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

2010

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, 2010, and ending

 Final return

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

GEORGE AND MARY CORKLE CHARITABLE  
FOUNDATION  
63879 E240 RD  
GROVE, OK 74344

**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 **J** Accounting method.  Cash  Accrual  
 (from Part II, column (c), line 16)  Other (specify) **Part I, column (d) must be on cash basis**

<b>Part I</b> 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 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 (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	54,337.	54,337.	54,337.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	6,519.			
	b Gross sales price for all assets on line 6a	736,238.			
	7 Capital gain net income (from Part IV, line 2)		6,519.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	60,856.	60,856.	54,337.	
	13 Compensation of officers, directors, trustees, etc	24,000.	12,000.		12,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	1,000.	1,000.		RECEIVED
	c Other prof fees (attach sch)				SC
	17 Interest				
	18 Taxes (attach schedule) SEE STM 2	1,400.	1,400.		MAY 17 2012
	19 Depreciation (attach sch) and depletion				OS
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 3	811.	811.		OGDEN, UT
	24 Total operating and administrative expenses. Add lines 13 through 23	27,211.	15,211.		12,000.
	25 Contributions, gifts, grants paid PART XV	120,900.			120,900.
	26 Total expenses and disbursements. Add lines 24 and 25	148,111.	15,211.	0.	132,900.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-87,255.			
	b Net investment income (if negative, enter -0-)		45,645.		
	c Adjusted net income (if negative, enter -0-)			54,337.	

<b>Part II</b> 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
<b>A S S E T S</b>	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments		31,283.	673,748.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)			
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis	2,119.		
		Less: accumulated depreciation (attach schedule) SEE STMT 4		2,119.	2,119.
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	2,266,521.	1,536,802.	
	14	Land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe )			
	16	<b>Total assets</b> (to be completed by all filers – see instructions. Also, see page 1, item I)	2,299,923.	2,212,669.	0.
<b>L I A B I L I T I E S</b>	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>		
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>		
	27	Capital stock, trust principal, or current funds	2,299,923.	2,212,669.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see the instructions)	2,299,923.	2,212,669.	
	31	<b>Total liabilities and net assets/fund balances</b> (see the instructions)	2,299,923.	2,212,669.	

**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	2,299,923.
2	Enter amount from Part I, line 27a	2	-87,255.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 5	3	1.
4	Add lines 1, 2, and 3	4	2,212,669.
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	2,212,669.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE LIST ATTACHED		P	VARIOUS	VARIOUS
b SETTLEMENT ON STOCKS		P	VARIOUS	VARIOUS
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 735,073.			729,719.	5,354.
b 1,165.				1,165.
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				5,354.
b				1,165.
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 6,519.
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 0.

**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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	171,218.	1,920,888.	0.089135
2008	126,578.	2,305,127.	0.054912
2007	141,091.	2,759,565.	0.051128
2006	133,369.	2,530,556.	0.052703
2005	128,031.	2,396,073.	0.053434
<b>2 Total of line 1, column (d)</b>			2 0.301312
<b>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</b>			3 0.060262
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			4 2,109,021.
<b>5 Multiply line 4 by line 3</b>			5 127,094.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			6 456.
<b>7 Add lines 5 and 6</b>			7 127,550.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			8 132,900.

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 V 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	1	456.
Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instr.)		
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	2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).	3	456.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3 Add lines 1 and 2	5	456.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:		
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	3,247.
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	SEE STATEMENT 6	7 771.
8 Enter any <b>penalty</b> 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	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	SEE STATEMENT 7	10 315.
11 Enter the amount of line 10 to be. Credited to 2011 estimated tax ► 0. Refunded ► 11 315.		

**Part VI-A Statements Regarding Activities**

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?

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	X
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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

c Did the foundation file Form 1120-POL for this year?

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d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.

	0.
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(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.

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Form 990-PF (2010)

**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	13	X
14	The books are in care of ► <u>JIM GOODKNIGHT</u> Located at ► <u>63879 E240 RD GROVE OK</u>	Telephone no ► (918) 314-0221 ZIP + 4 ► 74344	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> – Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A ► 15	N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►	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.

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(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
1b	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	N/A	
1c	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?	X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years ► 20__, 20__, 20__, 20__.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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.)		
3b	N/A		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	X	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		
4b	X		

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**  Yes  No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  Yes  No **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?  Yes  Nob 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 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
JIM GOODKNIGHT 63879 E240 RD GROVE, OK 74344	TRUSTEE 2	12,000.	0.	0.
PHIL K THOMPSON PO BOX 487 JAY, OK 74346	TRUSTEE 2	12,000.	0.	0.
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**2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'**

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

►

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

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

**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 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		
3		
All other program-related investments See instructions		
Total. Add lines 1 through 3		► 0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	2,002,848.
1b	136,171.
1c	2,119.
1d	2,141,138.

b Average of monthly cash balances.

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and 1c  
 (attach detailed explanation)

1e 0.

2	0.
3	2,141,138.
4	32,117.
5	2,109,021.
6	105,451.

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

1 Minimum investment return from Part X, line 6

1 105,451.

2a Tax on investment income for 2010 from Part VI, line 5

2a 456.

b Income tax for 2010 (This does not include the tax from Part VI.)

2b

c Add lines 2a and 2b

2c 456.

3 Distributable amount before adjustments Subtract line 2c from line 1

3 104,995.

4 Recoveries of amounts treated as qualifying distributions

4

5 Add lines 3 and 4

5 104,995.

6 Deduction from distributable amount (see instructions)

6

7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

7 104,995.

**Part XII Qualifying Distributions** (see 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 132,900.

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

4 132,900.

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 instructions)

5 456.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 132,444.

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				104,995.
2 Undistributed income, if any, as of the end of 2010:			0.	
a Enter amount for 2009 only		0.		
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005	10,873.			
b From 2006	19,193.			
c From 2007	7,605.			
d From 2008	12,654.			
e From 2009	76,388.			
f Total of lines 3a through e	126,713.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 132,900.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				104,995.
e Remaining amount distributed out of corpus	27,905.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	154,618.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	10,873.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	143,745.			
10 Analysis of line 9				
a Excess from 2006	19,193.			
b Excess from 2007	7,605.			
c Excess from 2008	12,654.			
d Excess from 2009	76,388.			
e Excess from 2010	27,905.			

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Form 990-PF (2010)

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

N/A

<b>1</b> <input checked="" type="checkbox"/> 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>b</b> Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input checked="" type="checkbox"/> 4942(j)(5)			
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
<b>b</b> 85% of line 2a				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> 'Assets' alternative test – enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
<b>c</b> '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 organization had \$5,000 or more in assets at any time during the year – see instructions.)**1** Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**SEE STATEMENT 8**

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

**SEE STATEMENT FOR LINE 2A**

- c** Any submission deadlines

**SEE STATEMENT FOR LINE 2A**

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

**SEE STATEMENT FOR LINE 2A**

## 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
<i>a Paid during the year</i>				
GROVE HS BAND PO BOX 450789 GROVE, OK 74345	NONE	PUBLIC	BAND CAMP SCHOLARSHIPS	3,900.
RONALD MCDONALD HOUSE CHARITIE PO BOX 2688 JOPLIN, MO 64803	NONE	PUBLIC	OPERATING EXPENSES	3,000.
WILDCAT GLADES CONSERVATION & AUDUBON CE 214 WEST 5TH ST, SUITE C JOPLIN, MO 64801	NONE	PUBLIC	PROGRAM COSTS	3,000.
GROVE GENERAL HOSPITAL FOUNDATION GROVE, OK 74344	NONE	PUBLIC	BUILDING FUND RAISER	100,000.
GRAND GOBBLERS CHAPTER OF NWTF GROVE, OK 74344	NONE	PUBLIC	EQUIPMENT AND SUPPLIES FOR JAKE PROGRAM	11,000.
<b>Total</b>				► 3a 120,900.
<i>b Approved for future payment</i>				
<b>Total</b>				► 3b

## Part XVI-A Analysis of Income-Producing Activities

	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) Exclu- sion code	(d) Amount	
<b>1 Program service revenue:</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>				14	54,337.
<b>5 Net rental income or (loss) from real estate:</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>				14	6,519.
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue:</b>					
a					
b					
c					
d					
e					
<b>12 Subtotal. Add columns (b), (d), and (e)</b>					60,856.
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>				13	60,856.

**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 )
N/A	

**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

- 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

- Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	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

- 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
N/A			

- 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		

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

Sign  
Here

~~for something  
that I have~~

1

**TRUSTEE**

Signature of officer or trustee		Date	Title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>GERALD DEAN MILLS</b>	Preparer's signature 	Date <b>5/11/12</b>	Check if <input type="checkbox"/> if self-employed <b>N/A</b>
	Firm's name ► <b>MILLS &amp; MILLS, INC.</b>	Firm's EIN ► <b>N/A</b>		
	Firm's address ► <b>PO BOX 451368 - 2105 HIGHWAY 59 NORTH GROVE, OK 74345-1368</b>	Phone no <b>(918) 786-3292</b>		

**BAA**

Form 990-PF (2010)

2010

**FEDERAL STATEMENTS**  
**GEORGE AND MARY CORKLE CHARITABLE**  
**FOUNDATION**

PAGE 1

CLIENT 0573

43-6432953

5/08/12

10:11AM

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MILLS AND MILLS INC	\$ 1,000.	\$ 1,000.		
TOTAL	<u>\$ 1,000.</u>	<u>\$ 1,000.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	\$ 917.	\$ 917.		
TAXES - FOREIGN	483.	483.		
TOTAL	<u>\$ 1,400.</u>	<u>\$ 1,400.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & FEES	\$ 50.	\$ 50.		
INSURANCE	761.	761.		
TOTAL	<u>\$ 811.</u>	<u>\$ 811.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 4**  
**FORM 990-PF, PART II, LINE 11**  
**INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT**

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
LAND	\$ 2,119.	\$ 2,119.	\$ 2,119.	\$ 0.
TOTAL	<u>\$ 2,119.</u>	<u>\$ 0.</u>	<u>\$ 2,119.</u>	<u>\$ 0.</u>

**STATEMENT 5**  
**FORM 990-PF, PART III, LINE 3**  
**OTHER INCREASES**

ROUNDING	\$ 1.
TOTAL	<u>\$ 1.</u>

2010

**FEDERAL STATEMENTS**  
GEORGE AND MARY CORKLE CHARITABLE  
FOUNDATION

**PAGE 2**

CLIENT 0573

43-6432953

5/08/12

10 11AM

**STATEMENT 6**  
**FORM 990-PF, PART VI, LINE 7**  
**TOTAL CREDITS AND PAYMENTS**

TAX CREDITS AND PAYMENTS  
ORIGINAL RETURN OVERPAYMENT

	\$	3,247.
		-2,476.
<b>TOTAL</b>	<u>\$</u>	<u>771.</u>

**STATEMENT 7**  
**FORM 990-PF, PART VI, LINE 10**  
**OVERPAYMENT**

OVERPAYMENT

	\$	315.
<b>TOTAL</b>	<u>\$</u>	<u>315.</u>

**STATEMENT 8**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:

JIM GOODKNIGHT

NAME:

CARE OF:

STREET ADDRESS:

63879 E 240 RD

CITY, STATE, ZIP CODE:

GROVE, OK 74344

TELEPHONE:

(918) 791-9992

FORM AND CONTENT:

A WRITTEN REQUEST DEFINING THE PURPOSE, AMOUNT REQUESTED,  
AND REQUESTERS TAX STATUS.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS ON AWARDS:

501(C) (3) ORGANIZATIONS AROUND NORTHEAST OKLAHOMA AREA.

GEORGE AND MARY CORKLE CHARITABLE TRUST  
INVESTMENT BASIS  
FOR THE YEAR ENDED DECEMBER 31, 2010

DESCRIPTION	NO. SHARES	BEGINNING TAX BASIS	ACQ. DATE	PURCHASES	SOLD DATE	NO. SHS SOLD	SALES PRICE	COST	BASIS ADJUSTMENT	ENDING TAX BASIS	ENDING NO. SHARES	CURRENT VALUE
MUTUAL FUNDS	3858 025	75,000 00	1/27/06							75,000 00	3858 025	
AMCAP FUND	30 057	563 27	6/19/06							563 27	30 057	137,572 68
AMCAP FUND	84 229	1,691 32	12/22/06							1,691 32	84 229	
AMCAP FUND	17 16	373 40	6/18/07							373 40	17 16	
AMCAP FUND	203 76	4,077 24	12/17/07							4,077 24	203 76	
AMCAP FUND	171 63	2,952 03	6/23/08							2,952 03	171 63	
AMCAP FUND	294 1176	50,000 00	8/19/08							50,000 00	294 1176	
AMERICAN HIGH INCOME TRUST	14456 869	181,000 00	9/24/04							181,000 00	14456 87	179,739 45
AMERICAN HIGH INCOME TRUST	1104	135 24	9/29/04							135 24	11 04	
AMERICAN HIGH INCOME TRUST	84 583	1,048 83	10/29/04							1,048 83	84 583	
AMERICAN HIGH INCOME TRUST	84	1,055 04	11/29/04							1,055 04	84	
AMERICAN HIGH INCOME TRUST	113 263	1,427 12	12/29/04							1,427 12	113 263	
AMERICAN HIGH INCOME TRUST	73 687	921 82	1/31/05							921 82	73 687	
AMERICAN HIGH INCOME TRUST	85 155	1,074 65	3/1/05							1,074 65	85 155	
AMERICAN HIGH INCOME TRUST	88 16	1,080 84	3/29/05							1,080 84	88 16	
AMERICAN HIGH INCOME TRUST	90 377	1,087 23	4/29/05							1,087 23	90 377	
AMERICAN HIGH INCOME TRUST	90 401	1,093 85	5/31/05							1,093 85	90 401	
AMERICAN HIGH INCOME TRUST	89 686	1,100 45	6/29/05							1,100 45	89 686	
AMERICAN HIGH INCOME TRUST	91 973	1,145 06	7/29/05							1,145 06	91 973	
AMERICAN HIGH INCOME TRUST	92 597	1,151 91	8/29/05							1,151 91	92 597	
AMERICAN HIGH INCOME TRUST	94 531	1,158 95	9/29/05							1,158 95	94 531	
AMERICAN HIGH INCOME TRUST	98 369	1,166 06	10/31/05							1,166 06	96 369	
AMERICAN HIGH INCOME TRUST	96 802	1,173 24	11/29/05							1,173 24	96 802	
AMERICAN HIGH INCOME TRUST	123 471	1,495 23	12/29/05							1,495 23	123 471	
AMERICAN HIGH INCOME TRUST	53 288	645 32	12/29/05							645 32	53 288	
AMERICAN HIGH INCOME TRUST	32 235	381 99	1/23/07							381 99	32 235	
BOND FUND OF AMERICA	15037 594	200,000 00	1/27/06							200,000 00	15037 59	183,308 27
CAPITAL WORLD BOND FUND	7915 567	150,000 00	1/27/06							126,359 78	6688 062	138,658 15
CAPITAL WORLD BOND FUND	24 306	474 93	1/24/07							474 93	24 306	
CAPITAL WORLD GROWTH & INCOME FUND	489 954	15,135 19	8/9/01							15,135 19		
CAPITAL WORLD GROWTH & INCOME FUND	40 118	1,239 29	12/15/03							1,239 29		
CAPITAL WORLD GROWTH & INCOME FUND	97 867	3,023 22	12/13/04							3,450 79		
CAPITAL WORLD GROWTH & INCOME FUND	162 011	5,004 70	12/22/05							5,712 51		
CAPITAL WORLD GROWTH & INCOME FUND	1887 663	57,694 14	1/27/06							65,553 80		
CAPITAL WORLD GROWTH & INCOME FUND	264 679	8,176 22	12/21/06							8,176 22		
CAPITAL WORLD GROWTH & INCOME FUND	493 171	15,234 59	12/18/07							15,234 59		
EURO PACIFIC GROWTH FUND	1175 088	50,000 00	1/27/06							50,000 00	1175 088	57,887 55
EURO PACIFIC GROWTH FUND	69 33	3,185 67	12/27/06							3,185 67	69 33	
EURO PACIFIC GROWTH FUND	86 502	4,519 73	12/13/07							4,519 73	86 502	
EURO PACIFIC GROWTH FUND	68 345	1,845 99	1/22/08							1,845 99	68 345	
FUNDAMENTAL INVESTORS FUND	1747 641	50,000 00	8/9/01							50,000 00	1747 641	233,972 96
FUNDAMENTAL INVESTORS FUND	4065 041	150,000 00	1/27/06							150,000 00	4065 041	
FUNDAMENTAL INVESTORS FUND	227 352	9,125 91	12/28/06							9,125 91	227 352	
FUNDAMENTAL INVESTORS FUND	9 076	374 48	2/22/07							374 48	9 076	
FUNDAMENTAL INVESTORS FUND	283 751	12,158 71	12/26/07							12,158 71	283 751	
FUNDAMENTAL INVESTORS FUND	42 424	1,659 21	2/19/07							1,659 21	42 424	
GROWTH FUND OF AMERICA	3129 89	100,000 00	1/27/06							100,000 00	3129 89	104,506 94
GROWTH FUND OF AMERICA	194 203	3,442 88	12/19/06							3,442 88	194 203	
GROWTH FUND OF AMERICA	199 118	6,652 53	12/19/07							6,652 53	199 118	

GEORGE AND MARY CORKLE CHARITABLE TRUST  
INVESTMENT BASIS  
FOR THE YEAR ENDED DECEMBER 31, 2010

DESCRIPTION	NO. SHARES	BEGINNING TAX BASIS	ACQ. DATE	SOLD DATE	NO. SHS SOLD	SALES PRICE	COST	BASIS ADJUSTMENT	ENDING TAX BASIS	ENDING NO. SHARES	CURRENT VALUE
INCOME FUND OF AMERICA	1784 718	32,000.00	9/24/04						32,000.00	1784 718	178,078.28
INCOME FUND OF AMERICA	29 174	540 59	12/27/04						540 59	29 174	
INCOME FUND OF AMERICA	15 564	281 24	3/28/05						281 24	15 564	
INCOME FUND OF AMERICA	16 454	301 76	6/27/05						301 76	16 454	
INCOME FUND OF AMERICA	16 471	304 71	9/26/05						304 71	16 471	
INCOME FUND OF AMERICA	59 993	1,093 08	12/27/05						1,093 08	59 993	
INCOME FUND OF AMERICA	8156 607	150,000.00	1/27/06						150,000.00	8156 607	
INCOME FUND OF AMERICA	231 288	4,676 65	12/26/06						4,676 65	231 288	
INCOME FUND OF AMERICA	449 748	8,743 11	12/24/07						8,743 11	449 748	
INTER BOND FUND OF AMERICA	10393 467	140,000.00	1/27/08						140,000.00	10393 47	139,584.26
INVESTMENT CO OF AMERICA	4523 312	130,000.00	8/19/08						0.00	0	
INVESTMENT CO OF AMERICA	4764 173	100,000.00	11/12/08						0.00	0	
LORD ABBETT AFFILIATED FUND	4906 062	62,560 33	12/2/03						62,560 33		
LORD ABBETT AFFILIATED FUND	9 264	122 57	12/22/03						0.00	0	
LORD ABBETT AFFILIATED FUND	8 752	122 81	12/13/04						0.00	0	
LORD ABBETT AFFILIATED FUND	18 581	246 04	5/24/04						0.00	0	
LORD ABBETT AFFILIATED FUND	18 47	246 98	8/23/04						0.00	0	
LORD ABBETT AFFILIATED FUND	104 187	1,487 97	11/24/04						0.00	0	
LORD ABBETT AFFILIATED FUND	8 62	126 56	12/22/04						0.00	0	
LORD ABBETT AFFILIATED FUND	8 7	126 78	2/14/05						0.00	0	
LORD ABBETT AFFILIATED FUND	17 809	253 98	5/20/05						0.00	0	
LORD ABBETT AFFILIATED FUND	17 515	254 87	8/19/05						0.00	0	
LORD ABBETT AFFILIATED FUND	369 424	5,194 71	11/23/05						0.00	0	
LORD ABBETT AFFILIATED FUND	18 188	255 75	11/29/05						0.00	0	
LORD ABBETT AFFILIATED FUND	9 762	137 56	12/22/05						0.00	0	
LORD ABBETT AFFILIATED FUND	11824 324	174,901 17	1/27/06						0.00	0	
LORD ABBETT AFFILIATED FUND	1165 83	17,361 13	11/22/06						0.00	0	
LORD ABBETT AFFILIATED FUND	2162 292	29,770 04	11/21/07						0.00	0	
NEW ECONOMY FUND	2544 529	50,000.00	8/9/01						50,000.00	2544 529	127,381 99
NEW ECONOMY FUND	2087 683	50,000.00	1/27/06						50,000.00	2087 683	
NEW ECONOMY FUND	396 686	10,908 86	12/27/07						10,908 86	396 686	
NEW WORLD FUND	502 816	19,107 82	1/27/06						0.00	0	
NEW WORLD FUND	505 496	19,209 67	1/27/06						0.00	0	
NEW WORLD FUND	133 739	5,082 30	12/27/06						0.00	0	
NEW WORLD FUND	188 318	7,156 39	12/13/07						0.00	0	
SMALLCAP WORLD FUND CLA	1348 072	50,000.00	1/27/06						23,154 33	624 274	34,921 62
SMALLCAP WORLD FUND CLA	124 296	4,862 49	12/29/06						4,862 49	124 296	
SMALLCAP WORLD FUND CLA	150 082	6,135 36	12/27/07						6,135 36	150 082	
TOTAL MUTUAL FUNDS	2,296,520 76	0.00				735,073 25	729,718 67	0.00	1,536,802 09	1,513,612 19	
REAL ESTATE									1,489 00	1,489 00	
LOT - BERNIALLO, NEW MEXICO	1,489 00	12/16/92							630 00	630 00	
LOT - POLK COUNTY, FLORIDA	630 00	12/16/92							2,119 00	2,119 00	
TOTAL REAL ESTATE	2,119 00										
TOTAL INVESTMENTS	2,268,639 76	0.00				735,073 25	729,718 67	0.00	1,538,921 09	1,515,731 19	