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

**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 , 2010, and ending

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

THE CORLEY FOUNDATION  
27112 HIDDEN TRAIL ROAD  
LAGUNA HILLS, CA 92653

**A** Employer identification number  
26-1635878  
**B** Telephone number (see the instructions)  
(714) 429-8207  
**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

**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, column (c), line 16)  \$  
**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>REVENUE</b>	1 Contributions, gifts, grants, etc., received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	30,086.			
	b Gross sales price for all assets on line 6a	370,066.			
	7 Capital gain net income (from Part IV, line 2)		30,086.		
	8 Net short-term capital gain			3,445.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)	SEE STATEMENT 1	4,113.			
12 <b>Total.</b> Add lines 1 through 11		34,199.	30,086.	3,445.	
<b>ADMINISTRATIVE AND EXPENSES</b>	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 sch)	SEE ST 2	1,925.		
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr)	SEE STM 3	242.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	SEE STATEMENT 4	6,385.		
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23		8,552.		
	25 Contributions, gifts, grants paid. STMT 5		33,711.		33,711.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25		42,263.	0.	0.	33,711.
27 Subtract line 26 from line 12:					
a <b>Excess of revenue over expenses and disbursements</b>		-8,064.			
b <b>Net investment income</b> (if negative, enter 0-)			30,086.		
c <b>Adjusted net income</b> (if negative, enter -0-)				3,445.	

914,15 14

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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	892,291.	864,741.	
	2	Savings and temporary cash investments			
	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 the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – US and state government obligations (attach schedule)			
		b Investments – corporate stock (attach schedule)			
		c Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)	251,219.	270,705.		
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	<b>Total assets</b> (to be completed by all filers – see instructions. Also, see page 1, item I)	1,143,510.	1,135,446.	0.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
NET ASSET/LIABILITY	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	1,143,510.	1,135,446.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see the instructions)	1,143,510.	1,135,446.		
31	<b>Total liabilities and net assets/fund balances</b> (see the instructions)	1,143,510.	1,135,446.		

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	1,143,510.
2	Enter amount from Part I, line 27a	2	-8,064.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,135,446.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,135,446.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 6			
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
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	30,086.
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 the instructions) If (loss), enter -0- in Part I, line 8 ]	3	3,445.

**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) N/A

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 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 (column (b) divided by column (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	8	

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)**

<b>1 a</b> 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 instr.)		
<b>b</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	602.
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
<b>3</b> Add lines 1 and 2	3	602.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
<b>5 Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	602.
<b>6 Credits/Payments</b>		
<b>a</b> 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	
<b>b</b> Exempt foreign organizations – tax withheld at source	6b	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	6c	
<b>d</b> Backup withholding erroneously withheld	6d	
<b>7</b> Total credits and payments Add lines 6a through 6d	7	0.
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	4.
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	606.
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
<b>11</b> 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
<b>1 a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
<b>3</b> 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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
<b>6</b> 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
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
<b>b</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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
<b>9</b> 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)? <i>If 'Yes,' complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

**Part VII-A Statements Regarding Activities (Continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <span style="float:right">▶ N/A</span>	X		
14	The books are in care of ▶ _____ Telephone no. ▶ _____ Located at ▶ _____ ZIP + 4 ▶ _____			
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 <span style="float:right">▶ 15</span>	N/A		N/A
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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ▶		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
1 a	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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <span style="float:right">▶ <input type="checkbox"/></span>	1 b	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?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 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 the instructions)	2 b	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 __		
3 a	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.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

BAA

**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 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 instructions)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A

**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?  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?  Yes  No

	5b	N/A
	6b	X
	7b	N/A

**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 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 7		0.	0.	0.
-----				
-----				
-----				
-----				

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
-----		
-----		
-----		
-----		
-----		
<b>Total</b> 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 N/A	
-----	
2	
-----	
3	
-----	
4	
-----	

**Part IX-B Summary of Program-Related Investments** (see 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 instructions	
3	
-----	
<b>Total.</b> Add lines 1 through 3	0.

BAA

**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	
<b>b</b> Average of monthly cash balances	<b>1b</b>	
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	0.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	
<b>4</b> Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	0.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	0.

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

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	
<b>2a</b> Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	602.
<b>b</b> Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	602.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	-602.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	-602.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b> Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	0.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
<b>a</b> Expenses, contributions, gifts, etc — total from Part I, column (d), line 25	<b>1a</b>	33,711.
<b>b</b> Program-related investments — total from Part IX-B	<b>1b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	33,711.
<b>5</b> 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 instructions)	<b>5</b>	
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	33,711.

**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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	51,000.			
e From 2009	50,800.			
f Total of lines 3a through e	101,800.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 33,711.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	33,711.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	135,511.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
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 instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	135,511.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	51,000.			
d Excess from 2009	50,800.			
e Excess from 2010	33,711.			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

**1** a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

	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					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> 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					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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) )

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

**Part XV** Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
<b>Total</b>				▶ <b>3a</b>
<i>b Approved for future payment</i>				
<b>Total</b>				▶ <b>3b</b>





## THE CORLEY FOUNDATION

26-1635878

STATEMENT 1  
FORM 990-PF, PART I, LINE 11  
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 4,113.		
TOTAL	\$ 4,113.	\$ 0.	\$ 0.

STATEMENT 2  
FORM 990-PF, PART I, LINE 16B  
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	\$ 1,925.			
TOTAL	\$ 1,925.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 3  
FORM 990-PF, PART I, LINE 18  
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	\$ 242.			
TOTAL	\$ 242.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4  
FORM 990-PF, PART I, LINE 23  
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT INTEREST EXPENSE	\$ 1,271.			
INVESTMENT INTEREST EXPENSE	4,754.			
LICENSES & PERMITS	360.			
TOTAL	\$ 6,385.	\$ 0.	\$ 0.	\$ 0.

## THE CORLEY FOUNDATION

26-1635878

**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 25**  
**CONTRIBUTIONS, GIFTS, AND GRANTS**

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

MAYA MACEY FOUNDATION  
 321 ROMANO AVENUE  
 CORAL GABLES, FL 33134

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

\$ 250.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

LAGUNA HILLS H.S. - GRAD NITE  
 25401 PASEO DE VALENCIA  
 LAGUNA HILLS, CA 92653

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

1,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

YOUNG LIFE  
 P.O. BOX 520  
 COLORADO SPRINGS, CO 80901

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

20,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

LAGUNA HILLS HS - GOLDEN HAWKS  
 25401 PASEO DE VALENCIA  
 LAGUNA HILLS, CA 92653

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

750.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

SUMBA FOUNDATION  
 26271 GLEN CANYON CT.  
 LAGUNA HILLS, CA 92653

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

1,425.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

PHILLIPS EYE INSTITUTE  
 2215 PARK AVENUE  
 MINNEAPOLIS, MN 55404

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

1,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

LEUKEMIA & LYMPHOMA SOCIETY  
 1311 MAMARONECK AVENUE, STE 310  
 WHITE PLAINS, NY 10605

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

250.

## THE CORLEY FOUNDATION

26-1635878

**STATEMENT 5 (CONTINUED)**  
**FORM 990-PF, PART I, LINE 25**  
**CONTRIBUTIONS, GIFTS, AND GRANTS**

CLASS OF ACTIVITY:			
DONEE'S NAME:	SOUTH CENTRAL SCHOLARS		
DONEE'S ADDRESS:	29000 S. WESTERN AVENUE, STE 401		
	RANCHO PALOS VERDES, CA 90275		
RELATIONSHIP OF DONEE:			
ORGANIZATIONAL STATUS OF DONEE:			
AMOUNT GIVEN:		\$	7,500.
CLASS OF ACTIVITY:			
DONEE'S NAME:	THE NATIONAL FOOTBALL FOUNDATION, INC		
DONEE'S ADDRESS:	433 E. LAS COLINAS BLVD STE 1130		
	IRVING , TX 75039		
RELATIONSHIP OF DONEE:			
ORGANIZATIONAL STATUS OF DONEE:			
AMOUNT GIVEN:			250.
CLASS OF ACTIVITY:			
DONEE'S NAME:	ASCRS FOUNDATION		
DONEE'S ADDRESS:	4000 LEGATO ROAD STE 700		
	FAIRFAX, VA 22033		
RELATIONSHIP OF DONEE:			
ORGANIZATIONAL STATUS OF DONEE:			
AMOUNT GIVEN:			300.
CLASS OF ACTIVITY:			
DONEE'S NAME:	SHEA CENTER		
DONEE'S ADDRESS:	26284 OSO ROAD		
	SAN JUAN CAPISTRANO, CA 92675		
RELATIONSHIP OF DONEE:			
ORGANIZATIONAL STATUS OF DONEE:			
AMOUNT GIVEN:			586.
CLASS OF ACTIVITY:			
DONEE'S NAME:	YMCA		
DONEE'S ADDRESS:	444 EAST MAIN STREET		
	ROCHESTER, NY 14604		
RELATIONSHIP OF DONEE:			
ORGANIZATIONAL STATUS OF DONEE:			
AMOUNT GIVEN:			400.
		TOTAL \$	<u>33,711.</u>

**STATEMENT 6**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

<u>ITEM</u>	<u>(A) DESCRIPTION</u>	<u>(B) HOW ACQUIRED</u>	<u>(C) DATE ACQUIRED</u>	<u>(D) DATE SOLD</u>
1	.2790 FORUM FDS INC POLARIS GBL VAL	PURCHASED	1/04/2010	9/10/2010
2	2598 FORUM FDS INC POLARIS GBL VAL	PURCHASED	VARIOUS	9/10/2010
3	0 BANCO BILBAO VIZCAYA ARGENTARIA S A	PURCHASED	VARIOUS	12/03/2010
4	65.5 AEROPOSTALE	PURCHASED	VARIOUS	8/06/2010
5	94 AES CORP	PURCHASED	VARIOUS	5/07/2010
6	1 ALLIANT TECHSYSTEMS INC	PURCHASED	9/17/2009	4/13/2010

## THE CORLEY FOUNDATION

26-1635878

STATEMENT 6 (CONTINUED)  
 FORM 990-PF, PART IV, LINE 1  
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
7	15 AMERISOURCEBERGEN CORP	PURCHASED	VARIOUS	5/24/2010
8	.3468 AON CORP	PURCHASED	VARIOUS	10/04/2010
9	5 AVIAT NETWORKS INC	PURCHASED	5/11/2009	2/16/2010
10	32 BIOVAIL CORP	PURCHASED	VARIOUS	3/03/2010
11	35 CABLEVISION SYS CORP CL A	PURCHASED	VARIOUS	5/26/2010
12	5 CERNER GROUP	PURCHASED	8/14/2009	1/06/2010
13	20 CF INDS HLDGS INC COM	PURCHASED	VARIOUS	12/07/2010
14	70 COCA COLA ENTERPRISES INC	PURCHASED	VARIOUS	10/04/2010
15	4 COCA COLA ENTERPRISES INC NEW COM	PURCHASED	5/27/2010	11/15/2010
16	14 DOLLAR TREE INC	PURCHASED	8/13/2009	7/27/2010
17	46 DREAMWORKS ANIMATION INC CL A	PURCHASED	9/09/2009	1/25/2010
18	28 DRESSER RAND GROUP INC COM	PURCHASED	VARIOUS	11/17/2010
19	34 EXPEDIA INC DEL COM	PURCHASED	VARIOUS	10/29/2010
20	12 FIDELITY NATIONAL INFORMATION SVCS COM	PURCHASED	4/19/2010	8/09/2010
21	29 FOREST LABS INC	PURCHASED	VARIOUS	8/06/2010
22	13 FOREST WHEELER AG COM	PURCHASED	11/02/2009	4/29/2010
23	5 GARMIN LTD ORD	PURCHASED	9/14/2009	3/30/2010
24	8 GLOBAL PMTS INC	PURCHASED	5/22/2009	1/20/2010
25	25 H R BLOCK INC	PURCHASED	1/15/2010	10/15/2010
26	23 HEWITT ASSOCIATES INC	PURCHASED	VARIOUS	10/04/2010
27	13 JAY GLOBAL INC	PURCHASED	VARIOUS	7/07/2010
28	63 KING PHARMACEUTICALS INC	PURCHASED	VARIOUS	10/19/2010
29	28 KROGER CO	PURCHASED	8/11/2009	3/23/2010
30	24 LENDER PROCESSING SVCS INC COM	PURCHASED	2/09/2010	12/06/2010
31	2 LIFE TECHNOLOGIES CORP COM	PURCHASED	2/06/2009	1/08/2010
32	5 LUBRIZOL CORP	PURCHASED	5/07/2009	4/15/2010
33	9 MADISON SQUARE GARDEN INC CL A	PURCHASED	VARIOUS	2/12/2010
34	334 MFA MORTGAGE INVESTMENTS INC	PURCHASED	VARIOUS	7/15/2010
35	3 MOLSON COORS BREWING CO CL B NON VTG STK	PURCHASED	9/11/2009	5/28/2010
36	17 NATIONWIDE HEALHT PPTYS INC	PURCHASED	VARIOUS	4/22/2010
37	18 NETEASE COM INC ADR SPON	PURCHASED	VARIOUS	5/03/2010
38	40 NRG ENERGY INC	PURCHASED	VARIOUS	4/22/2010
39	14 OLD DOMINION FGHT LINES INC	PURCHASED	8/17/2009	2/02/2010
40	6 ONEOK INC	PURCHASED	7/08/2009	3/22/2010
41	4 OSHKOSH TRUCK CORP CLASS B	PURCHASED	5/04/2010	12/09/2010
42	18 OWENS ILLINOIS	PURCHASED	7/31/2009	6/14/2010
43	43 PACKAGING CORP AMERICA	PURCHASED	10/21/2009	7/07/2010
44	6 PETROHAWK ENERGY CORP COM	PURCHASED	9/04/2009	7/27/2010
45	17 RADIOSHACK CORP	PURCHASED	9/30/2009	4/23/2010
46	12 RANDGOLD RES LTD ADR	PURCHASED	5/08/2010	1/22/2010
47	47 SKYWORKS SOLUTIONS INC	PURCHASED	12/16/2009	12/08/2010
48	15 SYBASE INC	PURCHASED	4/26/2010	5/13/2010
49	5 SYMANTEC CORP	PURCHASED	6/01/2009	2/17/2010
50	31 TECO ENERGY INC	PURCHASED	9/23/2009	1/22/2010
51	48 TERRA INDS INC	PURCHASED	1/15/2010	3/09/2010
52	5 TJX COMPANIES INC	PURCHASED	5/07/2009	1/05/2010
53	12 UNIVERSAL HEALTH SVCS INC CLASS B	PURCHASED	10/15/2009	2/26/2010
54	1 V F CORP	PURCHASED	9/24/2009	9/03/2010
55	54 WARNER CHILCOTT PLC SHS A	PURCHASED	10/08/2009	3/18/2010
56	38 WESTERN DIGITAL CORP	PURCHASED	2/09/2010	7/23/2010
57	4 WHITING PETE CORP NEW	PURCHASED	11/02/2009	7/29/2010
58	14 WINDSTREAM CORP COM	PURCHASED	4/01/2009	2/19/2010
59	0 GARMIN LTD ORD	PURCHASED	1/01/2010	5/03/2010
60	7 ALLIANT TECHSYSTEMS INC	PURCHASED	12/08/2008	4/13/2010
61	.1926 AON CORP	PURCHASED	7/25/2008	10/04/2010
62	11 ARCH CAPITAL GROUP GROUP NEW	PURCHASED	12/16/2008	12/06/2010

## THE CORLEY FOUNDATION

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STATEMENT 6 (CONTINUED)  
 FORM 990-PF, PART IV, LINE 1  
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
63	1 CABLEVISION SYS CORP CL A	PURCHASED	12/24/2008	2/12/2010
64	6 DOLLAR TREE INC	PURCHASED	2/06/2009	4/15/2010
65	31 ECHOSTAR HLDG CORP CL A	PURCHASED	7/25/2008	9/23/2010
66	70 FIDELITY NATIONAL INFORMATION SVCS COM	PURCHASED	7/08/2009	8/09/2010
67	13 FORUM FDS INC POLARIS GBL VAL	PURCHASED	8/13/2009	11/10/2010
68	35 FOSTER WHEELER AG COM	PURCHASED	11/30/2009	12/13/2010
69	19 GARMIN LTD SHS	PURCHASED	9/14/2009	12/10/2010
70	6 GLOBAL PMTS INC	PURCHASED	7/29/2008	1/20/2010
71	10 HEALTH CARE REIT INC	PURCHASED	9/17/2008	8/09/2010
72	42 HEWITT ASSOCIATES INC	PURCHASED	9/11/2009	10/04/2010
73	16 HOSPIRA INC	PURCHASED	9/22/2008	7/15/2010
74	9 ITT INDS INC	PURCHASED	11/04/2009	11/09/2010
75	117 KING PHARMACEUTICALS INC	PURCHASED	8/26/2009	10/19/2010
76	12 KROGER CO	PURCHASED	8/12/2008	3/23/2010
77	11 LIFE TECHNOLOGIES CORP COM	PURCHASED	10/16/2008	1/08/2010
78	4 LUBRIZOL CORP	PURCHASED	5/08/2009	9/15/2010
79	.25 MADISON SQUARE GARDEN INC CL A	PURCHASED	12/24/2008	2/12/2010
80	23 MOLSON COORS BREWING CO CL B NON VTG STK	PURCHASED	2/06/2009	5/28/2010
81	23 NATIONWIDE HEALHT PPTYS INC	PURCHASED	7/25/2008	4/22/2010
82	10 ONEOK INC	PURCHASED	7/25/2008	3/22/2010
83	22 OWENS ILLINOIS	PURCHASED	8/28/2009	11/03/2010
84	11 PACKAGING CORP AMERICA	PURCHASED	10/21/2009	12/07/2010
85	19 PALL CORP	PURCHASED	7/25/2008	2/02/2010
86	4 PARTNER RE HLDGS LTD	PURCHASED	9/16/2008	4/23/2010
87	39 PETROHAWK ENERGY CORP COM	PURCHASED	7/25/2008	7/27/2010
88	10 QEP RES INC COM	PURCHASED	7/25/2008	7/07/2010
89	27 QUESTAR CORP	PURCHASED	12/16/2008	7/07/2010
90	8 ROSS STORES INC	PURCHASED	7/08/2009	12/02/2010
91	25 SAIC INC COM	PURCHASED	6/23/2009	8/11/2010
92	21 SYBASE INC	PURCHASED	7/25/2008	5/13/2010
93	47 SYMANTEC CORP	PURCHASED	9/24/2008	2/17/2010
94	49 TECO ENERGY INC	PURCHASED	7/25/2008	1/22/2010
95	20 UNIVERSAL HEALTH SVCS INC CLASS B	PURCHASED	2/06/2009	2/26/2010
96	8 V F CORP	PURCHASED	7/15/2009	9/03/2010
97	11 VALEANT PHARMACEUTICALS INTL INC CDA COM	PURCHASED	9/21/2009	10/12/2010
98	13 WILLIS GROUP HLDGS PUBLIC LTD CO SHS	PURCHASED	10/01/2008	4/27/2010
99	11 WINDSTREAM CORP COM	PURCHASED	2/06/2009	2/19/2010
100	79 ACTUANT CORP	PURCHASED	5/21/2009	1/12/2010
101	50 COINSTAR INC	PURCHASED	2/18/2010	10/29/2010
102	228 COLDWATER CREEK INC	PURCHASED	7/08/2010	9/21/2010
103	57 DUFF & PHELPS CORP NEW CL A	PURCHASED	7/13/2010	12/13/2010
104	49 LIBERTY MEDIA HLDG CORP INT COM SER A	PURCHASED	12/22/2009	4/05/2010
105	79 SPARTECH CORP	PURCHASED	12/07/2009	12/07/2010
106	175 TCF FINL CORP	PURCHASED	11/03/2009	10/18/2010
107	301 UNITED ONLINE INC	PURCHASED	2/22/2010	11/03/2010
108	60 UNIVERSAL CORP VA	PURCHASED	6/08/2010	8/04/2010
109	108 WILMINGTON TR CORP	PURCHASED	6/23/2010	7/29/2010
110	198 ACTUANT CORP	PURCHASED	5/21/2009	7/26/2010
111	.36 ALLEGHANY CORP	PURCHASED	12/15/2008	4/23/2010
112	180 CENTRAL GARDEN & PET CO CL A NON VTG	PURCHASED	7/28/2008	10/29/2010
113	377 CHIMERA INVT CORP COM	PURCHASED	12/15/2008	10/15/2010
114	46 COINSTAR INC	PURCHASED	12/15/2008	4/30/2010
115	22 CRANE CO	PURCHASED	12/15/2008	10/06/2010
116	543 LIBERTY MEDIA HLDG CORP INT COM SER A	PURCHASED	4/03/2009	4/05/2010

## THE CORLEY FOUNDATION

26-1635878

STATEMENT 6 (CONTINUED)  
 FORM 990-PF, PART IV, LINE 1  
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
117	443 PLATO LEARNING INC	PURCHASED	12/15/2008	4/07/2010
118	10 SCOTTS CO CL A	PURCHASED	7/28/2008	8/27/2010
119	429 UNITED ONLINE INC	PURCHASED	2/20/2009	11/03/2010
120	196 VIRGIN MEDIA INC COM	PURCHASED	12/15/2008	1/04/2010
121	4 WASHINGTON POST CO CLASS B	PURCHASED	10/24/2008	6/14/2010
122	197 WENDYS ARBYS GROUP INC COM	PURCHASED	12/15/2008	11/05/2010
123	142 WILMINGTON TR CORP	PURCHASED	7/27/2009	7/29/2010
124	216 CALAMOS INVT TR NEW CONV FD	PURCHASED	6/21/2010	9/10/2010
125	5534 CALAMOS INVT TR NEW CONV FD	PURCHASED	8/04/2009	9/10/2010
126	797 PIMCO FDS PAC INVT MGMT SER TOT RET FD C	PURCHASED	12/10/2010	12/22/2010
127	10139 PIMCO FDS PAC INVT MGMT SER TOT RET FD C	PURCHASED	7/24/2008	12/22/2010
128	WATER EQUITY FUND, LP	PURCHASED	VARIOUS	VARIOUS
129	WATER EQUITY FUND, LP	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	3.		3.	0.				\$ 0.
2	31,383.		35,416.	-4,033.				-4,033.
3	73.		0.	73.				73.
4	1,761.		1,835.	-74.				-74.
5	987.		1,189.	-202.				-202.
6	79.		78.	1.				1.
7	455.		347.	108.				108.
8	12.		14.	-2.				-2.
9	31.		27.	4.				4.
10	487.		430.	57.				57.
11	863.		685.	178.				178.
12	450.		315.	135.				135.
13	2,022.		1,792.	230.				230.
14	700.		303.	397.				397.
15	100.		90.	10.				10.
16	647.		458.	189.				189.
17	1,811.		1,626.	185.				185.
18	1,049.		880.	169.				169.
19	970.		841.	129.				129.
20	348.		300.	48.				48.
21	815.		779.	36.				36.
22	405.		373.	32.				32.
23	191.		183.	8.				8.
24	372.		275.	97.				97.
25	309.		565.	-256.				-256.
26	589.		307.	282.				282.
27	683.		611.	72.				72.
28	892.		684.	208.				208.
29	599.		588.	11.				11.
30	681.		993.	-312.				-312.
31	103.		58.	45.				45.
32	465.		220.	245.				245.
33	175.		140.	35.				35.
34	2,411.		2,555.	-144.				-144.
35	122.		147.	-25.				-25.
36	585.		535.	50.				50.

## THE CORLEY FOUNDATION

26-1635878

STATEMENT 6 (CONTINUED)  
 FORM 990-PF, PART IV, LINE 1  
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
37	618.		786.	-168.				\$ -168.
38	888.		951.	-63.				-63.
39	393.		491.	-98.				-98.
40	275.		166.	109.				109.
41	140.		153.	-13.				-13.
42	544.		574.	-30.				-30.
43	978.		874.	104.				104.
44	97.		128.	-31.				-31.
45	398.		278.	120.				120.
46	891.		791.	100.				100.
47	905.		652.	253.				253.
48	966.		652.	314.				314.
49	85.		79.	6.				6.
50	486.		448.	38.				38.
51	2,138.		1,701.	437.				437.
52	184.		143.	41.				41.
53	372.		340.	32.				32.
54	75.		71.	4.				4.
55	1,295.		1,338.	-43.				-43.
56	1,281.		1,348.	-67.				-67.
57	346.		232.	114.				114.
58	144.		112.	32.				32.
59	0.		0.	0.				0.
60	561.		664.	-103.				-103.
61	7.		7.	0.				0.
62	883.		745.	138.				138.
63	22.		12.	10.				10.
64	357.		214.	143.				143.
65	584.		1,008.	-424.				-424.
66	2,033.		1,339.	694.				694.
67	411.		352.	59.				59.
68	1,069.		1,106.	-37.				-37.
69	591.		697.	-106.				-106.
70	285.		268.	17.				17.
71	451.		480.	-29.				-29.
72	1,669.		1,196.	473.				473.
73	895.		612.	283.				283.
74	435.		460.	-25.				-25.
75	1,351.		1,150.	201.				201.
76	265.		351.	-86.				-86.
77	565.		305.	260.				260.
78	349.		176.	173.				173.
79	5.		3.	2.				2.
80	995.		1,136.	-141.				-141.
81	786.		818.	-32.				-32.
82	463.		450.	13.				13.
83	613.		751.	-138.				-138.
84	289.		234.	55.				55.
85	678.		769.	-91.				-91.
86	325.		269.	56.				56.
87	806.		1,300.	-494.				-494.
88	285.		287.	-2.				-2.
89	895.		1,116.	-221.				-221.

## THE CORLEY FOUNDATION

26-1635878

STATEMENT 6 (CONTINUED)  
 FORM 990-PF, PART IV, LINE 1  
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
90	459.		303.	156.				\$ 156.
91	404.		439.	-35.				-35.
92	1,352.		704.	648.				648.
93	827.		919.	-92.				-92.
94	795.		949.	-154.				-154.
95	625.		422.	203.				203.
96	636.		415.	221.				221.
97	301.		152.	149.				149.
98	424.		416.	8.				8.
99	113.		96.	17.				17.
100	1,510.		749.	761.				761.
101	2,848.		1,373.	1,475.				1,475.
102	1,142.		815.	327.				327.
103	928.		632.	296.				296.
104	782.		520.	262.				262.
105	761.		910.	-149.				-149.
106	2,765.		2,039.	726.				726.
107	1,860.		2,091.	-231.				-231.
108	2,388.		2,479.	-91.				-91.
109	1,504.		1,250.	254.				254.
110	4,001.		2,717.	1,284.				1,284.
111	109.		101.	8.				8.
112	1,882.		710.	1,172.				1,172.
113	1,549.		1,014.	535.				535.
114	2,105.		789.	1,316.				1,316.
115	851.		328.	523.				523.
116	11,381.		1,744.	9,637.				9,637.
117	2,481.		463.	2,018.				2,018.
118	487.		203.	284.				284.
119	2,593.		2,271.	322.				322.
120	3,359.		809.	2,550.				2,550.
121	1,769.		1,381.	388.				388.
122	981.		802.	179.				179.
123	1,472.		1,559.	-87.				-87.
124	4,094.		4,051.	43.				43.
125	104,253.		98,000.	6,253.				6,253.
126	8,591.		8,726.	-135.				-135.
127	109,378.		107,111.	2,267.				2,267.
128	0.		3,303.	-3,303.				-3,303.
129	256.		0.	256.				256.
							TOTAL	\$ 30,086.

## THE CORLEY FOUNDATION

26-1635878

STATEMENT 7  
 FORM 990-PF, PART VIII, LINE 1  
 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JESSE A. CORLEY 27112 HIDDEN TRAIL ROAD LAGUNA HILLS, CA 92653	DIRECTOR 0	\$ 0.	\$ 0.	\$ 0.
DEBRA C. CORLEY 27112 HIDDEN TRAIL ROAD LAGUNA HILLS, CA 92653	DIRECTOR 0	0.	0.	0.
ERICA M. CORLEY 27112 HIDDEN TRAIL ROAD LAGUNA HILLS, CA 92653	DIRECTOR 0	0.	0.	0.
DAVIS A. CORLEY 27112 HIDDEN TRAIL ROAD LAGUNA HILLS, CA 92653	DIRECTOR 0	0.	0.	0.
DREW D. CORLEY 27112 HIDDEN TRAIL ROAD LAGUNA HILLS, CA 92653	DIRECTOR 0	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

## Application for Extension of Time To File an Exempt Organization Return

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](http://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*

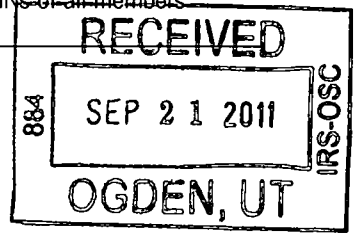
<b>Type or print</b>	Name of exempt organization <b>THE CORLEY FOUNDATION</b>	Employer identification number <b>26-1635878</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P.O. box, see instructions. <b>27112 HIDDEN TRAIL ROAD</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>LAGUNA HILLS, CA 92653</b>	

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

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of \_\_\_\_\_  
Telephone No. \_\_\_\_\_ 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 8/15, 2011, 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 \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_

2 If the 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.	<b>3a</b>	\$	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.	<b>3b</b>	\$	0.
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	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

**BAA For Paperwork Reduction Act Notice, see Instructions.**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

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

<b>Type or print</b>  File by the extended due date for filing the return. See instructions.	Name of exempt organization	Employer identification number
	THE CORLEY FOUNDATION	26-1635878
	Number, street, and room or suite number. If a P O box, see instructions	
	ABREGOV PARRINO, LLP 5 HUBBLE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	IRVINE, CA 92618-4209	

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-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in care of Telephone No \_\_\_\_\_ FAX No \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 2011

5 For calendar year 2010, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_

6 If the tax year entered in line 5 is for less than 12 months, check reason  Initial return  Final return  Change in accounting period

7 State in detail why you need the extension TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	602.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	0.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	602.

**Signature and Verification**

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

Signature  Title **PRESIDENT** Date

**BAA** FIF20502L 11/15/10 Form 8868 (Rev 1-2011)

