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Form 990-PF

Return of Private Foundation

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

2010

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 01-01-2010 , and ending 12-31-2010

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
SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 702298

Room/suite

City or town, state, and ZIP code
TULSA, OK 74170

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) \$ 479,480 **J** Accounting method Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

A Employer identification number

73-1462475

B Telephone number (see page 10 of the instructions)
(918) 492-3351

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc , received (attach schedule)	41,777			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities.	11,000	11,000		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	44,503			
b	Gross sales price for all assets on line 6a 221,022				
7	Capital gain net income (from Part IV, line 2)		44,503		
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 or (loss) (attach schedule)				
11	Other income (attach schedule)	55,650			
12	Total. Add lines 1 through 11	152,930	55,503		
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 schedule)				
c	Other professional fees (attach schedule)	2,535	2,535		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	15			15
19	Depreciation (attach schedule) and depletion	0			
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	2,870	2,870		
24	Total operating and administrative expenses.				
	Add lines 13 through 23	5,420	5,405		15
25	Contributions, gifts, grants paid	84,676			84,676
26	Total expenses and disbursements. Add lines 24 and 25	90,096	5,405		84,691
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	62,834			
b	Net investment income (if negative, enter -0-)		50,098		
c	Adjusted net income (if negative, enter -0-)				

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
1	Cash—non-interest-bearing	1,509	400	400
2	Savings and temporary cash investments	5,942	15,895	15,896
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 ►			
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)	185,007	234,736	286,672
c	Investments—corporate bonds (attach schedule)	164,849	169,110	176,511
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1	1	1
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	357,308	420,142	479,480
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
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	357,308	420,142	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	357,308	420,142	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	357,308	420,142	

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	357,308
2	Enter amount from Part I, line 27a	2	62,834
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	420,142
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	420,142

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.)	
1 a	SEE ATTACHMENT TO PART IV	P	2008-01-01	2010-12-31	
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	221,022		176,519	44,503	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				44,503	
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	44,503
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	
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					

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	81,328	399,060	0 20380
2008	104,946	490,283	0 21405
2007	75,418	618,363	0 12196
2006	48,965	525,316	0 09321
2005	82,268	428,920	0 19180
2			0 82483
3			0 16497
4			425,412
5			70,179
6			501
7			70,680
8			84,691

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	501		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)					
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2			
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-)	3	501		
3	Add lines 1 and 2.				
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-				
6	Credits/Payments	5	501		
a	2010 estimated tax payments and 2009 overpayment credited to 2010			6a	133
b	Exempt foreign organizations—tax withheld at source			6b	
c	Tax paid with application for extension of time to file (Form 8868)			6c	500
d	Backup withholding erroneously withheld			6d	
7	Total credits and payments Add lines 6a through 6d.	7	633		
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	132		
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 132 Refunded <input type="checkbox"/> 11	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?	1a	No
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)?	1b	No
<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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>	2	No
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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
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>	5	No
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?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> OK		
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>	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► MARK SOUTHARD Located at ► PO BOX 702298 TULSA OK	Telephone no ► (918) 492-3351 ZIP +4 ► 741702298		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► <input type="checkbox"/> 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?	16		No
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 ►				

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

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

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

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

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 Additional Data Table				

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.				<input checked="" type="checkbox"/>

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		

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.

1	
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

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities.	1a	392,357
b Average of monthly cash balances.	1b	39,533
c Fair market value of all other assets (see page 24 of the instructions).	1c	0
d Total (add lines 1a, b, and c).	1d	431,890
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	
3 Subtract line 2 from line 1d.	3	431,890
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	6,478
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	425,412
6 Minimum investment return. Enter 5% of line 5.	6	21,271

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	21,271
2a Tax on investment income for 2010 from Part VI, line 5.	2a	501
b Income tax for 2010 (This does not include the tax from Part VI).	2b	
c Add lines 2a and 2b.	2c	501
3 Distributable amount before adjustments Subtract line 2c from line 1.	3	20,770
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	20,770
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	20,770

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	84,691
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	84,691
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	501
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	84,190

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				20,770
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005.	61,417			
b From 2006.	23,290			
c From 2007.	45,357			
d From 2008.	80,570			
e From 2009.	61,509			
f Total of lines 3a through e.	272,143			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ _____ 84,691				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2010 distributable amount.				20,770
e Remaining amount distributed out of corpus	63,921			
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:	336,064			
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.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	61,417			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	274,647			
10 Analysis of line 9				
a Excess from 2006.	23,290			
b Excess from 2007.	45,357			
c Excess from 2008.	80,570			
d Excess from 2009.	61,509			
e Excess from 2010.	63,921			

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

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 page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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))
- 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

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

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

6 Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FIRST TEE OF TULSA 2636 E 61ST STREET TULSA, OK 74136			GOLF PROGRAM	24,676
CITY OF TULSA 175 E 2ND STREET SUITE 690 TULSA, OK 74103			FIRST SERVE TENNIS PROGRAM	60,000
Total			► 3a	84,676
b <i>Approved for future payment</i>				
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 page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	
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					
4 Dividends and interest from securities.				14	11,000
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	44,503
9 Net income or (loss) from special events				1	55,650
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).					111,153
13 Total. Add line 12, columns (b), (d), and (e).				13	111,153
(See worksheet in line 13 instructions on page 28 to verify calculations)					

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

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 or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangement

(8) Performance of services or membership or fundraising solicitations.

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

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		
<p>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.</p>				
<p>*****</p>		<p>2011-08-09</p>		
<p>Signature of officer or trustee</p>		<p>*****</p>		
<p>Date</p>		<p>Title</p>		
<p>Sign Here</p> <p>Paid Preparer's Use Only</p>	<p>Preparer's Signature</p> <p>DANIEL P SKERBITZ CPA</p>		<p>Date</p> <p>Check if self-employed <input checked="" type="checkbox"/></p> <p>PTIN</p>	
	<p>Firm's name</p> <p>► STANFIELD & ODELL PC</p>		<p>Firm's EIN <input checked="" type="checkbox"/></p>	
	<p>3211 S LAKWOOD AVE</p>		<p>Phone no (918) 628-0500</p>	
	<p>Firm's address</p> <p>► TULSA, OK 741354903</p>		<p></p>	

2010

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

Name of organizationSOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC**Employer identification number**

73-1462475

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule—

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃ support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
 SOUTHERN HILLS COUNTRY CLUB CHARITABLE
 FOUNDATION INC

Employer identification number

73-1462475

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	BISON ELECTRIC INC 1209 NORTH 143RD EAST AVENUE TULSA, OK 74116	\$ <u>6,380</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN W JERRY E MARSHALL FDN 8086 SOUTH YALE AVENUE 135 TULSA, OK 74136	\$ <u>5,767</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—	—	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—	—	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—	—	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—	—	\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)

Name of organization SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC	Employer identification number 73-1462475
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations

aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once See instructions)

Additional Data

Software ID: 10000105
Software Version: 2010v3.2
EIN: 73-1462475
Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
NICHOLAS S SIDORAKIS	ASST SEC/TREAS 1 00	0		
PO BOX 702298 TULSA, OK 741702298				
STAN L JOHNSON	Secretary 1 00	0		
PO BOX 702298 TULSA, OK 741702298				
DR DAVID R HICKS	Treasurer 1 00	0		
PO BOX 702298 TULSA, OK 741702298				
JOE R BRANDT	3RD VP 1 00	0		
PO BOX 702298 TULSA, OK 741702298				
JEFFREY H COPE	2ND VP 1 00	0		
PO BOX 702298 TULSA, OK 741702298				
EDWARD F KELLER	1ST VP 1 00	0		
PO BOX 702298 TULSA, OK 741702298				
JAMES M STURDIVANT	President 1 00	0		
PO BOX 702298 TULSA, OK 741702298				

**TY 2010 Investments Corporate
Bonds Schedule**

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FEDERATED HI YLD BD INST FD #0900	9,426	9,483
ISHARES IBOXX \$ INVEST GRADE CORP BD FD	27,685	28,737
PIMCO TOTAL RETURN-INST #0035	46,949	47,890
TEMPLETON GLOBAL BD-ADV #0616	38,803	43,033
VANGUARD S/T BD INDX-SIG FD #1349	32,692	33,092
ISHARES BARCLAYS AGGREG BOND FD	13,555	14,276

TY 2010 Investments Corporate Stock Schedule

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
T ROWE PRICE NEW HORIZONS FD #0042	8,977	9,811
MSIF MIDCAP GROWTH-INSTL FD #8128	19,035	19,086
ARTISAN SML CAP VAL FD #963	9,155	9,508
VANGUARD INSTL INDX-INSTL FD #0094	38,652	47,881
LAZARD EMRG MKTS-INST FD #0638	24,066	33,606
HARBOR INTERNATIONAL INSTL FD #2011	17,694	23,910
FIDELITY CONTRAFUND INC FD #0022	23,612	33,317
AMER BEACON LG CAP VAL-INST FD #0066	54,241	61,908
ISHARES S&P MIDCAP 400 FD	15,887	19,136
ARTISAN MID CAP VALUE FD	16,955	18,952
NEUBERGER BERMAN GENESIS INSTL #1229	6,462	9,557

TY 2010 Investments - Other Schedule

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT MANAGEMENT AGENCY AGREEMENT	AT COST	1	1

TY 2010 Other Expenses Schedule

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	2,870	2,870		

TY 2010 Other Income Schedule

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Income From Special Events	55,650		

TY 2010 Other Professional Fees Schedule

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	2,535	2,535	0	0

TY 2010 Taxes Schedule

Name: SOUTHERN HILLS COUNTRY CLUB CHARITABLE
FOUNDATION INC

EIN: 73-1462475

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	15			15

SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

EIN 73-1462475

ATTACHMENT TO PART IV

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2010

Date		Cash	Cost	Gain/Loss
Assets Sold/Matured				
Amer Beacon Lg Cap Val-Inst Fd#0066				
02/08/10	Sold 42 393 Shs 02/05/10 @ 16.62	704.57	-578.66	125.91
06/17/10	Sold 73 413 Shs 06/16/10 @ 17.47	1,282.53	-1,002.09	280.44
07/07/10	Sold 153 263 Shs 07/06/10 @ 16.21	2,484.39	-2,092.04	392.35
07/19/10	Sold 73 487 Shs 07/16/10 @ 16.85	1,238.26	-1,003.10	235.16
07/26/10	Sold 73 333 Shs 07/23/10 @ 17.39	1,275.26	-1,001.00	274.26
10/12/10	Sold 69 218 Shs 10/08/10 @ 18.38	1,272.23	-944.83	327.40
Artisan Mid Cap Value Fd#1464				
02/08/10	Sold 27 214 Shs 02/05/10 @ 17.19	467.81	-521.96	-54.15
04/16/10	Sold 163 Shs 04/15/10 @ 19.21	3,131.23	-3,106.46	24.77
06/17/10	Sold 22 560 Shs 06/16/10 @ 18.39	414.88	-423.23	-8.35
07/07/10	Sold 47 090 Shs 07/06/10 @ 16.87	794.41	-872.86	-78.45
07/19/10	Sold 22 588 Shs 07/16/10 @ 17.41	393.26	-408.39	-15.13
07/26/10	Sold 22 531 Shs 07/23/10 @ 18.19	409.84	-407.36	2.48
10/12/10	Sold 21 244 Shs 10/08/10 @ 19.12	406.19	-384.09	22.10
12/17/10	Long Term Capital Gains Dist At \$ 216 Per Share	168.39		168.39
12/17/10	Short Term Capital Gains Dist At \$ 102 Per Share	79.42		79.42
Artisan Sml Cap Val Fd #963				
06/17/10	Sold 10 195 Shs 06/16/10 @ 14.89	151.80	-161.79	-9.99
07/07/10	Sold 21 381 Shs 07/06/10 @ 13.37	285.86	-339.32	-53.46
07/19/10	Sold 10 231 Shs 07/16/10 @ 13.82	141.39	-162.37	-20.98
07/26/10	Sold 10 249 Shs 07/23/10 @ 14.72	150.87	-162.65	-11.78
10/12/10	Sold 9 654 Shs 10/08/10 @ 15.17	146.45	-153.21	-6.76
Fidelity Contrafund Inc Fd#0022				
02/08/10	Short Term Capital Gains Dist At \$ 080 Per Share	55.35		55.35

SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

EIN 73-1462475

ATTACHMENT TO PART IV

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2010

Date		Cash	Cost	Gain/Loss
02/08/10	Sold 17 079 Shs 02/05/10 @ 54.99	939.17	-759.33	179.84
04/16/10	Sold 185 Shs 04/15/10 @ 62.51	11,564.35	-8,225.10	3,339.25
06/17/10	Sold 12 123 Shs 06/16/10 @ 59.13	716.83	-538.99	177.84
07/07/10	Sold 25 314 Shs 07/06/10 @ 55.13	1,395.56	-1,125.46	270.10
07/19/10	Sold 12 135 Shs 07/16/10 @ 56.62	687.08	-539.52	147.56
07/26/10	Sold 12 108 Shs 07/23/10 @ 58.52	708.56	-538.32	170.24
10/12/10	Sold 11 431 Shs 10/08/10 @ 62.96	719.70	-508.22	211.48
12/20/10	Short Term Capital Gains Dist At \$ 304 Per Share	148.87		148.87
First Amer Mid Cap Gr Opp-Y Fd#2453				
02/08/10	Sold 15 083 Shs 02/05/10 @ 31.82	479.94	-354.90	125.04
04/16/10	Sold 136 Shs 04/15/10 @ 38.06	5,176.16	-3,200.08	1,976.08
06/17/10	Sold 11 359 Shs 06/16/10 @ 35.8	406.65	-267.28	139.37
07/07/10	Sold 23 711 Shs 07/06/10 @ 31.76	753.06	-557.92	195.14
07/19/10	Sold 11 365 Shs 07/16/10 @ 32.99	374.93	-267.42	107.51
07/26/10	Sold 11 332 Shs 07/23/10 @ 35.04	397.07	-266.64	130.43
10/12/10	Sold 10 702 Shs 10/08/10 @ 38.25	409.35	-251.82	157.53
12/17/10	Sold 391 019 Shs 12/16/10 @ 43.94	17,181.37	-9,200.67	7,980.70
Harbor International-Instl Fd#2011				
02/08/10	Sold 8 872 Shs 02/05/10 @ 49.75	441.38	-353.46	87.92
06/17/10	Sold 11 341 Shs 06/16/10 @ 51.12	579.75	-451.83	127.92
07/07/10	Sold 23 686 Shs 07/06/10 @ 49.51	1,172.69	-943.65	229.04
07/19/10	Sold 11 358 Shs 07/16/10 @ 51.06	579.95	-452.50	127.45
07/26/10	Sold 11 342 Shs 07/23/10 @ 53.07	601.92	-451.87	150.05
10/12/10	Sold 10 703 Shs 10/08/10 @ 58.42	625.27	-426.41	198.86

SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

EIN 73-1462475

ATTACHMENT TO PART IV

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2010

Date		Cash	Cost	Gain/Loss
Ishares Barclays Aggregate Bond Fund				
02/10/10	Sold 8 Shs 02/05/10 To UBS Securities @ 104.5	835.58	-822.32	13.26
04/20/10	Sold 168 Shs 04/15/10 To Investment Technology Group @ 104.18	17,493.54	-17,124.23	369.31
06/21/10	Sold 3 Shs 06/16/10 To Investment Technology Group @ 105.85	317.39	-299.91	17.48
07/09/10	Sold 8 Shs 07/06/10 To Investment Technology Group @ 106.86	854.46	-799.76	54.70
07/21/10	Sold 3 Shs 07/16/10 To Investment Technology Group @ 107.32	321.80	-299.91	21.89
07/28/10	Sold 3 Shs 07/23/10 To Investment Technology Group @ 107.59	322.61	-299.91	22.70
10/14/10	Sold 3 Shs 10/08/10 To Investment Technology Group @ 108.81	326.27	-299.91	26.36
12/07/10	Long Term Capital Gains Dist At \$ 059 Per Share	7.53		7.53
12/07/10	Short Term Capital Gains Dist At \$ 202 Per Share	25.74		25.74
12/16/10	Sold 5 Shs 12/13/10 To Investment Technology Group @ 105.24	525.94	-499.85	26.09
Ishares Iboxx \$ Investment Grade Corporate Bd Fd				
02/10/10	Sold 4 Shs 02/05/10 To UBS Securities @ 104.57	418.07	-408.44	9.63
06/21/10	Sold 5 Shs 06/16/10 To Investment Technology Group @ 105.59	527.69	-510.55	17.14
07/09/10	Sold 13 Shs 07/06/10 To Investment Technology Group @ 108.26	1,406.70	-1,327.43	79.27
07/21/10	Sold 6 Shs 07/16/10 To Investment Technology Group @ 109.06	654.04	-612.66	41.38
07/28/10	Sold 6 Shs 07/23/10 To Investment Technology Group @ 109.66	657.64	-612.66	44.98

SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

EIN 73-1462475

ATTACHMENT TO PART IV

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2010

Date		Cash	Cost	Gain/Loss
10/14/10	Sold 5 Shs 10/08/10 To Investment Technology Group @ 113.41	566.79	-510.55	56.24
12/16/10	Sold 8 Shs 12/13/10 To Investment Technology Group @ 107.99	863.50	-816.88	46.62
	Ishares S&P Midcap 400 Fd			
02/10/10	Sold 3 Shs 02/05/10 To UBS Securities @ 68.93	206.63	-159.60	47.03
06/21/10	Sold 5 Shs 06/16/10 To Investment Technology Group @ 78.12	390.34	-266.00	124.34
07/09/10	Sold 11 Shs 07/06/10 To Investment Technology Group @ 71.5209	786.16	-585.20	200.96
07/21/10	Sold 5 Shs 07/16/10 To Investment Technology Group @ 73.6203	367.84	-266.00	101.84
07/28/10	Sold 5 Shs 07/23/10 To Investment Technology Group @ 74.83	373.89	-266.00	107.89
10/14/10	Sold 4 Shs 10/08/10 To Investment Technology Group @ 80.3	320.99	-212.80	108.19
12/16/10	Sold 7 Shs 12/13/10 To Investment Technology Group @ 90	629.63	-372.40	257.23
	Ishares S&P Smallcap 600 Fd			
02/10/10	Sold 4 Shs 02/05/10 To UBS Securities @ 51.45	205.59	-170.60	34.99
04/20/10	Sold 165 Shs 04/15/10 To Investment Technology Group @ 63.35	10,444.32	-7,037.25	3,407.07
	Ishares S&P Smallcap 600/Gro Fd			
02/10/10	Sold 2 Shs 02/05/10 To UBS Securities @ 53.22	106.33	-86.90	19.43
04/20/10	Sold 82 Shs 04/15/10 To Investment Technology Group @ 64.9405	5,320.93	-3,562.90	1,758.03
	JPM Intl Val-Instl Fd#1375			
02/08/10	Sold 26,728 Shs 02/05/10 @ 11.71	312.98	-265.41	47.57

SOUTHERN HILLS COUNTRY CLUB CHARITABLE FOUNDATION INC

EIN 73-1462475

ATTACHMENT TO PART IV

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2010

Date			Cash	Cost	Gain/Loss
04/16/10	Sold 1056 894 Shs 04/15/10 @ 13 34	Lazard Emrg Mkts-Inst Fd#0638	14,098 97	-10,494 96	3,604 01
02/08/10	Sold 24 956 Shs 02/05/10 @ 16 81		419 51	-268 53	150 98
06/17/10	Sold 38 187 Shs 06/16/10 @ 18 18		694 24	-410 89	283 35
07/07/10	Sold 79 704 Shs 07/06/10 @ 17 93		1,429 09	-857 61	571 48
07/19/10	Sold 38 234 Shs 07/16/10 @ 18 25		697 77	-411 40	286 37
07/26/10	Sold 38 123 Shs 07/23/10 @ 18 94		722 05	-410 20	311 85
10/12/10	Sold 35 991 Shs 10/08/10 @ 21 53		774 89	-387 26	387 63
		Neub Berm Genesis-Instl Fd#1229			
02/08/10	Sold 4 561 Shs 02/05/10 @ 35 82		163 38	-128 44	34 94
06/17/10	Sold 5 243 Shs 06/16/10 @ 39 63		207 78	-147 65	60 13
07/07/10	Sold 10 963 Shs 07/06/10 @ 36 68		402 12	-308 72	93 40
07/19/10	Sold 5 267 Shs 07/16/10 @ 37 46		197 30	-147 67	49 63
07/26/10	Sold 5 245 Shs 07/23/10 @ 39 03		204 71	-137 00	67 71
10/12/10	Sold 4 939 Shs 10/08/10 @ 40 88		201 91	-129 01	72 90
		Pimco Total Return-Inst Fd#0035			
02/08/10	Sold 80 036 Shs 02/05/10 @ 10 97		877 99	-829 97	48 02
06/17/10	Sold 117 297 Shs 06/16/10 @ 11 13		1,305 52	-1,216 37	89 15
07/07/10	Sold 244 978 Shs 07/06/10 @ 11 27		2,760 90	-2,540 42	220 48
07/19/10	Sold 117 434 Shs 07/16/10 @ 11 33		1,330 53	-1,217 79	112 74
07/26/10	Sold 117 196 Shs 07/23/10 @ 11 32		1,326 66	-1,215 32	111 34
10/12/10	Sold 110 607 Shs 10/08/10 @ 11 71		1,295 21	-1,146 99	148 22
12/09/10	Long Term Capital Gains Dist At \$.169 Per Share		683 75		683 75
12/09/10	Short Term Capital Gains Dist At \$.370 Per Share		1,495 36		1,495 36

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Date		Cash	Cost	Gain/Loss
	T Rowe Price New Horizons Fd#0042			
06/17/10	Sold 5 548 Shs 06/16/10 @ 27.76	154.01	-162.72	-8.71
07/07/10	Sold 11 618 Shs 07/06/10 @ 25.1	291.61	-340.76	-49.15
07/19/10	Sold 5 578 Shs 07/16/10 @ 25.81	143.97	-163.60	-19.63
07/26/10	Sold 5 553 Shs 07/23/10 @ 27.31	151.65	-162.87	-11.22
10/12/10	Sold 5 240 Shs 10/08/10 @ 29.71	155.68	-153.69	1.99
12/16/10	Long Term Capital Gains Dist At \$ 940 Per Share	179.98		179.98
	Templeton Global Bd-Adv Fd#0616			
02/08/10	Sold 54 114 Shs 02/05/10 @ 12.58	680.75	-641.79	38.96
06/17/10	Sold 63 818 Shs 06/16/10 @ 13.02	830.91	-756.88	74.03
07/07/10	Sold 133 333 Shs 07/06/10 @ 12.89	1,718.66	-1,581.33	137.33
07/19/10	Sold 63 902 Shs 07/16/10 @ 12.96	828.17	-737.20	90.97
07/26/10	Sold 63 810 Shs 07/23/10 @ 13.11	836.55	-729.99	106.56
10/12/10	Sold 60 218 Shs 10/08/10 @ 13.75	828.00	-688.89	139.11
	Vanguard Infl-Prot Sec-Adm Fd#5119			
02/08/10	Sold 8 018 Shs 02/05/10 @ 25.01	200.53	-186.25	14.28
04/16/10	Sold 316 386 Shs 04/15/10 @ 24.83	7,855.86	-7,349.34	506.52
	Vanguard Instl Indx-Instl Fd#0094			
02/08/10	Sold 8 186 Shs 02/05/10 @ 97.64	799.28	-666.75	132.53
06/17/10	Sold 9 767 Shs 06/16/10 @ 102.43	1,000.43	-795.52	204.91
07/07/10	Sold 20 385 Shs 07/06/10 @ 94.06	1,917.41	-1,660.36	257.05
07/19/10	Sold 9 773 Shs 07/16/10 @ 97.49	952.78	-796.01	156.77
07/26/10	Sold 9 755 Shs 07/23/10 @ 100.97	984.96	-794.54	190.42
10/12/10	Sold 9 200 Shs 10/08/10 @ 106.63	981.00	-749.34	231.66

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Date		Cash	Cost	Gain/Loss
Vanguard Intermed Indx-Inst Fd#0504				
02/08/10	Sold 30 247 Shs 02/05/10 @ 10.92	330.30	-292.79	37.51
04/16/10	Sold 1195 495 Shs 04/15/10 @ 10.87	12,995.03	-11,572.39	1,422.64
Vanguard S/T Bd Indx-Sig Fd#1349				
02/08/10	Sold 30 864 Shs 02/05/10 @ 10.53	325.00	-310.18	14.82
04/02/10	Long Term Capital Gains Dist At \$ 004 Per Share	4.88		4.88
04/02/10	Short Term Capital Gains Dist At \$ 003 Per Share	3.66		3.66
04/16/10	Sold 174 Shs 04/15/10 @ 10.48	1,823.52	-1,748.70	74.82
06/17/10	Sold 25 831 Shs 06/16/10 @ 10.54	272.26	-259.60	12.66
07/07/10	Sold 53 919 Shs 07/06/10 @ 10.6	571.54	-541.89	29.65
07/19/10	Sold 25 825 Shs 07/16/10 @ 10.63	274.52	-259.54	14.98
07/26/10	Sold 25 776 Shs 07/23/10 @ 10.62	273.74	-259.05	14.69
10/12/10	Sold 24 395 Shs 10/08/10 @ 10.75	262.25	-245.17	17.08
12/27/10	Long Term Capital Gains Dist At \$ 026 Per Share	81.25		81.25
12/27/10	Short Term Capital Gains Dist At \$ 014 Per Share	43.75		43.75
Westcore Plus Bond Fd#0198				
02/08/10	Sold 61 851 Shs 02/05/10 @ 10.6	655.62	-648.20	7.42
04/16/10	Sold 374 Shs 04/15/10 @ 10.59	3,960.66	-3,823.01	137.65
06/17/10	Sold 51 082 Shs 06/16/10 @ 10.65	544.02	-507.75	36.27
07/07/10	Sold 106 704 Shs 07/06/10 @ 10.76	1,148.14	-1,060.64	87.50
07/19/10	Sold 51 158 Shs 07/16/10 @ 10.82	553.53	-508.51	45.02
07/26/10	Sold 51 015 Shs 07/23/10 @ 10.82	551.98	-507.09	44.89
10/12/10	Sold 48 138 Shs 10/08/10 @ 11.02	530.48	-478.49	51.99
12/17/10	Sold 1760 607 Shs 12/16/10 @ 10.66	18,768.07	-17,500.43	1,267.64

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Date		Cash	Cost	Gain/Loss
Wm Blair Intl Growth-I Fd#1747				
02/08/10	Sold 23 292 Shs 02/05/10 @ 17.63	410.64	-310.48	100.16
04/16/10	Sold 919 575 Shs 04/15/10 @ 20.23	18,603.00	-12,257.94	6,345.06
Total Assets Sold/Matured		222,874.59	-176,518.71	46,355.88
Short Term Capital Gain Distributions - Reclass to Dividends		(1,852.15)		(1,852.15)
		221,022.44		44,503.13