable Grant	8,000
Seattle WA 98101					
The Nature Conservancy	P.O. Box 420237	n/a	501c3	Charitable Grant	12,000
Summerland Key FL 33042					
St. Peter's Episcopal Chu	215 Boulevard	n/a	501c3	Charitable Grant	1,000
Mountain Lakes NJ 07046					
O.R.E.F.	6300 N. River Rd Ste 700		501c3	Charitable Grant	5,000
Rosemont IL 60019-8839					
Operation Walk	1199 Hadley Rd.	n/a	501c3	Charitable Grant	1,000
Moorseville IN 46158					
Land Conservancy NJ	19 Boonton Ave.	n/a	501c3	Charitable Grant	1,500
Boonton NJ 07005					
Medical Needs Foundation	P.O. Box 303	n/a	501c3	Charitable Grant	1,000
Mountain Lakes NJ 07046					
World Resources Institute	10 G Street NE Ste 800	n/a	501c3	Charitable Grant	1,000
Washington DC 20002					
Tippecanoe Watershed Foun	P.O. Box 1671	n/a	501c3	Charitable Grant	1,000
Warsaw IN 46581-1671					
Special Olympics	P.O. Box 96548	n/a	501c3	Charitable Grant	1,000
Washington DC 20090-6548					
Breast Cancer Research Fo	60 East 56th St. 8th flo		501c3	Charitable Grant	1,000
New York NY 10022-3343		n/a	501c3	Charitable Grant	

Federal Statements

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**Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
NOLS	Lander WY 82520-9907	284 Lincoln St. n/a	501c3	Charitable Grant	1,000
ECHO	North Ft. Myers FL 33917-	17391 Durrance Rd n/a	501c3	Charitable Grant	14,000
Friends of Clearwater	Moscow ID 83843	P.O. Box 9241 n/a	501c3	Charitable Grant	3,000
Dana Farber/Jimmy Fund	Boston MA 02297-0025	P.O. Box 970025 n/a	501c3	Charitable Grant	1,000
Smile Train	Washington DC 20090-6231	P.O. Box 96231 n/a	501c3	Charitable Grant	500
National Multiple Sclerosis	New York NY 10017-3288	733 Third Avenue n/a	501c3	Charitable Grant	500
Alliance for Youth Achiev	Maryville TN 37802	P.O. Box 6634 n/a	501c3	Charitable Grant	1,000
InHealth	Woodbridge VA 22192	12701 Marblestone Drive n/a	501c3	Charitable Grant	500
Seeds of Compassion	Seattle WA 98121	2607 2nd Avenue n/a	501c3	Charitable Grant	500
Mind Institute	Santa Ana CA 92704	3631 S. Harbor Blvd. n/a	501c3	Charitable Grant	2,000
Samuel's House	Key West FL 33040	1614 Truesdell Ct. n/a	501c3	Charitable Grant	1,000
Take Stock in Children	Miami FL 33166	8600 NW 36th St. n/a	501c3	Charitable Grant	3,000
Big Pine and Lower Keys R	Big Pine Key FL 33043	P.O. Box 431957 n/a	501c3	Charitable Grant	1,000
Little Red Door	Indianapolis IN 46202	1801 Meridian n/a	501c3	Charitable Grant	1,000
Save Our Wild Salmon	Seattle WA 98119	200 First Avenue W, n/a	501c3	Charitable Grant	3,000
Habitat for Humanity	Key West FL 33040-6535	402 Applerouth LN n/a	501c3	Charitable Grant	1,000
Wolf Education and Resear	Portland OR 97212	3909 NE MLK Blvd. n/a	501c3	Charitable Grant	1,000
Milton-Freewater Bread Ba	Milton Freewater OR 97862	401 Parkfield n/a	501c3	Charitable Grant	4,500

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
United Way	P.O. Box 1225		501c3	Charitable Grant	2,000
Pendleton OR 97801	n/a				
Ballard Food Bank	5130 Leary Avenue NW		501c3	Charitable Grant	4,500
Seattle WA 98107	n/a				
Walla Walla Pantry Shelf	325 South 1st Avenue		501c3	Charitable Grant	3,500
Walla Walla WA 99362-3370	n/a				
The Salvation Army	P.O. Box 84818		501c3	Charitable Grant	2,000
Seattle WA 98124-6118	n/a				
Conch Republic Foster Chi	1304 Truman Ave.		501c3	Charitable Grant	750
Key West FL 33040	n/a				
American Red Cross	P.O. Box 24325		501c3	Charitable Grant	2,000
Seattle WA 98124-0325	n/a				
NEST	326 N. Brentwood		501c3	Charitable Grant	5,000
St. Louis MO 63105	n/a				
Crooked Trails	P.O. Box 94034		501c3	Charitable Grant	1,000
Seattle WA 98124	n/a				
Back Pack 4 Kids Program	230 41st Street		501c3	Charitable Grant	1,000
Marathon FL 33050	n/a				
The Rotary Foundation Pol	1560 Sherman Ave.		501c3	Charitable Grant	1,000
Evanston IL 60201	n/a				
Northwest Harvest	P.O. Box 12272		501c3	Charitable Grant	3,000
Seattle WA 98102-9913	n/a				
Key West Botanical Garden	5210 College Rd		501c3	Charitable Grant	1,100
Key West FL 33040	n/a				
Women for Women Internati	P.O. Box 9224		501c3	Charitable Grant	2,500
Central Islip NY 11722-92	n/a				
Sustainable Living Center	500 Tausick Way		501c3	Charitable Grant	1,000
Walla Walla WA 99362	n/a				
TriState Steelheaders, In	216 N. Roosevelt Street		501c3	Charitable Grant	1,000
Walla Walla WA 99362-2537	n/a				
Walla Walla Children's Mu	77 Wainwright Dr.		501c3	Charitable Grant	1,000
Walla Walla WA 99362-3975	n/a				
The Nature Conservancy	821 SE 14th Ave.		501c3	Charitable Grant	6,000
Portland OR 97214	n/a				
RHIT	5500 Wabash Ave		501c3	Charitable Grant	50,000
Terre Haute IN 47803	n/a				

Federal Statements

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
Key West Botanical Garden	5210 College Rd	n/a	501c3	Charitable Grant	750
Key West FL 33040	P.O. Box 3170	n/a	501c3	Charitable Grant	2,000
The Salvation Army	Union NJ 07083	P.O. Box 2878	501c3	Charitable Grant	1,500
The Salvation Army	Key West FL 33045-2878	n/a	501c3	Charitable Grant	2,000
The Nature Conservancy	200 Pottersville Rd	n/a	501c3	Charitable Grant	3,000
Chester NJ 07939-2432	1917 1st Ave.	n/a	501c3	Charitable Grant	1,000
The Nature Conservancy	Seattle WA 98101	821 SE 14th Ave.	501c3	Charitable Grant	6,000
The Nature Conservancy	Portland OR 97214	P.O. Box 84818	501c3	Charitable Grant	4,000
The Salvation Army	Seattle WA 98124-6118	P.O. Box 24325	501c3	Charitable Grant	1,500
American Red Cross	Seattle WA 98124-0325	n/a	501c3	Charitable Grant	2,000
Bellevue Botanical Garden	12001 Main Street	n/a	501c3	Charitable Grant	3,000
Bellevue WA 98005	1600 Ken Thompson Parkway	n/a	501c3	Charitable Grant	1,000
Mote Marine Lab	Sarasota FL 34236	16315 NE 87th St.	501c3	Charitable Grant	2,000
NAMI Eastside	Redmond WA 98052	P.O. Box 12272	501c3	Charitable Grant	3,000
Northwest Harvest	Seattle WA 98102-9913	2111 Wilson Blvd	501c3	Charitable Grant	1,000
USO	Arlington VA 22201	n/a	501c3	Charitable Grant	850
Donor's Choice	New York NY 10018-7231	n/a	501c3	Charitable Grant	1,000
Total					350,500

Form **8868**
(Rev. January 2011)**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service▶ **File a separate application for each return.**If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ☒If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

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

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

Part I only ☐

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

Type or print	Name of exempt organization	Employer identification number
File by the due date for filing your return. See instructions	Lookout Foundation, Inc.	22-3745074
	Number, street, and room or suite no. If a P.O. box, see instructions	
	934 Flagship Dr	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Summerland Key FL 33042	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

Nile L. Noblitt
934 Flagship Drive

FL 33042

- The books are in the care of ▶ **Summerland Key**

Telephone No ▶ **305-745-1899**

FAX No ▶

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

If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach _____

a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/11** to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year **2010** or

▶ ☐ tax year beginning _____, and ending _____

- 2 If this tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	13,293
Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

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