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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

GIFFORD FOUNDATION INC

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

8805 INDIAN HILLS DRIVE

Room/suite

280

City or town, state, and ZIP code

OMAHA**NE 68114**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) **\$ 1,498,068** (Part I, column (d) must be on cash basis)J Accounting method ☐ Cash ☒ Accrual☐ Other (specify)

A Employer identification number

47-6025084

B Telephone number (see page 10 of the instructions)

402-341-0500C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the
85% test, check here and attach computation ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

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

(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	20,721	20,721	20,721	
	4	Dividends and interest from securities	16,765	16,765	16,765	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-15,198			
	b	Gross sales price for all assets on line 6a 595,463				
	7	Capital gain net income (from Part IV, line 2)		6,849		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
Operating and Administrative Expenses	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	22,288	44,335	37,486	
	13	Compensation of officers, directors, trustees, etc	14,650	13,185	13,185	1,465
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) See Stmt 2	3,825	3,443	3,443	382
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	94	85	85	9
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 4	10,092	9,083	9,083	1,009
	24	Total operating and administrative expenses. Add lines 13 through 23	28,661	25,796	25,796	2,865
	25	Contributions, gifts, grants paid	70,800			70,800
	26	Total expenses and disbursements. Add lines 24 and 25	99,461	25,796	25,796	73,665
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-77,173			
	b	Net investment income (if negative, enter -0-)		18,539		
	c	Adjusted net income (if negative, enter -0-)			11,690	

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

Form 990-PF (2010)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		1,000		
	2	Savings and temporary cash investments		49,762	57,798	57,798
	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				
	10a	Investments—U S and state government obligations (attach schedule) Stmt 5		355,013	349,694	372,488
	b	Investments—corporate stock (attach schedule) See Stmt 6		985,076	906,197	1,045,442
	c	Investments—corporate bonds (attach schedule) See Stmt 7		21,765	21,765	22,340
	11	Investments—land, buildings, and equipment basis ▶ 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)		1,412,616	1,335,454	1,498,068	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		1,412,616	1,335,454	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)		1,412,616	1,335,454	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		1,412,616	1,335,454		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,412,616
2	Enter amount from Part I, line 27a	2	-77,173
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	11
4	Add lines 1, 2, and 3	4	1,335,454
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,335,454

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 CAPITAL GAIN DISTRIBUTIONS				
b LT CAP GAIN DIV WORLD COM LIT				
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 6,842			6,842	
b 7			7	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			6,842	
b			7	
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	6,849
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 noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	84,996	1,348,879	0.063012
2008	82,036	1,547,964	0.052996
2007	77,462	1,763,675	0.043921
2006	79,581	1,674,095	0.047537
2005	74,098	1,633,444	0.045363
2 Total of line 1, column (d)			2 0.252829
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 0.050566
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,423,585
5 Multiply line 4 by line 3			5 71,985
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 185
7 Add lines 5 and 6			7 72,170
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 73,665

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	185
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	185
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	185
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	136
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	136
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	49
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► FIRST NATIONAL BANK OF OMAHA 1620 DODGE ST Located at ► OMAHA NE ZIP+4 ► 68197 Telephone no. ► 402-341-0500			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		☐
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes No	X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	N/A	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	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	N/A	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?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	3b
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?		X

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

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes	☒ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A		5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	☐ Yes ☐ No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9				

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

Form 990-PF (2010) **GIFFORD FOUNDATION INC****47-6025084**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

Total. Add lines 1 through 3 ▶Form **990-PF** (2010)

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	1,349,902
b	Average of monthly cash balances	1b	95,362
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	1,445,264
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	1,445,264
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	21,679
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,423,585
6	Minimum investment return. Enter 5% of line 5	6	71,179

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	71,179
2a	Tax on investment income for 2010 from Part VI, line 5	2a	185
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	185
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	70,994
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	70,994
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	70,994

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	73,665
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	73,665
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	185
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	73,480

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				70,994
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			59,396	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 73,665				
a Applied to 2009, but not more than line 2a			59,396	
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				14,269
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				56,725
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

	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))
N/A

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

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

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

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

b The form in which applications should be submitted and information and materials they should include
NO PARTICULAR REQUIREMENTS

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 10				70,800
Total			▶ 3a	70,800
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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	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.			

[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		

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  FNBO by Scott Lege Trust officer  5/6/11  Trust officer

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed
					04/28/11	
	Firm's name ▶ First National Bank of Omaha				PTIN	
	Firm's address ▶ 1620 Dodge St Stop 1061 Omaha, NE 68197-1061				Firm's EIN ▶	
					Phone no 402-602-348	

Federal Statements

4/28/2011 9:16 AM

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

Description			How Received		Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost			
50 SH EMERSON ELECTRIC	8/07/01	11/30/10	Purchase 2,778 \$	1,453 \$	\$	\$	1,325
25 SH 3M CO	8/26/05	11/30/10	Purchase 2,112	1,774			338
25 SH 3M CO	9/01/05	11/30/10	Purchase 2,112	1,773			339
US TREASURY NOTE	5/17/07	7/15/10	Purchase 40,000	39,070			930
US TREASURY NOTE	8/08/01	2/16/10	Purchase 40,000	43,753			-3,753
FHLB	1/16/07	3/17/10	Purchase 40,000	39,299			701
FNMA	1/24/02	4/15/10	Purchase 40,000	44,409			-4,409
50 SH ABBOTT LABS	12/28/04	3/30/10	Purchase 2,683	2,325			358
25 SH ABBOTT LABS	3/27/09	4/20/10	Purchase 1,307	1,173			134
50 SH ABBOTT LABS	1/31/05	4/20/10	Purchase 2,615	2,264			351
25 SH AFLAC	3/27/07	3/30/10	Purchase 1,354	1,181			173
25 SH AIR PRODUCTS & CHEM	9/30/08	3/25/10	Purchase 1,878	1,715			163
25 SH AMGEN INC	10/16/09	3/30/10	Purchase 1,491	1,522			-31
25 SH ANADARKO PETROLEUM	2/12/09	3/25/10	Purchase 1,745	979			766
25 SH ANADARKO PETROLEUM	1/14/09	5/05/10	Purchase 1,609	944			665
25 SH ANADARKO PETROLEUM	2/12/09	5/05/10	Purchase 1,609	979			630
75 SH ANADARKO PETROLEUM	12/04/08	6/08/10	Purchase 3,313	2,712			601

Federal Statements

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

Description				How Received		Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	
75 SH APPLIED MATERIALS INC	9/25/08	3/30/10	\$	Purchase 997 \$	1,208 \$	\$ -211
50 SH AVNET	8/28/08	3/30/10		Purchase 1,453	1,487	-34
25 SH BB & T	5/04/06	3/30/10		Purchase 821	1,072	-251
25 SH BB & T	4/16/04	3/30/10		Purchase 821	852	-31
25 SH CARDINAL HEALTH INC	3/13/08	3/09/10		Purchase 877	939	-62
150 SH CARDINAL HEALTH INC	12/08/08	3/09/10		Purchase 5,263	3,411	1,852
25 SH CHEVRON CORP	3/13/08	3/23/10		Purchase 1,860	2,166	-306
25 SH CHEVRON CORP	8/07/01	3/23/10		Purchase 1,860	1,114	746
25 SH CHEVRON CORP	8/07/01	3/30/10		Purchase 1,860	1,114	746
25 SH CHEVRON CORP	8/07/01	8/16/10		Purchase 1,941	1,114	827
25 SH CHUBB CORP	8/09/01	3/30/10		Purchase 1,306	877	429
25 SH CHUBB CORP	8/09/01	4/07/10		Purchase 1,296	877	419
100 SH CISCO SYSTEMS	2/26/08	3/23/10		Purchase 2,631	2,400	231
25 SH CISCO SYSTEMS	3/13/08	3/23/10		Purchase 658	617	41
25 SH CISCO SYSTEMS	1/05/06	3/23/10		Purchase 658	458	200
50 SH CISCO SYSTEMS	1/05/06	3/30/10		Purchase 1,340	915	425
125 SH COMCAST	6/14/06	2/17/10		Purchase 1,915	2,699	-784

Federal Statements

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

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
100 SH COMCAST	6/14/06	3/30/10	Purchase 1,859 \$	2,097 \$	\$	\$	-238
50 SH EMERSON ELECTRIC	9/30/08	3/30/10	Purchase 2,494	2,191			303
50 SH EMERSON ELECTRIC	10/01/09	11/02/10	Purchase 2,726	1,977			749
125 SH EXELON CORP	2/27/09	1/12/10	Purchase 6,053	5,944			109
50 SH EXXON MOBIL	8/07/01	3/30/10	Purchase 3,341	2,070			1,271
25 SH FISERV INC	2/28/08	3/30/10	Purchase 1,268	1,331			-63
150 SH FISERV INC	2/28/08	5/25/10	Purchase 7,121	7,421			-300
200 SH GENERAL ELECTRIC CO	5/23/06	3/30/10	Purchase 3,716	6,871			-3,155
25 SH H J HEINZ CO	8/09/01	3/30/10	Purchase 1,170	971			199
25 SH HEWLETT PACKARD CO	8/12/04	3/23/10	Purchase 1,317	417			900
25 SH HEWLETT PACKARD CO	8/12/04	3/30/10	Purchase 1,337	417			920
25 SH HOME DEPOT INC	2/11/10	3/25/10	Purchase 817	724			93
25 SH IBM CORP	4/28/06	3/23/10	Purchase 3,206	2,057			1,149
25 SH JACOBS ENGINEERING GP	6/18/09	3/30/10	Purchase 1,151	1,060			91
50 SH J P MORGAN CHASE	7/25/06	3/30/10	Purchase 2,295	2,223			72
25 SH KIMBERLY CLARK CORP	8/09/01	3/30/10	Purchase 1,578	1,480			98
50 SH KIMBERLY CLARK CORP	8/09/01	6/29/10	Purchase 3,099	2,960			139

Federal Statements

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

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
25 SH MCGRAW-HILL CO	12/08/08	3/30/10	\$	Purchase 904 \$	622 \$	\$	\$	282
225 SH MCGRAW-HILL CO	12/08/08	7/28/10		Purchase 6,720	5,540			1,180
75 SH MCGRAW-HILL CO	5/21/10	7/28/10		Purchase 2,240	2,105			135
50 SH MEDTRONIC INC	3/18/05	3/30/10		Purchase 2,264	2,643			-379
50 SH METLIFE INC	4/16/09	3/30/10		Purchase 2,136	1,389			747
25 SH MICROSOFT CORP	2/26/08	3/23/10		Purchase 737	708			29
75 SH MICROSOFT CORP	2/26/08	3/30/10		Purchase 2,283	1,974			309
25 SH MOHAWK INDUSTRIES	1/11/08	3/30/10		Purchase 1,351	1,751			-400
50 SH PEABODY ENERGY CORP	6/28/07	3/23/10		Purchase 2,398	2,256			142
25 SH PEABODY ENERGY CORP	6/28/07	8/19/10		Purchase 1,163	1,128			35
25 SH PEABODY ENERGY CORP	9/30/08	8/17/10		Purchase 1,154	1,044			110
25 SH PEPSICO INC	8/07/01	3/30/10		Purchase 1,673	1,113			560
50 SH PEPSICO INC	8/07/01	6/29/10		Purchase 3,135	2,227			908
25 SH PROCTER & GAMBLE CO	6/28/07	3/30/10		Purchase 1,601	1,540			61
50 SH PRUDENTIAL INC	5/30/08	3/30/10		Purchase 2,993	3,745			-752
50 SH PRUDENTIAL INC	5/30/08	4/22/10		Purchase 3,126	3,745			-619
75 SH PRUDENTIAL INC	7/10/08	10/13/10		Purchase 4,048	5,235			-1,187

Federal Statements

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

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
75 SH PRUDENTIAL INC	10/27/08	3/09/10	\$	Purchase 3,982	2,854	\$	\$	1,128
50 SH SOUTHERN CO	4/06/06	3/30/10		Purchase 1,642	1,651			-9
125 SH SOUTHERN CO	4/06/06	8/10/10		Purchase 4,460	4,084			376
25 SH STATE STREET CORP	9/17/09	3/30/10		Purchase 1,174	1,350			-176
50 SH TEXAS INSTRUMENTS	11/02/06	3/23/10		Purchase 1,231	1,493			-262
50 SH TEXAS INSTRUMENTS	11/02/06	3/30/10		Purchase 1,257	1,477			-220
150 SH TEXAS INSTRUMENTS	7/26/06	11/02/10		Purchase 4,366	4,375			-9
25 SH THERMO FISHER SCIENTIFIC INC	2/20/09	3/30/10		Purchase 1,269	925			344
150 SH THERMO FISHER SCIENTIFIC INC	5/21/09	7/27/10		Purchase 7,512	5,401			2,111
25 SH UNITEDHEALTH GROUP	4/11/08	3/30/10		Purchase 829	901			-72
75 SH UNITEDHEALTH GROUP	5/12/08	4/20/10		Purchase 2,269	2,456			-187
125 SH UNITEDHEALTH GROUP	6/13/08	4/28/10		Purchase 3,805	3,948			-143
50 SH WALGREEN CO	1/11/08	3/30/10		Purchase 1,808	1,719			89
100 SH WALGREEN CO	1/10/08	7/08/10		Purchase 2,646	3,434			-788
50 SH WESTERN UNION CO	9/24/09	3/30/10		Purchase 855	975			-120
25 SH 3M CO	8/26/05	3/30/10		Purchase 2,047	1,774			273
25 SH POTASH CORP	7/24/09	3/30/10		Purchase 3,090	2,350			740

Federal Statements

4/28/2011 9:16 AM

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

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
50 SH POTASH CORP		7/24/09	8/20/10	\$	Purchase 7,070	\$ 4,683	\$	\$	2,387
25 SH TRANSOCEAN LTD		9/24/08	3/30/10		Purchase 2,066	2,965			-899
75 SH TRANSOCEAN LTD		3/28/03	5/04/10		Purchase 5,903	1,547			4,356
1732.769 SH FIDELITY ADV SMALL CAP F		5/04/07	3/26/10		Purchase 41,136	45,000			-3,864
256.343 SH FIDELITY ADV SMALL CAP F		5/18/09	3/26/10		Purchase 6,086	4,724			1,362
1421.801 SH INVESCO REAL ESTATE		3/25/10	11/12/10		Purchase 30,341	27,341			3,000
57.208 SH TRIBUTARY LARGE CAP GROWTH		5/18/09	3/26/10		Purchase 497	380			117
2049.077 SH TRIBUTARY SMALL CO FD		9/05/01	3/26/10		Purchase 33,769	27,417			6,352
1236.603 SH TRIBUTARY SMALL CO FD		12/12/01	3/26/10		Purchase 20,379	16,781			3,598
395.672 SH TRIBUTARY SMALL CO FD		5/18/09	3/26/10		Purchase 6,521	4,728			1,793
639.3 SH TRIBUTARY SMALL CO FD		5/18/09	8/30/10		Purchase 9,717	7,640			2,077
8333.333 SH TRIBUTARY INTL FD		5/04/07	3/26/10		Purchase 82,250	134,667			-52,417
Total				\$ 588,614	\$ 610,661	\$ 0	\$ 0	\$ 0	\$ -22,047

Federal Statements

47-6025084

FYE: 12/31/2010

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL EXPENSES	\$ 3,825	\$ 3,443	\$ 3,443	\$ 382
Total	\$ 3,825	\$ 3,443	\$ 3,443	\$ 382

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ESTIMATED TAXES PAID	\$ 91	\$ 82	\$ 82	\$ 9
FOREIGN TAX	3	3	3	
Total	\$ 94	\$ 85	\$ 85	\$ 9

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
BOARD MEETING EXPENSE	10,092	9,083	9,083	1,009
Total	\$ 10,092	\$ 9,083	\$ 9,083	\$ 1,009

47-6025084

Federal Statements

FYE: 12/31/2010

Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US TREASURY OBLIGATIONS	\$ 206,827	\$ 124,004	Cost	\$ 138,204
US GOVERNMENT AGENCIES	128,186	205,690	Cost	213,463
MUNICIPAL OBLIGATIONS	20,000	20,000	Cost	20,821
Total	\$ 355,013	\$ 349,694		\$ 372,488

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
COMMON EQUITY SECURITIES	\$ 434,879	\$ 375,620	Cost	\$ 458,507
DOMESTIC EQUITY MUTUAL FUNDS	218,197	217,752	Cost	280,224
INTL EQUITY MUTUAL FUNDS	332,000	239,153	Cost	231,229
INTL FIXED INCOME MUTUAL FUNDS		52,500	Cost	53,812
TAXABLE FIXED INCOME FUNDS		21,172	Cost	21,670
Total	\$ 985,076	\$ 906,197		\$ 1,045,442

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE & FOREIGN BONDS	\$ 21,765	\$ 21,765	Cost	\$ 22,340
Total	\$ 21,765	\$ 21,765		\$ 22,340

Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
ROUNDING	\$ 11
Total	\$ 11

1020199552 GIFFORD FOUNDATION INC

47-6025084

FYE: 12/31/2010

Federal Statements

4/28/2011 9:16 AM

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
FIRST NATIONAL BANK OF OMAHA	TRUSTEE	10.00	14,650	0	0
CHARLES A. GIFFORD	PRESIDENT	2.00	0	0	0
JESSIE SHESTACK	VICE PRESIDE	2.00	0	0	0
WILLIAM BRUSH	TREASURER	2.00	0	0	0
MICHAEL D. JONES	SECRETARY	2.00	0	0	0

Federal Statements**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description

NO PARTICULAR REQUIREMENTS

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

Description

NONE

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

Description

NONE

1020199552 GIFFORD FOUNDATION INC
47-6025084
FYE: 12/31/2010

Federal Statements

4/28/2011 9:16 AM

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
AIR GALLERY	511 W. 25TH STREET, STE 3	NONE	PRIVATE	GENERAL	4,500
NEW YORK NY 10001	7920 NORFOLK AVE, STE 600	NONE	PUBLIC	GENERAL	350
ALLEY CAT ALLIES	724 SOUTH 12TH ST	NONE	PUBLIC	GENERAL	1,000
BETHESDA MD 20814	3902 DAVENPORT ST	NONE	PUBLIC	GENERAL	2,000
BEMIS CENTER FOR CONTEMPO	5001 ANGEL CANYON	NONE	PUBLIC	GENERAL	150
OMAHA NE 68102	100 BANCROFT ST	NONE	PUBLIC	GENERAL	1,000
JOSELYN CASTLE TRUST	877 CUNDYS HARBOR ROAD	NONE	PUBLIC	GENERAL	1,000
OMAHA NE 68131	5730 NORTH 30TH ST, #11B	NONE	PUBLIC	GENERAL	2,000
BEST FRIENDS ANIMAL SANCT	PO BOX 393 DEPT. P	NONE	PUBLIC	GENERAL	500
KANAB UT 84741	PO BOX 150	NONE	PUBLIC	GENERAL	500
LAURITZEN GARDENS	1340 WEBSTER STREET	NONE	PUBLIC	GENERAL	1,000
OMAHA NE 68108	650 J STREET, #305	NONE	PUBLIC	GENERAL	10,000
CUNDY'S HARBOR FIRE DEPT	2200 DODGE ST	NONE	PUBLIC	GENERAL	500
HARPSWELL ME 04079	353 VAN BRUNT ST	NONE	PUBLIC	GENERAL	500
DOUGLAS COUNTY HISTORICAL	11 WEST 53RD ST	NONE	PUBLIC	GENERAL	800
OMAHA NE 68111	2401 CENTRAL AVENUE	NONE	PUBLIC	GENERAL	21,000
ELEPHANT SANCTUARY	733 THIRD AVE 3RD F	NONE	PUBLIC	GENERAL	200
HOHENWALD TN 38462	9707 EAST EASTER LN	NONE	GROUP	GENERAL	200
FARM SANCTUARY	CENTENNIAL CO 80112				
WATKINS GLEN NY 14891					
FILM STREAMS					
OMAHA NE 68102					
HERITAGE NEBRASKA					
LINCOLN NE 68542					
JOSLYN ART MUSEUM					
OMAHA NE 68102					
KENTLER INTL DRAWING SPAC					
BROOKLYN NY 11231					
MUSEUM OF MODERN ART					
NEW YORK NY 10019					
MUSEUM OF NEBRASKA ART					
KEARNEY NE 68847					
NATIONAL MULTIPLE SCLEROS					
NEW YORK NY 10017					
NATIONAL STROKE ASSOCIATI					
CENTENNIAL CO 80112					

Federal Statements

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship		Status	Purpose	Amount
NATURE CONSERVANCY	OMAHA NE 68102	1025 LEAVENWORTH ST	NONE		GROUP	GENERAL		15,000
OHEB SHALOM CONGREGATION	SOUTH ORANGE NJ 07079	170 SCOTLAND ROAD	NONE		PUBLIC	NEW PLAYGROUND FUND		250
OMAHA SYMPHONY	OMAHA NE 68102	1605 HOWARD ST	NONE		PUBLIC	GENERAL		500
HARPSWELL NECK FIRE DEPT	HARPSWELL ME 04079	P O BOX 8	NONE		PUBLIC	GENERAL		500
ORR'S & BAILEY ISL FIRE D	ORR'S ISLAND ME 04066	1600 HARPSWELL ISLAND RD	NONE		PUBLIC	GENERAL		500
OPERA OMAHA	OMAHA NE 68102	1625 FARNAM ST, SUITE 100	NONE		PUBLIC	GENERAL		500
OPERATION SMILE INC/FOUND	NORFOLK VA 23509	6435 TIDEWATER DR	NONE		PUBLIC	GENERAL		350
PIGS, A SANCTUARY	PHILADELPHIA PA 19182	PO BOX 827204	NONE		PUBLIC	GENERAL		1,000
SARAH LAWRENCE COLLEGE	BONXVILLE NY 10708	1 MEAD WAY	NONE		PUBLIC	GENERAL		1,000
SAVE THE MANATEE CLUB	MAITLAND FL 32751	500 NORTH MAITLAND AVE	NONE		PUBLIC	GENERAL		500
SEGUE FOUNDATION	NEW YORK NY 10012	300 BOWERY	NONE		PUBLIC	GENERAL		2,500
WASHINGTON PRINT FOUNDATI	WASHINGTON DC 20009	1732 CONNECTICUT AVENUE,	NONE		PUBLIC	GENERAL		1,000
Total								70,800

Federal Statements**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
INTEREST	\$ 20,721		14		
Total	<u>\$ 20,721</u>				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
DIVIDENDS	\$ 16,765		14		
Total	<u>\$ 16,765</u>				