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Form **990-PF**

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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation

HUGOTON FOUNDATION

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

900 PARK AVENUE

Room/suite

17E

City or town, state, and ZIP code

NEW YORK**NY 10075**

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) **\$ 39,041,412** (Part I, column (d) must be on cash basis)
 J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)

A Employer identification number
34-1351062

B Telephone number (see page 10 of the instructions)
212-734-5447

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	5,699	5,699		
4 Dividends and interest from securities	1,080,981	1,080,981		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	22,977			
b Gross sales price for all assets on line 6a 3,711,680				
7 Capital gain net income (from Part IV, line 2)		56,264		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	1,109,657	1,142,944	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	195,000	24,750		170,250
14 Other employee salaries and wages				
15 Pension plans, employee benefits	17,612	1,436		16,176
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) Stmt 2	25,500	2,836		22,664
c Other professional fees (attach schedule) Stmt 3	1,106			1,106
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	22,667			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	13,217			13,217
22 Printing and publications				
23 Other expenses (att sch) Stmt 5	7,319	900		6,419
24 Total operating and administrative expenses. Add lines 13 through 23	282,421	29,922	0	229,832
25 Contributions, gifts, grants paid	1,485,000			1,485,000
26 Total expenses and disbursements. Add lines 24 and 25	1,767,421	29,922	0	1,714,832
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-657,764			
b Net investment income (if negative, enter -0-)		1,113,022		
c Adjusted net income (if negative, enter -0-)			0	

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

Form 990-PF (2010)

DAA

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments			3,090,280	4,573,823	4,573,823
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶		0			
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges			32,491	9,824	
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule) See Stmt 6			12,414,286	12,862,310	23,042,479
	c Investments—corporate bonds (attach schedule) See Stmt 7			13,740,981	11,174,317	11,425,110
	11 Investments—land, buildings, and equipment basis ▶					
Liabilities	Less accumulated depreciation (attach sch) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
	15 Other assets (describe ▶))			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)			29,278,038	28,620,274	39,041,412
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	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	
	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, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds			29,278,038	28,620,274	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see page 17 of the instructions)			29,278,038	28,620,274	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			29,278,038	28,620,274	

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	29,278,038
2 Enter amount from Part I, line 27a	2	-657,764
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	28,620,274
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	28,620,274

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 Goldman Sachs				
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 56,264			56,264	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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 of col. (i) over col. (j), if any		
a			56,264	
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	56,264
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of nonchangible-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,675,741	33,487,893	0.050040
2008	1,947,430	39,390,770	0.049439
2007	2,194,949	43,683,627	0.050246
2006	2,038,750	40,846,637	0.049912
2005	2,046,237	40,233,255	0.050859
2 Total of line 1, column (d)			2 0.250496
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 0.050099
4 Enter the net value of nonchangible-use assets for 2010 from Part X, line 5			4 36,719,551
5 Multiply line 4 by line 3			5 1,839,613
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,130
7 Add lines 5 and 6			7 1,850,743
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 1,714,832

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	22,260
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	22,260
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	22,260
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	31,924
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	31,924
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	9,664
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 9,664 Refunded	11	

Part VII-A. Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOAN K. STOUT 900 PARK AVE. , Located at ► NEW YORK NY Telephone no ► 212-734-5447 ZIP+4 ► 10075			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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	
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	2a	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	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?	3a	
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.)	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-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))?	<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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A <input type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
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? If "Yes" to 6b, file Form 8870		6b	X
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?	N/A	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8				

2 Compensation of five highest-paid employees (other than those included on line 1 — see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services**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 page 24 of the instructions)

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

	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	36,719,551
b	Average of monthly cash balances	1b	559,181
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	37,278,732
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	37,278,732
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	559,181
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,719,551
6	Minimum investment return. Enter 5% of line 5	6	1,835,978

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,835,978
2a	Tax on investment income for 2010 from Part VI, line 5	2a	22,260
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,260
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,813,718
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,813,718
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,813,718

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,714,832
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	1,714,832
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,714,832

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,813,718
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005	67,240			
b From 2006	30,315			
c From 2007	41,150			
d From 2008	7,696			
e From 2009	25,480			
f Total of lines 3a through e	171,881			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,714,832				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				1,714,832
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))	98,886			98,886
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	72,995			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	72,995			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007	39,819			
c Excess from 2008	7,696			
d Excess from 2009	25,480			
e Excess from 2010				

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

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

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

	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 of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

Wallace Gilroy 1981-1983 Deceased

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

N/A

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

**Joan K. Stout 212-734-5447
900 Park Ave. New York NY 10075**

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

See Statement 9

c Any submission deadlines

See Statement 10

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

See Statement 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Schedule				1,485,000
Total			▶ 3a	1,485,000
b Approved for future payment N/A				
Total			▶ 3b	

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

- 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
- (2)** Other assets
- b** Other transactions
- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Alan K. Stout
Signature of officer or trustee

Date _____

6/16/11

PRESIDENT

Title

Paid

Print/Type preparer's name

Preparer's signature,

Date _____

Check ☒ if self-employed

**Preparer
Use Only**

Frank S. Fejes

~~Frank S. Fejes~~

06/01/11

Firm's name ▶ **Frank S. Fejes, CPA**

PTIN **P01214325**

Firm's address ► **23780 Creek Branch Ln.**

Firm's EIN ▶

Bonita Springs, FL 34135

Phone no **239-676-9069**

Federal Statements

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

Whom Sold	Description		Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
	Date Acquired								
XEROX CREDIT CORP	6.125% \$500K 4/08/99		8/18/10	Purchase	\$ 500,000	\$ 492,500	\$	\$	7,500
GENERAL ELECTRIC	6.875% \$1MM 6/04/01		11/15/10	Purchase	1,000,000	1,056,400			-56,400
GOLDMAN SACHS GROUP	0% 7/30/10		7/30/10	Purchase	580,000	547,947			32,053
GOLDMAN SACHS GROUP	GLOBAL CURR/EURO 8/19/08		9/21/10	Purchase	575,000	546,597			28,403
FFCB CA	4.3% 05/28/19		5/22/09	Purchase	1,000,000	995,000			5,000
FREDDIE MAC	770SHS		6/09/05	Purchase	231	50,259			-50,028
KINDER MORGAN CASH	IN LIEU 6/11/01		2/12/10	Purchase	38				38
KINDER MORGAN CASH	IN LIEU 6/11/01		5/14/10	Purchase	46				46
KINDER MORGAN CASH	IN LIEU 6/11/01		8/13/10	Purchase	57				57
KINDER MORGAN CASH	IN LIEU 6/11/01		11/12/10	Purchase	39				39
FRONTIER COMMUNICATIONS CORP-	C-I-L 4/22/09		7/02/10	Purchase	5				5
Total					\$ 3,655,416	\$ 3,688,703	\$ 0	\$ 0	\$ -33,287

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting fees	\$ 18,900	\$ 2,836	\$	\$ 16,064
Auditing fees	6,600			6,600
Total	\$ 25,500	\$ 2,836	\$ 0	\$ 22,664

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Licensing & registration	\$ 750	\$	\$	\$ 750
Statutory agent	356			356
Total	\$ 1,106	\$ 0	\$ 0	\$ 1,106

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax on investments	\$ 22,667	\$	\$	\$
Total	\$ 22,667	\$ 0	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Telephone	2,452			2,452
Utilities	1,483			1,483
Directors liability insurance	2,309			2,309
Public notice	175			175
Office supplies and expense	900	900		
Bank service charges				
Total	\$ 7,319	\$ 900	\$ 0	\$ 6,419

Federal Statements**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
See attached schedule	\$ 12,414,286	\$ 12,862,310	Cost	\$ 23,042,479
Total	\$ 12,414,286	\$ 12,862,310		\$ 23,042,479

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
See attached schedule	\$ 13,740,981	\$ 11,174,317	Cost	\$ 11,425,110
Total	\$ 13,740,981	\$ 11,174,317		\$ 11,425,110

FEDERAL INCOME TAX RETURN, FORM 990PF

YEAR ENDED DECEMBER 31, 2010

TAXPAYER HUGOTON FOUNDATION

EIN 34-1351062

STATEMENT IN SUPPORT OF INVESTMENTS - CORPORATE STOCK

SCHEDULE PART II, PAGE 2, LINE 10b

CORPORATE STOCK	SHARES	COST	MARKET
CSX Corp	1296	\$ 7,937	\$ 83,735
General Dynamics Corp 56 1/4	30,000	125,485	2,128,800
Microsoft Corporation 70 125	30,000	131,484	837,300
Eli Lilly & Co 73 9683	20,000	370,142	700,800
Microsoft Corporation 80 50	40,000	201,250	1,116,400
Bankamerica Corp (new)[Nations]	17,600	256,700	234,784
General Electric Co 91 4659	18,000	274,998	329,220
Bank New York Mellon	18,868	332,500	569,814
Amer Intl Group Inc 117 3/16	492	411,906	28,349
Goldman, Sachs Group	4,500	238,500	756,720
Altria Group	12,000	85,889	295,440
Philip Morris Intl Inc	12,000	195,713	702,360
Kraft Foods Inc Cl A	8,304	88,145	261,659
Kinder Morgan Management LLC	39,621	684,152	2,649,852
Clorox Co	10,000	388,233	632,800
US Bancorp 24 154	20,000	481,247	539,400
Pepsico Inc	13,500	700,245	881,955
Conoco Phillips	17,000	592,364	1,157,700
Chevron Corp	17,600	842,491	1,606,000
Freddie Mac	9,230	602,450	2,813
Praxair Inc	11,000	531,850	1,050,170
Baker Hughes Inc	10,500	590,623	600,285
Schlumberger LTD	12,200	502,655	1,018,700
United Technologies Corp	10,000	605,500	787,200
Thermo Fisher Scientific Inc	15,000	804,959	830,400
Verizon Communications Inc	16,000	482,260	572,480
Frontier Communications Corp	3,840	32,508	37,363
Pfizer Inc	40,000	578,712	700,400
Vodafone Group PLC	30,000	705,852	793,200
Newmont Mining Corporation	10,000	517,278	614,300
Boeing Company	8,000	498,282	522,080
TOTALS		\$ 12,862,310	\$ 23,042,479

FEDERAL INCOME TAX RETURN, FORM 990PF

YEAR ENDED. DECEMBER 31, 2010

TAXPAYER: HUGOTON FOUNDATION

EIN 34-1351062

STATEMENT IN SUPPORT OF INVESTMENTS - CORPORATE BONDS

SCHEDULE. PART II, PAGE 2, LINE 10c

	QUANTITY	COST	MARKET
CORPORATE BONDS			
Province of Quebec Debs 7 125% 2/9/2024	1,000,000 \$	994,850 \$	1,279,040
Goldman Sachs Group, Inc 09/2011 Inkd to S&P	500,000	500,000	500,115
Goldman Sachs Group, Inc 09/2011 Inkd to S&P	OID	94,354	
Yum Brands, Inc 7 7% 7/1/12	500,000	551,750	547,025
Goldman Sachs Group Inc 6 25% 9/01/07	1,000,000	1,020,160	1,103,550
Schering-Plough Corp 6 0% 5/	500,000	497,555	584,295
State of Calif GO 4 85% 10/01/14	500,000	504,705	520,110
Goldman Sachs Group CALL Step notes09/17/25	500,000	500,000	487,205
		4,663,374	5,021,340
MUTUAL FUNDS			
GS GRP, 0% Due 06/2/11 LKD TO SX5E	500,000 000	500,000	337,437
GS Emerging Markets Equity CL A	37,956 959	701,663	687,401
GS Intl Real Estate Secs FD CL A	31,162 370	309,280	196,946
GS High Yield A CI A	240,285 280	1,500,000	1,754,082
Goldman Sachs Short Duration Govt	285,171.100	3,000,000	2,923,004
Goldman Sachs Group Global Basket VS USD	500,000 000	500,000	504,900
TOTALS		<u>\$ 11,174,317</u>	<u>\$ 11,425,110</u>

Federal Statements

6/1/2011 11:56 AM

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Joan K. Stout 440 East 20th Street New York NY 10009	President	35.00	165,000	0	0
Ray E. Stout 526 East 20th Street New York NY 10009	V. Pres/ Dir	2.00	6,000	0	0
Joan M. Stout 440 East 20th Street New York NY 10009	Secret./Dir.	2.00	6,000	0	0
Jean C. Stout 440 East 20th Street New York NY 10009	Treas./Dir.	2.00	6,000	0	0
John K. Stout 541 N.E. 106th Street Miami Shores FL 33138	Director	2.00	6,000	0	0
Frank S. Fejes 23780 Creek Branch La. Bonita Springs FL 34135	Director	2.00	6,000	0	0

Federal Statements

FYE: 12/31/2010

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

Name of Manager	Amount
Wallace Gilroy 1981-1983 Deceased	\$
Total	\$ 0

Statement 9 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Written request must include: Organization Descript.,
Tax-exempt Certif., Detailed cost and specific need.

Statement 10 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

Requests are received and reviewed within the calendar
year.

Statement 11 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

Grants to Tax-exempt entities, primarily in NY,NY and
Miami, FL,primarily to augment health care.

#	Recipient Name & Address	Relationship to Foundation Manager or Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
1	ASPCA 4424 East 92nd Street New York, NY 10128	N/A	170(b)(1)(a)	Animal care	\$5,000
2	American Museum of Natural History Central Park West at 79th Street New York, NY 10024-5192	N/A	501(c)(3)	Exhibition support	\$10,000
3	American Red Cross Greater New York 520 West 49th Street New York, NY 10019	N/A	170(b)(1)(a)	Double Matching Gift Appeal	\$5,000
4	America's Vet Dogs/Veterans K-9 Corp 371 East Jericho Turnpike Smithtown, NY 11787-2976	NA	501(c)(3)	Assistance dogs to wounded US Veterans	\$20,000
5	Archdiocese of Miami 9401 Biscayne Blvd Miami Shores, FL 33138	N/A	170(b)(1)(A)	Ecumenical Healthcare	\$25,000
6	Archdiocese of New York 1011 First Ave New York, NY 10022	N/A	170(b)(1)(A)	Support of New York Catholic Foundation	\$25,000
7	The Archdiocese for the Military Services P O Box 4469 Washington, DC 20017	N/A	170(b)(1)(A)	Chaplaincy	\$10,000
8	Barry University School of Nursing 11300 Northeast Second Avenue Miami Shores, FL 33161-6695	N/A	170(b)(1)(A)	Multi-media videoconfer- ence room	\$50,000
9	Boy Scouts of America Greater NY 350 Fifth Avenue New York, NY 10018	N/A	170(b)(1)(A)	Troop Support	\$10,000
10	Calvary Hospital 1740 Eastchester Road Bronx, NY 10461	N/A	509(a)	Nursing home Hospice Program	\$5,000
11	Camillus House 336 NW 5th Street Miami, FL 33128-1616	N/A	170(b)(1)(A)	Courtyard Program	\$5,000
12	Cathedral of St Patrick 460 Madison Avenue New York, NY 10022	N/A	170(b)(1)(A)	Preservation of Cathedral	\$10,000
13	Center for Hearing and Communication 50 Broadway New York, NY 10004	N/A	501(c)(3)	Upgrade coputer infrastructure	\$5,000
14	Central Park Conservancy 14 East 60th Street New York, NY 10022	N/A	170(b)(1)(A)	Park maintenance	\$5,000

#	Recipient Name & Address	Relationship to Foundation Manager or Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
15	Church of St Francis of Assisi 135 West 31st Street New York, NY 10001	N/A	170(b)(1)(A)	Bread line support	\$5,000
16	Church of St Michael 424 West 34th Street New York, NY 10001	N/A	170(b)(1)(A)	Records preservation	\$15,000
17	Church of the Epiphany 239 East 21st Street New York, NY 10010	N/A	170(b)(1)(A)	Ministry of Hospitality	\$5,000
18	Columbia University Sch Of Nursing 630 West 168 Street New York, NY 10032	N/A	170(b)(1)(A)	Laerdal SimMan 3G model	\$60,000
19	Edmund Rice Christian Brothers 33 Pryer Terrace New Rochelle, NY 10804	N/A	170(b)(1)(A)	Care of aged & infirmed	\$10,000
20	Epiphany School 234 East 22nd Street New York, NY 10010	N/A	170(b)(1)(A)	Educational support	\$10,000
21	Eternal Word Television Network 5817 Old Leeds Rd Irondale, AL 35120	N/A	501(c)(3)	General Support	\$10,000
22	Florida Center for Theological Studies 111 N E 1st Street Miami, FL 33132	N/A	501(c)(3)	Library expansion	\$100,000
23	Florida Heart Research Institute Miami Heart Research Institute 4770 Biscayne Blvd Suite 500 Miami, FL 33137	N/A	501(c)(3)	Noninvasive cures for coronary heart disease	\$10,000
24	Florida International University 11200 S W 8th Street Miami, FL 33199	N/A	170(b)(1)(A)	Sports medicine equipment	\$5,000
25	Fund for Park Avenue 445 Park Avenue ste 1000 new York, New York 10022	N/A	501(c)(3)	Tree lighting Program	\$1,000
26	Henry J Kessler Foundation, Inc 106-15 Queens Boulevard Forest Hills, NY 11375	N/A	501(c)(3)	Stimulator for phrenic nerve research	\$35,000
27	Jewish Guild for the Blind 15 West 65th Street new York, NY 10023-6601	N/A	501(c)(3)	Equipment for charitable purpose	\$10,000
28	Ladies of Chanty of the Archdiocese of NY 1011 First Avenue New York, NY 10022	N/A	170(b)(1)(A)	Layette Program	\$5,000

#	Recipient Name & Address	Relationship to Foundation Manager or Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
29	Lenox Hill Hospital 100 East 77th Street New York, NY 10075	N/A	Non-Profit Hospital 501(c)(3)	Plastic Surgery Fellowship	\$65,000
30	Lighthouse International 111 East 59th Street New York, NY 10022-1264	N/A	501(c)(3)	New Academy Theatre	\$10,000
31	Marian Center School and Services 15701 NW 37th Avenue Miami Gardens, FL 33054	N/A	170(b)(1)(A)	Continueing educational operations	\$35,000
32	Marian Center School and Services 15701 NW 37th Avenue Miami Gardens, FL 33054	N/A	170(b)(1)(A)	Educational equipment and supplies	\$15,000
33	Mary Manning Walsh Home 1339 York Avenue New York, NY 10021	N/A	501(c)(3)	Medical equipment monitors	\$10,000
34	New York University/College of Nursing 726 Broadway New York, NY 10003	N/A	170(b)(1)(A)	Develop, implement and evaluate the bedside availability	\$50,000
35	National Hypertension Association, Inc 324 East 30th Street New York, NY 10016	N/A	501(c)(3)	VITAL program combat	\$1,000
36	New York Blood Center 310 E 67th Street New York, NY 10021	N/A	501(c)(3)	Laser blood analyzer	\$25,000
37	New York Foundling Hospital 590 Avenue of the Americas New York, NY 10021	N/A	501(c)(3)	Vision screening of foster children	\$5,000
38	New York Presbyterian Hospital 525 East 68th Street New York, NY 10021	N/A	501(c)(3)	Study successful management of Inflammatory Sinusitis	\$150,000
39	New York Public Library Fifth Avenue and 42nd St New York, NY 10018	N/A	501(c)(3)	Preservation,restoration and conservation of Library collections	\$10,000
40	Notre Dame Elementary School 13000 Auburn Road Chardon, OH 44024	N/A	170(b)(1)(A)	Educational support	\$5,000
41	Order of Malta 1011 First Avenue, Ste 1350 New York, NY 10022	N/A	170(b)(1)(A)	Malta Human Services Foundation	\$10,000
42	Our Lady of Light 18680 Cypress View Drive Fort Myers, FL 33967	N/A	170(b)(1)(A)	Catholic Faith Appeal	\$5,000

#	Recipient Name & Address	Relationship to Foundation Manager or Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
43	Phillips Beth Israel Sch Of Nursing 776 Sixth Avenue New York, NY 10001-6354	N/A	501(c)(3)	Computers for the Learning Resource Center	\$20,000
44	Ronald McDonald House of New York 405 East 73rd Street New York, NY 10021	N/A	170(b)(1)(A)	Chaplaincy Program	\$5,000
45	Sigma Theta Tau International 550 West North Street Indianapolis, IN 46202	N/A	501(c)(3)	Support for Nursing Excellence	\$5,000
46	St Coleman Catholic School 2250 S E 12th Street Pompano Beach, FL 33062	N/A	170(b)(1)(A)	Educational Support	\$5,000
47	St Jean Baptiste Church 184 East 76th Street New York, NY 10021	N/A	170(b)(1)(A)	Chaplain for Lenox Hill Hospital	\$5,000
48	St John Medical Center 1923 South Utica Avenue Tulsa, OK 74104-6502	N/A	170(b)(1)(A)	Biomerieux Easy Mag Automated Extraction Platform	\$40,000
49	St Mary Magdalen Church 17775 North Bay Road Sunny Isles Beach, FL 33160	N/A	170(b)(1)(A)	General religious purposes	\$10,000
50	St Matthew Catholic Church 542 Blue Heron Drive Hallandale, FL 33009	N/A	170(b)(1)(A)	Church maintenance and support	\$5,000
51	Saint Patrick's Home 66 Van Cortlandt Park South Bronx, NY 10463	N/A	501(c)(3)	Special equipment fo Dental Care	\$10,000
52	St Rose of Lima School 425 N E 105th St Miami Shores, FL 33138	N/A	170(b)(1)(A)	John K Stout Jr Science Laboratory	\$5,000
53	St Thomas University 16401 NW 37th Avenue Miami, FL 33054	N/A	170(b)(1)(A)	Sim-Man Equipment and Installation	\$75,000
54	St Thomas University, Sch Of Theology 16401 NW 37th Avenue Miami, FL 33054	N/A	170(b)(1)(A)	Community based educational support	\$60,000
55	USO World Headquarters 2111 Wilson Boulevard, Ste 1200 Arlington, VA 22201	N/A	170(b)(1)(A)	Operation Enduring Care	\$10,000
56	University of Miami/ Sch Of Nursing P O Box 248153 Coral Gables, FL 33124-3850	N/A	170(b)(1)(A)	METI-Human Patient Simulator	\$218,000

#	Recipient Name & Address	Relationship to Foundation Manager or Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
57	University of Miami School of Medicine P O Box 016960 (D-41) Miami, FL 33101	N/A	170(b)(1)(A)	Web Conversion of Umedic Multimedia Curriculum	\$80,000
58	University of Miami School of Nursing P O Box 248153 Coral Gables, FL 33124-3850	N/A	170(b)(1)(A)	Renovation of micro- simulation computer laboratory	\$50,000
59	Visiting Nurse Service of NY 107 E 70th St New York, NY 10021-5087	N/A	170(b)(1)(A)	Hospice Care support	\$10,000
60	Xavier Society for the Blind 154 East 23rd Street New York, NY 10010	N/A	501(c)(3)	DroboElite backup system	\$5,000
					<u>\$1,485,000</u>

STATE OF NEW YORK

County of New York, s:

THE ANNUAL RETURN
OF HUGOTON FOUNDATION for the calendar year
ended December 31, 2010 is
available at its principal
office located at 800 Park
Avenue, New York, NY 10075
for inspection during
regular business hours by
any citizen who requests it
within 180 days hereof.
Principal Manager of the
Foundation is Joan K.
Stout.
1708034

Paul Claro, being duly sworn, says that he is the PRINCIPAL CLERK of the Publisher of the **NEW YORK LAW JOURNAL**, a Daily Newspaper; that the Advertisement hereto annexed has been published in the said **NEW YORK LAW JOURNAL** one time on the 3rd day of June, 2011.

TO WIT : JUNE 3, 2011

SWORN BEFORE ME, this 3rd day
Of June, 2011.



Cynthia Byrd
Notary Public, State of New York
No. 01BY6056945
Qualified in Kings County
Commission Expires April 09, 2015

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

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization HUGOTON FOUNDATION	Employer identification number 34-1351062
	Number, street, and room or suite no. If a P O box, see instructions 900 PARK AVENUE 17E	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK NY 10075	

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

04

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

JOAN K. STOUT**900 PARK AVE.,**

- The books are in the care of ► **NEW YORK**

NY 10075Telephone No ► **212-734-5447**

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

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/11**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ► ☒ calendar year **2010** or
 ► ☐ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	31,924
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions**For Paperwork Reduction Act Notice, see Instructions.**
DAAForm **8868** (Rev. 1-2011)