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

2010

Department of the Treasury
Internal Revenue Service

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

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

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeRUPERT DUNKLAU FOUNDATION, INC.
PO BOX 1558
FREMONT, NE 68026-1558

A Employer identification number

47-6059030

B Telephone number (see the instructions)

402-721-6046

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 19,308,452.

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

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

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 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 ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 939,354.

7 Capital gain net income (from Part IV, line 2)

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)

See Statement 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 2

c Other prof fees (attach sch) See St 3

17 Interest

18 Taxes (attach schedule) (see instr)

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid Part XV

26 Total expenses and disbursements. Add lines 24 and 25.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

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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	6,518.	37,988.	37,988.
	2 Savings and temporary cash investments	61,749.	159,821.	159,821.
	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)	44,415.		
	b Investments – corporate stock (attach schedule)	7,890,423.	7,348,372.	18,835,957.
	c Investments – corporate bonds (attach schedule)	150,000.	150,000.	157,790.
	11 Investments – land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	111,254.	116,896.	116,896.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe ▶ See Statement 5)		1.	
	16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item i)	8,264,359.	7,813,078.	19,308,452.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	8,264,359.	7,813,078.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	8,264,359.	7,813,078.	
	31 Total liabilities and net assets/fund balances (see the instructions)	8,264,359.	7,813,078.	

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	8,264,359.
2 Enter amount from Part I, line 27a	2	-451,281.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	7,813,078.
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	7,813,078.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 6				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	259,172.
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	1,266,350.	15,955,363.	0.079368
2008	1,091,633.	21,751,078.	0.050188
2007	846,246.	20,740,146.	0.040802
2006	794,735.	16,207,226.	0.049036
2005	635,384.	12,506,738.	0.050803

2 Total of line 1, column (d).	2	0.270197
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	0.054039
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,417,938.
5 Multiply line 4 by line 3	5	941,248.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,416.
7 Add lines 5 and 6	7	944,664.
8 Enter qualifying distributions from Part XII, line 4	8	798,500.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 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 ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		1	6,832.
3 Add lines 1 and 2		2	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	6,832.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		4	0.
6 Credits/Payments:		5	6,832.
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	15,975.	
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	15,975.
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	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	9,143.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 9,143. Refunded		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see 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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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 <u>N/A</u>	13	X	
14	The books are in care of <u>ERICKSON & BROOKS</u> Telephone no. <u>402-721-3454</u> Located at <u>2195 N BROAD ST FREMONT NE</u> ZIP + 4 <u>68025</u>			
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 <u>N/A</u> <u>15</u> <u>N/A</u>			
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 <u></u>	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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ 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 the instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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).	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4 b	X

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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)?

5b N/A

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 ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
See Statement 7		62,500.	0.	0.

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

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

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

0

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

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

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

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 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	17,531,728.
b Average of monthly cash balances	1b	151,458.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	17,683,186.
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	17,683,186.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	265,248.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,417,938.
6 Minimum investment return. Enter 5% of line 5	6	870,897.

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	870,897.
2a Tax on investment income for 2010 from Part VI, line 5	2a	6,832.	
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c		6,832.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		864,065.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		864,065.
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		864,065.

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	798,500.
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	798,500.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	798,500.

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.

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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				864,065.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			247,926.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ \$ 798,500.				
a Applied to 2009, but not more than line 2a			247,926.	
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				550,574.
e Remaining amount distributed out of corpus	0.			
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	0.			
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.				313,491.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
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 KIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

- 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)

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

[illegible]

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).)

RUPERT DUNKLAU

- 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
a Paid during the year "SEE ATTACHED LIST - CASH"			CURRENT OPERATIONS	798,500.
Total			▶ 3a	798,500.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	10,460.	
4	Dividends and interest from securities			14	155,936.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	259,172.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	GAIN ON INSURANCE CSV			14	5,642.	
b	INSURANCE REFUND			14	30.	
c	PARTNERSHIP DISTRIBUTION			14	55.	
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				431,295.	
13	Total. Add line 12, columns (b), (d), and (e)					431,295.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Client 12196

RUPERT DUNKLAU FOUNDATION, INC.

47-6059030

5/02/11

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
GAIN ON INSURANCE CSV	\$ 5,642.		
INSURANCE REFUND	30.		
PARTNERSHIP DISTRIBUTION	55.		
Total	\$ 5,727.	\$ 0.	\$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 8,540.	\$ 8,540.	\$ 8,540.	\$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT FEES	\$ 12,287.	\$ 12,287.	\$ 12,287.	
Total	\$ 12,287.	\$ 12,287.	\$ 12,287.	\$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MEETING EXPENSE	\$ 749.	\$ 749.	\$ 749.	
Total	\$ 749.	\$ 749.	\$ 749.	\$ 0.

47-6059030

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Statement 5
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Rounding	\$ 1.	
Total	\$ 1.	\$ 0.

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	3 BERKSHIRE HATHAWAY	Purchased	Various	11/16/2010
2	3 BERKSHIRE HATHAWAY	Purchased	Various	6/14/2010
3	.6395 KINDER MORGAN	Purchased	8/16/2007	2/23/2010
4	.2070 KINDER MORGAN	Purchased	8/16/2007	5/18/2010
5	1200 DIRECT TV CLASS A	Purchased	11/27/1998	7/28/2010
6	1500 MAXIM INTEGRATED PRODUCTS	Purchased	8/07/2007	7/28/2010
7	2200 NEUSTAR INC CL A	Purchased	Various	7/28/2010
8	.6466 KINDER MORGAN	Purchased	8/16/2007	8/16/2010
9	1100 AUTODESK INC	Purchased	12/16/2008	11/01/2010
10	850 UNITED HEALTH GROUP	Purchased	12/16/2008	11/01/2010
11	.3326 KINDER MORGAN	Purchased	8/16/2007	11/18/2010
12	3000 NIGHTHAWK RADIOLOGY HLDGS	Purchased	Various	12/23/2010
13	37537.85 GNMA POOL	Purchased	Various	8/16/2010

	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Item	Gross Sales	Deprec. Allowed	Cost Basis	Gain (Loss)	FMV 12/31/69	Adj. Bas. 12/31/69	Excess (i) - (j)	Gain (Loss)
1	363,161.		208,650.	154,511.				\$ 154,511.
2	326,193.		208,650.	117,543.				117,543.
3	37.		30.	7.				7.
4	11.		9.	2.				2.
5	45,048.		14,188.	30,860.				30,860.
6	27,588.		46,977.	-19,389.				-19,389.
7	50,489.		60,056.	-9,567.				-9,567.
8	38.		29.	9.				9.
9	38,829.		19,975.	18,854.				18,854.
10	30,901.		20,509.	10,392.				10,392.
11	21.		15.	6.				6.
12	19,500.		57,247.	-37,747.				-37,747.
13	37,538.		43,847.	-6,309.				-6,309.
							Total	\$ 259,172.

Client 12196

RUPERT DUNKLAU FOUNDATION, INC.

47-6059030

5/02/11

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Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
RUPERT DUNKLAU 2948 DEER RUN FREMONT, NE 68025	President 0	\$ 0.	\$ 0.	\$ 0.
LARRY R LARSON 9841 HARNEY PARKWAY SOUTH OMAHA, NE 68144	Director 0	0.	0.	0.
REV. DONALD LEVENHAGEN 2026 N HOWARD ST FREMONT, NE 68025	Director 0	0.	0.	0.
LLOYD PROBASCO 7810 KATRINA LANE LINCOLN, NE 68512	Executive Direc 10.00	62,500.	0.	0.
DEL TOEBBEN 1438 NORTH 132ND AVE CIRCLE OMAHA, NE 68154	Director 0	0.	0.	0.
LARRY SHEPARD 2431 NORTH NYE AVE FREMONT, NE 68025	Director 0	0.	0.	0.
		Total \$ 62,500.	\$ 0.	\$ 0.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
 Name: LLOYD PROBASCO
 Care Of:
 Street Address: 7810 KATRINA LANE
 City, State, Zip Code: LINCOLN, NE 68512
 Telephone: (402) 328-0091
 Form and Content: WRITTEN REQUEST
 Submission Deadlines: MARCH 31 AND SEPTEMBER 30, ANNUALLY
 Restrictions on Awards: NONE

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF GRANTS MADE - CASH
DECEMBER 31, 2010

	<u>Purpose of Grant or Contribution</u>	<u>Total</u>	<u>Cash</u>
COLITION ON URBAN RENEWAL	General operations	\$ 25,000	\$ 25,000
CONCORDIA COLLEGE SELMA	Building projects	50,000	50,000
CONCORDIA UNIVERSITY HOFFMAN INSTITUTE	General operations	10,000	10,000
CONCORDIA LUTHERAN SCHOOLS OF OMAHA	General operations	25,000	25,000
CONCORDIA UNIVERSITY SYSTEM	General operations	12,500	12,500
CONCORDIA SEMINARY ST LOUIS	General operations	20,000	20,000
CONCORDIA UNIVERSITY, NE	Building projects	225,000	225,000
DAKOTA BOYS RANCH FOUNDATION	General operations	25,000	25,000
GRACE PLACE LUTHERAN RETREATS	General operations	30,000	30,000
HOPE CENTER FOR KIDS, INC	General operations	25,000	25,000
INTERNATION LUTHERAN LAYMAN	General operations	21,500	21,500
IRAQ STAR	General operations	12,500	12,500
LINCOLN LUTERAN	General operations	15,000	15,000
LUTHERAN ASSOCIATION OF MISSIONARIES	General operations	25,000	25,000
LUTHERAN BLIND MISSION	General operations	15,000	15,000
LUTHERAN FAMILY SERVICES OF NE	Building projects	30,000	30,000
LUTHERAN HIGH SCHOOL ASSOCIATION	General operations	10,000	10,000
MIDLAND LUTHERAN COLLEGE	General operations	50,000	50,000
NEBRASKA MEDICAL CENTER	General operations	5,000	5,000
OMAHA STREET SCHOOL	General operations	17,400	17,400
OPEN DOOR MISSION	General operations	12,500	12,500
OUTLOOK NE, INC	General operations	7,600	7,600
PASTORAL LEADERSHIP INSTITUTE	General operations	32,000	32,000
REBUILDING TOGETHER, FREMONT	General operations	7,500	7,500
RELEASE MINISTRIES	General operations	20,000	20,000
SERVICE CORP OF LUTHERAN BUSINESS	General operations	10,000	10,000
THE MADONNA FOUNDATION.	General operations	25,000	25,000
TRINITY LUTHERAN SCHOOL	General operations	35,000	35,000
Totals		<u>\$ 798,500</u>	<u>\$ 798,500</u>

SCHEDULE II

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS
MODIFIED CASH BASIS
DECEMBER 31, 2010

<u>Broker</u>	<u>Security</u>	<u>No. Of Shares Or Face Value</u>	<u>Cost Basis</u>	<u>Current Value Per Share</u>	<u>Market Value</u>	<u>Unrealized Gain/(Loss)</u>
Edward Jones	General Electric Cap Corp	150,000	\$ 150,000.00		\$ 157,789.50	\$ 7,789.50
	Berkshire Hathaway Inc Cl A	25	1,738,750.00	120,450.000	3,011,250.00	1,272,500.00
	Wells Fargo & Co	19	5,546 70	30.990	588.81	(4,957.89)
	Great Plains Energy Inc	500	15,125.00	19.390	9,695.00	(5,430.00)
	Valmont Industries	139,700	2,281,524.97	88.730	12,395,581 00	10,114,056 03
			<u>4,040,946 67</u>		<u>15,417,114 81</u>	<u>11,376,168.14</u>
Smith Hayes	Automatic Data Processing Inc	1,292	44,848.85	46.280	59,793.76	14,944.91
	Broadridge Financial Solutions	323	4,801.15	21.930	7,083.39	2,282.24
	ConAgra Incorporated	2,700	84,965.63	22.580	60,966.00	(23,999.63)
	Corning Inc.	1,380	17,477.00	19.320	26,661.60	9,184.60
	Deluxe Corp	300	6,858.87	23.020	6,906.00	47.13
	Fuller H B Co	2,400	25,687.50	20.520	49,248.00	23,560.50
	Intl Business Mach Corp	200	16,840.63	146.760	29,352.00	12,511.37
	Motorola Incorporated	1,380	26,816.00	9.070	12,516.60	(14,299.40)
	Xcel Energy, Inc	883	27,377 81	23.550	20,794.65	(6,583.16)
	Occidental Petro Corp	400	4,137.50	98.100	39,240.00	35,102.50
			<u>259,810 94</u>		<u>312,562.00</u>	<u>52,751.06</u>

SCHEDULE II

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS
MODIFIED CASH BASIS
DECEMBER 31, 2010

<u>Broker</u>	<u>Security</u>	<u>No. Of Shares Or Face Value</u>	<u>Cost Basis</u>	<u>Current Value Per Share</u>	<u>Market Value</u>	<u>Unrealized Gain/(Loss)</u>
Fremont National Bank & Trust Company - Safekeeping						
	Cintas Corp	4,500	164,250.00	27.960	125,820.00	(38,430.00)
	Abbott Laboratories	770	41,794.98	47.910	36,890.70	(4,904.28)
	Amgen Inc	1,100	80,212.00	54.900	60,390.00	(19,822.00)
	Apache Corp	490	40,325.89	119.230	58,422.70	18,096.81
	Best Buy Co Inc	1,120	39,737.49	34.290	38,404.80	(1,332.69)
	Boeing Co	510	20,154.91	65.260	33,282.60	13,127.69
	Chevron Corporation	2,300	125,435.10	91.250	209,875.00	84,439.90
	Cisco Systems Inc	1,200	20,207.73	20.230	24,276.00	4,068.27
	Comcast Corp Special Cl A	9,000	184,251.43	20.810	187,290.00	3,038.57
	CVS Corp	2,000	45,924.00	34.770	69,540.00	23,616.00
	Cyberotics Corp	3,000	41,864.00	8.540	25,620.00	(16,244.00)
	Direct TV Class A	2,800	33,106.30	39.930	111,804.00	78,697.70
	Dow Chemical Co	1,900	80,057.07	34.140	64,866.00	(15,191.07)
	Ebay Inc.	2,000	66,469.17	27.830	55,660.00	(10,809.17)
	Exelon Corp	850	41,887.92	41.640	35,394.00	(6,493.92)
	General Electric Co	3,500	113,550.00	18.290	64,015.00	(49,535.00)
	Goldman Sachs Group Inc	270	39,767.92	168.160	45,403.20	5,635.28
	Home Depot Inc	3,000	71,190.00	35.060	105,180.00	33,990.00
	Johnson & Johnson	1,900	123,403.00	61.850	117,515.00	(5,888.00)
	Citigroup Inc.	6,033	149,440.68	4.730	28,536.09	(120,904.59)
	JP Morgan Chase & Co	2,700	101,196.00	42.420	114,534.00	13,338.00
	KBS Real Estate Inv't Tr Inc	21,276.5957	194,293.08	7.320	155,744.68	(38,548.40)
	Kinder Morgan Management LLC	1,901	83,130.47	66.880	127,138.88	44,008.41
	Kinder Morgan Management LLC Fractional	11,275.7716	764.40	0.00046	5.19	(759.21)
	Liberty Media Corp - Ent Ser A	400	5,255.86	66.480	26,592.00	21,336.14
	Liberty Media Holding Corp Inter A	5,000	79,350.24	15.770	78,850.00	(500.24)
	Microsoft Corp	5,700	148,941.00	27.910	159,087.00	10,146.00
	Pepsico	1,800	98,964.00	65.330	117,594.00	18,630.00
	Proctor & Gamble Co	700	45,724.00	64.330	45,031.00	(693.00)
	Schlumberger LTD	540	20,669.75	83.500	45,090.00	24,420.25
	3M Co	1,100	79,059.97	86.300	94,930.00	15,870.03

See Accountants' Compilation Report

SCHEDULE II

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS
MODIFIED CASH BASIS
DECEMBER 31, 2010

<u>Broker</u>	<u>Security</u>	<u>No. Of Shares Or Face Value</u>	<u>Cost Basis</u>	<u>Current Value Per Share</u>	<u>Market Value</u>	<u>Unrealized Gain/(Loss)</u>
Fremont National Bank & Trust Company - Safekeeping (continued)						
	United Parcel Service Inc CL B	1,300	102,583.00	72.580	94,354.00	(8,229.00)
	Walgreen Co	3,300	119,994.39	38.960	128,568.00	8,573.61
	Walt Disney Co	2,660	81,377.80	37.510	99,776.60	18,398.80
	Wal Mart Stores Inc	1,000	48,030.00	53.930	53,930.00	5,900.00
	Waters Corp	540	19,183.85	77.710	41,963.40	22,779.55
	Pfizer Inc	7,970	197,879.55	17.510	139,554.70	(58,324.85)
	Zimmer Holdings Inc	1,590	98,187.87	53.680	85,351.20	(12,836.67)
			<u>3,047,614.82</u>		<u>3,106,279.74</u>	<u>58,664.92</u>
Total all securities.						
			<u>\$ 7,498,372.43</u>		<u>\$ 18,993,746.05</u>	<u>\$ 11,495,373.62</u>