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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

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

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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
KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2

Number and street (or P O box number if mail is not delivered to street address)
1751 YALECREST AVE

City or town, state, and ZIP code
SALT LAKE CITY UT 84108

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)
\$ 2,854,090

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number
27-1666803

B Telephone number (see instructions)
(801) 531-7313

C If exempt 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), & (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temp cash investments	5,573	5,573	5,573	
4	Dividends and interest from securities	53,455	53,455	53,455	
5a	Gross rents	12,250	12,250	12,250	
b	Net rental income or (loss) 12,250				
6a	Net gain/(loss) from sale of assets not on line 10	46,336			
b	Gross sales price for all assets on line 6a 2,237,304				
7	Capital gain net income (from Part IV, line 2)		46,336		
8	Net short-term capital gain			0	
9	Income modifications			0	
10a	Gross sales less rtns & allowances 0				
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	117,614	117,614	71,278	
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) #1	1,056	1,056	1,056	
b	Accounting fees (attach schedule) #2	3,000	3,000	3,000	
c	Other professional fees (attach schedule) #3	26,482	26,482	26,482	
17	Interest				
18	Taxes (attach schedule) (see instructions) #4	109	109	109	
19	Depreciation (attach sch.) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	511	511	511	
22	Printing and publications	21	21	21	
23	Other expenses (attach schedule) #5	22,577	22,577	22,577	
24	Total operating and administrative expenses. Add lines 13 through 23	53,756	53,756	53,756	0
25	Contributions, gifts, grants paid	114,000			114,000
26	Total exp & disbursements. Add lines 24 and 25	167,756	53,756	53,756	114,000
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-50,142			
b	Net investment income (if neg, enter -0-)		63,858		
c	Adjusted net income (if neg, enter -0-)			17,522	

For Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2010)

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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 inst.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
A S S E T S	1	Cash -- non-interest-bearing		324,081	939,282	939,282
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accts ▶				
	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 schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments -- U S and state govt obligations (attach schedule)				
	b	Investments -- corporate stock (attach schedule) #6	1,830,177	1,164,834	1,249,808	
	c	Investments -- corporate bonds (attach schedule)				
	L I A B I L I T I E S	11	Investments -- land, buildings, and equipment basis ▶ 665,000 #7	665,000	665,000	665,000
		Less accumulated depreciation (attach schedule) ▶				
12		Investments -- mortgage loans				
13		Investments -- other (attach schedule)				
14		Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers -- see the instructions Also, see page 1, item I)	2,819,258	2,769,116	2,854,090	
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 ▶)					
23	Total liabilities (add lines 17 through 22)	0	0			
F U N D A S S E T B A L A N C E S	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, ck. here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	2,819,258	2,769,116		
	30	Total net assets or fund balances (see the instructions)	2,819,258	2,769,116		
	31	Total liabilities and net assets/fund balances (see the inst.)	2,819,258	2,769,116		

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	2,819,258
2	Enter amount from Part I, line 27a	2	-50,142
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,769,116
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	2,769,116

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 ATTACHMENT #8			
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			

(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)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	46,336
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	21,227

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

☐ Yes ☒ No

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	109,910	2,304,861	0.047686
2008	35,420	2,505,723	0.014136
2007	16,855	507,307	0.033224
2006	8,342	230,007	0.036268
2005	8,556	226,096	0.037842

2 Total of line 1, column (d)	2	0.169156
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	0.033831
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,810,643
5 Multiply line 4 by line 3	5	95,087
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	639
7 Add lines 5 and 6	7	95,726
8 Enter qualifying distributions from Part XII, line 4	8	114,000

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)

1 a 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 inst.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	639
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	639
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	639
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b Exempt foreign organizations -- tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7		0
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		639
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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?	N/A	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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 yr? If "Yes," complete Part II, col (c), & Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ UT		
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)? 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	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 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 ▶ SEE ATTACHMENT #9 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 ▶ 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

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

Part VII **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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No	5b		
Organizations relying on a current notice regarding disaster assistance check here				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		X

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 avg hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp	(e) Expense account, other allowances
SEE ATTACHMENT #10				
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 avg 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 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 SEE ATTACHMENT #11	
	114,000
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See the instructions	
3	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	1,556,764
b	Average of monthly cash balances	1b	631,681
c	Fair market value of all other assets (see the instructions)	1c	665,000
d	Total (add lines 1a, b, and c)	1d	2,853,445
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,853,445
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	42,802
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,810,643
6	Minimum investment return. Enter 5% of line 5	6	140,532

Part XI Distributable Amount (see 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	140,532
2a	Tax on investment income for 2010 from Part VI, line 5	2a	639
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	639
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	139,893
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	139,893
6	Deduction from distributable amount (see the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	139,893

Part XIII Qualifying Distributions (see 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	114,000
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	114,000
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 the instructions)	5	639
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	113,361

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 the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				139,893
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			113,945	
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	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>114,000</u>				
a Applied to 2009, but not more than line 2a			113,945	
b Applied to undistributed income of prior years (Election required -- see the instructions)				
c Treated as distributions out of corpus (Election required -- see the instructions)				
d Applied to 2010 distributable amount				55
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 the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount -- see the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				139,838
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see 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 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	N/A			
b Check box to indicate whether the foundation is a private operating foundation described in section	4942(j)(3) or	4942(j)(5)		

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct exempt act					
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 min. 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 XVI Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year -- see 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)) 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 <input checked="" type="checkbox"/> 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 the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d
a	The name, address, and telephone number of the person to whom applications should be addressed
b	The form in which applications should be submitted and information and materials they should include
c	Any submission deadlines
d	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	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)				
a Paid during the year SEE ATTACHMENT #12				
Total			▶ 3a	114,000
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Excl code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5,573	
4 Dividends and interest from securities			14	53,455	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	12,250	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	46,336	
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		117,614	0
13 Total. Add line 12, columns (b), (d), and (e)			13	117,614	

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)

**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		X
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		

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a 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

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 of officer or trustee

Date 5-13-2011

Title Trustee

Paid Preparer Use Only

Print/Type preparer's name
Randall R Call, CPA

Preparer's signature
Randall R Call, CPA

Date
05-11-2011

Check ☒ if self-employed

PTIN

Firm's name ▶ WEAVER AND CALL LC

Firm's EIN ▶ 87-0542389

Firm's address ▶ 7135 HIGHLAND DR SUITE 201

Phone no (801) 947-1788

990 SCHEDULE OF LEGAL FEES

ATTACHMENT 1: PAGE 1 - 990-PF PAGE 1, PART I, LINE 16A

OPEN TO PUBLIC
INSPECTION

For calendar year 2010, or tax period beginning _____, and ending _____

Name of Organization

KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2

Employer Identification Number

27-1666803

Legal Description	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
LEGAL FEES	1,056	1,056	1,056	
Total:	1,056	1,056	1,056	

990 SCHEDULE OF ACCOUNTING FEES

ATTACHMENT 2: PAGE 1 - 990-PF PAGE 1, PART I, LINE 16B

OPEN TO PUBLIC
INSPECTION

For calendar year 2010, or tax period beginning , and ending

Name of Organization

Employer Identification Number

KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2

27-1666803

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
ACCOUNTING FEES	3,000	3,000	3,000	
Total:	3,000	3,000	3,000	

990 SCHEDULE OF OTHER PROFESSIONAL FEES

ATTACHMENT 3: PAGE 1 - 990-PF PAGE 1, PART I, LINE 16C

OPEN TO PUBLIC
INSPECTION

For calendar year 2010, or tax period beginning _____, and ending _____

Name of Organization

Employer Identification Number

KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2

27-1666803

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
INVESTMENT ADVISORY FEES	26,482	26,482	26,482	
Total:	26,482	26,482	26,482	

ATTACHMENT 4: PAGE 1 - 990- PF PAGE 1, PART I, LINE 18

For calendar year 2010, or tax period beginning _____, and ending _____

Employer Identification Number

27-1666803

Total:

990 OTHER EXPENSES SCHEDULE

ATTACHMENT 5: PAGE 1 990-PF PAGE 1, PART I, LINE 23

OPEN TO PUBLIC
INSPECTION

For calendar year 2010, or tax period beginning _____, and ending _____

Name of Organization

Employer Identification Number

KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2

27-1666803

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
RENTAL CLEANING	901	901	901	
RENTAL GARDENING	920	920	920	
RENTAL HOA FEES	10,671	10,671	10,671	
RENTAL PROPERTY TAX	3,027	3,027	3,027	
RENTAL REPAIRS	1,884	1,884	1,884	
RENTAL UTILITIES	5,174	5,174	5,174	
Total:	22,577	22,577	22,577	

990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

ATTACHMENT 6: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10B

OPEN TO PUBLIC INSPECTION	For calendar year 2010, or tax period beginning , and ending	Employer Identification Number
Name of Organization	KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2	27-1666803

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
YELLOWSTONE PARTNERS 49412759	X		494,778	530,644
YELLOWSTONE PARTNERS 52770014	X		670,056	719,164
Total:			1,164,834	1,249,808

ATTACHMENT 7: PAGE 1 - 990-PF PAGE 2, PART II, LINE 11

For Calendar year 2010, or tax year period beginning

Name of Organization

Employer Identification Number

KENNETH P & SALLY RICH BURBRIDGE FOUNDATION NO 2

27-1666803

Cost or Other

End of Year

Ending FML
(990-PF Only)

REAL ESTATE RANCHO MIRAGE CA

665,000

665,000

665,000

Total:

665,000

665,000

665,000

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ATTACHMENT 8: PAGE 1 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC INSPECTION		For calendar year 2010 or tax period beginning , and ending	
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2			Employer Identification Number 27-1666803
	(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	ABBOTT LABS	P	05-26-2010
2	ALPINE GLOBAL	P	05-03-2010
3	ALPINE TOTAL	P	05-12-2010
4	ALTRIA GROUP	P	05-06-2010
5	BP PLC	P	03-19-2010
6	BANK OF AMERICA	P	04-20-2010
7	BEST BUY	P	05-26-2010
8	BRISTOL MEYER	P	08-10-2009
9	CARMIKE	P	12-02-2009
10	CHEVRON	P	02-19-2010
11	CHINA UNICOM	P	08-12-2009
12	CINEMARK	P	12-02-2009
13	CLEAN ENERGY FUELS	P	12-08-2009
14	CONAFRA FOOD	P	10-27-2009
15	CONOCO	P	05-25-2010
	(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	34,850		34,100
2	6,397		11,089
3	5,443		8,258
4	35,407		29,947
5	81,696		97,994
6	23,313		36,974
7	37,551		34,713
8	10,382		8,776
9	14,587		6,171
10	31,757		28,546
11	24,145		28,076
12	17,845		12,964
13	9,835		6,239
14	12,020		10,789
15	48,792		39,502
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 if 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)))
1			750
2			-4,692
3			-2,815
4			5,460
5			-16,298
6			-13,661
7			2,838
8			1,606
9			8,416
10			3,211
11			-3,931
12			4,881
13			3,596
14			1,231
15			9,290

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ATTACHMENT 8: PAGE 2 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC INSPECTION		For calendar year 2010 or tax period beginning , and ending	
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2			Employer Identification Number 27-1666803
	(a) List and Describe the Kind(s) of Property Sold (e g , Real Estate, 2-story Brck 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)
16	CORNING INC	P	04-21-2010
17	DIAMOND OFFSHORE	P	04-28-2010
18	EMC CORP	P	04-14-2010
19	EBAY	P	12-01-2009
20	ENERGY TRANSFER	P	05-06-2010
21	FIRSTENERGY	P	03-22-2010
22	FLUOR CORP	P	02-19-2010
23	FORD MOTOR	P	04-20-2010
24	FRONTIER	P	09-16-2009
25	HERSHA HOSPITALITY	P	04-01-2010
26	HOME DEPOT	P	09-11-2009
27	HONEYWELL	P	03-12-2010
28	HUNTSMAN	P	05-26-2010
29	INTEL	P	12-23-2009
30	JP MORGAN	P	12-03-2009
	(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)
16	15,058		16,315
17	22,797		25,394
18	31,426		28,833
19	16,967		16,547
20	51,621		63,107
21	3,990		3,993
22	50,511		45,146
23	27,479		27,465
24	1,260		1,325
25	9,057		7,885
26	23,135		19,091
27	44,786		40,200
28	10,366		9,554
29	23,282		22,200
30	20,430		20,945
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 if 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))
16			-1,257
17			-2,597
18			2,593
19			420
20			-11,486
21			-3
22			5,365
23			14
24			-65
25			1,172
26			4,044
27			4,586
28			812
29			1,082
30			-515

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ATTACHMENT 8: PAGE 3 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC INSPECTION		For calendar year 2010 or tax period beginning , and ending	
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2			Employer Identification Number 27-1666803
	(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)
31	JOHNSON CONTROLS	P	05-26-2010
32	KIMBERLY CLARK	P	09-11-2009
33	MARATHON OIL	P	10-16-2009
34	MCDONALDS	P	09-23-2009
35	MICROCHIP TECH	P	09-23-2009
36	MICRON TECH	P	04-01-2010
37	MOAIC	P	01-07-2010
38	NUCOR	P	05-26-2010
39	ONEOK	P	10-27-2009
40	PAREXEL	P	05-05-2010
41	JC PENNEY	P	02-19-2010
42	PROCTER GAMBLE	P	05-06-2010
43	REYNOLDS AMERICAN	P	02-19-2010
44	ROYAL DUTCH	P	09-23-2009
45	SEMPRA ENERGY	P	05-26-2010
	(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)
31	24,963		21,261
32	12,154		11,687
33	62,015		62,325
34	28,269		22,058
35	18,100		16,484
36	12,541		15,930
37	26,346		31,744
38	27,620		32,273
39	4,305		3,816
40	20,693		24,099
41	14,671		13,929
42	31,263		30,535
43	26,937		25,903
44	6,164		5,911
45	25,636		22,690
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 if 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))
31			3,702
32			467
33			-310
34			6,211
35			1,616
36			-3,389
37			-5,398
38			-4,653
39			489
40			-3,406
41			742
42			728
43			1,034
44			253
45			2,946

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ATTACHMENT 8: PAGE 4 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC INSPECTION For calendar year 2010 or tax period beginning _____, and ending _____		Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2		Employer Identification Number 27-1666803
	(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)
46	TEVA PHARM	P	05-04-2010	06-21-2010
47	TOTAL SA	P	08-31-2009	05-03-2010
48	UNITED PARCEL	P	02-19-2010	11-16-2010
49	WAL MART	P	04-16-2010	11-09-2010
50	WELLS FARGO	P	12-03-2009	11-23-2010
51	WEYERHAUSER	P	08-31-2009	01-06-2010
52	WILLIAMS PIPELINE	P	10-29-2009	04-22-2010
53	WINDSTREAM CORP	P	05-25-2010	06-22-2010
54	YAHOO	P	12-03-2009	11-23-2010
55	ZWEIG	P	04-01-2010	11-04-2010
56	COOPER	P	09-11-2009	03-19-2010
57	WEATHERFORD	P	10-28-2009	09-20-2010
58	ATT CORP	P	08-17-2009	11-10-2010
59	ABBOTT	P	09-11-2009	11-11-2010
60	ALPINE GLOBAL	P	12-04-2007	09-29-2010
	(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)
46	26,420		29,515	-3,095
47	21,645		22,506	-861
48	39,186		34,715	4,471
49	43,541		43,257	284
50	13,423		14,069	-646
51	31,282		25,481	5,801
52	15,564		12,227	3,337
53	16,532		15,267	1,265
54	9,651		9,090	561
55	13,003		14,296	-1,293
56	46,377		36,281	10,096
57	18,519		19,535	-1,016
58	28,985		26,069	2,916
59	39,829		37,127	2,702
60	3,198		11,195	-7,997
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) F M V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col (j), if Any	
46				-3,095
47				-861
48				4,471
49				284
50				-646
51				5,801
52				3,337
53				1,265
54				561
55				-1,293
56				10,096
57				-1,016
58				2,916
59				2,702
60				-7,997

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ATTACHMENT 8: PAGE 5 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC INSPECTION		For calendar year 2010 or tax period beginning , and ending	
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2			Employer Identification Number 27-1666803
	(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)
61	ALPINE TOTAL	P	08-06-2009
62	ALTRIA	P	09-09-2009
63	BP PLC	P	12-17-2008
64	BRISTOL MEYERS	P	09-11-2009
65	CATERPILLAR	P	11-06-2008
66	CHEVRON	P	08-31-2009
67	COCA COLA	P	08-06-2009
68	DUKE ENERGY	P	02-28-2008
69	ENERGY TRANSFER	P	01-11-2008
70	FIRSTENERGY	P	10-20-2008
71	GENERAL ELECTRIC	P	12-17-2008
72	GENERAL ELECTRIC 6.05%	P	03-11-2008
73	GENERAL ELECTRIC CAPITAL	P	03-11-2008
74	HEINZ HJ	P	09-11-2009
75	HOME DEPOT	P	10-15-2009
	(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)
61	8,165		28,268
62	12,493		9,294
63	23,785		19,467
64	7,638		6,680
65	11,689		7,044
66	49,194		41,663
67	16,881		17,581
68	16,386		16,754
69	9,378		13,318
70	15,960		20,943
71	10,968		12,321
72	25,081		25,379
73	24,735		24,100
74	29,151		23,301
75	25,491		21,912
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 if 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))
61			-20,103
62			3,199
63			4,318
64			958
65			4,645
66			7,531
67			-700
68			-368
69			-3,940
70			-4,983
71			-1,353
72			-298
73			635
74			5,850
75			3,579

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ATTACHMENT 8: PAGE 6 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC INSPECTION		For calendar year 2010 or tax period beginning , and ending	
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2			Employer Identification Number 27-1666803
	(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)
76	HONEYWELL	P	09-11-2009
77	JOHNSON JOHNSON	P	09-11-2009
78	JOHNSON CONTROLS	P	09-11-2009
79	KIMBERLY CLARK	P	01-27-2009
80	MCDONALDS	P	10-15-2009
81	ONEOK	P	10-27-2009
82	PEPSICO	P	01-08-2008
83	PFIZER	P	11-06-2008
84	PHILIP MORRIS	P	11-06-2008
85	PROCTER GAMBLE	P	08-11-2009
86	ROYAL DUTCH	P	11-06-2008
87	TOTAL SA	P	01-23-2008
88	VERIZON	P	09-16-2009
89	WAL MART	P	02-19-2009
90	WELLS FARGO	P	09-23-2009
	(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)
76	4,767		3,888
77	25,069		24,073
78	17,611		13,495
79	30,384		27,688
80	31,001		23,251
81	32,977		24,097
82	52,562		58,132
83	6,765		6,734
84	45,884		36,572
85	55,966		57,725
86	43,148		40,339
87	27,057		32,510
88	22,560		20,041
89	10,674		10,094
90	18,151		19,852
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 if 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))
76			879
77			996
78			4,116
79			2,696
80			7,750
81			8,880
82			-5,570
83			31
84			9,312
85			-1,759
86			2,809
87			-5,453
88			2,519
89			580
90			-1,701

ATTACHMENT 8: PAGE 7 - 990-PF PAGE 3, PART IV, LINE 1

10_EOPFGR90

990 BOOKS ARE IN CARE OF

ATTACHMENT 9 - 990-PF PAGE 5, PART VII-A, LINE 14

OPEN TO PUBLIC INSPECTION	For calendar year 2010, or tax period beginning _____, and ending _____
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2	Employer Identification Number 27-1666803
Part VII-A - Line 14	

Individual Name _____ JILL WISCOMB
or
Business Name _____

Street Address _____ 1751 YALECREST AVE

U S Address

Zip code 84108 City SALT LAKE CITY State UT

Foreign Address

City _____

Province or State _____

Country _____

Postal code _____

Phone Number (801) 583-7313

Fax Number (801) 947-0087

990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

ATTACHMENT 10: PAGE 1 - 990-PF PAGE 6, PART VIII

OPEN TO PUBLIC INSPECTION For calendar year 2010, or tax period beginning , and ending

Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2 Employer Identification Number 27-1666803

(A) Name and Address	(B) Title and Average Hrs per Week	(C) Compensation (If not paid, enter 0)	(D) Cont to Employee Ben Plans & Def Comp	(E) Expense Account & Other Allowances
JILL B WISCOMB 1751 YALECREST AVE SALT LAKE CITY, UT 84108	CHAIRPERSON 1.00	0	0	0

990 SUMMARY OF DIRECT CHARITABLE ACTIVITIES

ATTACHMENT 11: PAGE 1 - 990-PF PAGE 7, PART IX-A, LINE 1

OPEN TO PUBLIC INSPECTION	For calendar year 2010, or tax period beginning , and ending
Name of Organization KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2	Employer Identification Number 27-1666803

Charitable Activity

SUPPORT OF PUBLIC CHARITIES

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12: PAGE 1 990-PF PAGE 11, PART XV LINE 3A

OPEN TO PU
INSPECTION

For calendar year 2010, or tax period beginning

, and ending

Name of Organization

KENNETH P & SALLY RICH BURBIDGE FOUNDATION NO 2

Employer Identification Number

27-1666803

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)				
UNIVERSITY OF UTAH 201 PRESIDENTS CIRCLE SALT LAKE CITY UT 84112	NONE	PUBLIC	MARCHING BAND	40,000
UNIVERSITY OF UTAH 201 PRESIDENTS CIRCLE SALT LAKE CITY UT 84112	NONE	PUBLIC	ATHLETIC SCHOLARSHIPS	62,500
JUVENILE DIABETES RESEARCH FOUND 132 SOUTH 600 EAST SUITE 100 SALT LAKE CITY UT 84102	NONE	PUBLIC	ANNUAL SUPPORT	3,000
UTAH FOOD BANK 3150 SOUTH 900 WEST SALT LAKE CITY UT 84119	NONE	PUBLIC	ANNUAL SUPPORT	1,000
THE CHILDRENS CENTER 350 SOUTH 400 EAST SALT LAKE CITY UT 84111	NONE	PUBLIC	ANNUAL SUPPORT	500
CYSTIC FIBROSIS FOUNDATION 151 EAST 5600 SOUTH SUITE 210 MURRAY UT 84107	NONE	PUBLIC	ANNUAL SUPPORT	500
SALT LAKE EDUCATION FOUNDATION 440 EAST 100 SOUTH SALT LAKE CITY UT 84111	NONE	PUBLIC	ANNUAL SUPPORT	1,000
THE ROAD HOME 210 RIO GRANDE ST SALT LAKE CITY UT 84101	NONE	PUBLIC	DIABETES CENTER SUPPORT	1,000
UNIVERSITY OF UTAH 615 ARAPEEN DRIVE SUITE 100 SALT LAKE CITY UT 84108	NONE	PUBLIC	ANNUAL SUPPORT	500
COTTONWOOD CANYON FOUNDATION 3165 E MILLROCK DR SUITE 190 HOLLADAY UT 84121	NONE	PUBLIC	ANNUAL SUPPORT	500
CHURCH OF JESUS CHRIST 15 EAST SOUTH TEMPLE SALT LAKE CITY UT 84150	NONE	PUBLIC	ANNUAL SUPPORT	3,500
Total:				114,000