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

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

2010

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

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

Name of foundation

THE EAGLE SKY FOUNDATION, INC

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

2601 MEADOW VIEW ROAD

City or town, state, and ZIP code

EDMOND

OK

73013

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) ▶ \$ 106,426,445

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number

73-1526080

B Telephone number (see page 10 of the instructions)

(405) 943-1411

C If exemption application is pending, check here ▶ ☐D 1. Foreign organizations, check here ▶ ☐2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	45,706			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1,343,114	1,343,114	1,343,114	
4 Dividends and interest from securities	7,664,679	7,664,679	7,664,679	
5 a Gross rents	58,771	8,749	58,771	
b Net rental income or (loss)	58,771			
6 a Net gain or (loss) from sale of assets not on line 10	6,273,376			
b Gross sales price for all assets on line 6a	32,277,547			
7 Capital gain net income (from Part IV, line 2)		6,272,416		
8 Net short-term capital gain			2,411,977	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule) SCH 1	159,412	2,175	159,412	
12 Total. Add lines 1 through 11	15,545,058	15,291,133	11,637,953	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages	808,536		118,060	690,476
15 Pension plans, employee benefits	81,261		9,848	71,413
16 a Legal fees (attach schedule) SCH 1	885	810	810	75
b Accounting fees (attach schedule) SCH 1	15,454	6,025	9,429	8,119
c Other professional fees (attach schedule) SCH 1	4,565	0	0	4,565
17 Interest	1,228,296		1,220,596	7,700
18 Taxes (attach schedule) (see page 14 of the instructions) SCH 2	266,814	0	24,227	96,148
19 Depreciation (attach schedule) and depletion	497,083	0	11,736	
20 Occupancy				
21 Travel, conferences, and meetings	3,836			3,836
22 Printing and publications				
23 Other expenses (attach schedule) SCH 2	793,006	0	60,437	732,569
24 Total operating and administrative expenses. Add lines 13 through 23	3,699,736	6,835	1,455,143	1,614,901
25 Contributions, gifts, grants paid	15,744			15,744
26 Total expenses and disbursements. Add lines 24 and 25	3,715,480	6,835	1,455,143	1,630,645
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	11,829,578			
b Net investment income (if negative, enter -0-)		15,284,298		
c Adjusted net income (if negative, enter -0-)			10,182,810	

13 916

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing	46,387	64,450	64,450
	2 Savings and temporary cash investments	36,872,860	20,615,920	20,615,920
	3 Accounts receivable ▶ 26,051			
	Less allowance for doubtful accounts ▶ 0	0	26,051	26,051
	4 Pledges receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ 4,466,495			
	Less allowance for doubtful accounts ▶ 0	4,423,830	4,466,495	4,466,495
	8 Inventories for sale or use		259,035	259,035
	9 Prepaid expenses and deferred charges	55,082	66,633	66,633
	10 a Investments—U S and state government obligations (attach schedule)	1,470,006	1,014,304	1,034,803
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	97,895,407	104,894,569	59,459,633
Liabilities	11 Investments—land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis ▶ 21,941,580			
	Less accumulated depreciation (attach schedule) ▶ 2,512,377	17,170,415	19,429,203	20,000,000
	15 Other assets (describe ▶ SEE ATTACHED STATEMENT)	346,667	347,167	433,425
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	158,280,654	151,183,827	106,426,445
Net Assets or Fund Balances	17 Accounts payable and accrued expenses	2,092	2,643	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule) ▶ SCH 3	25,018,393	6,091,437	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	25,020,485	6,094,080	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	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		0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds	133,260,169	145,089,747	
	30 Total net assets or fund balances (see page 17 of the instructions)	133,260,169	145,089,747	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	158,280,654	151,183,827	

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	133,260,169
2 Enter amount from Part I, line 27a	2	11,829,578
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	145,089,747
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	145,089,747

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 50000 SHS OOK, INC	P	6/30/2010	7/26/2010
b 40000 SHS TXF FDS, INC.	P	6/30/2010	7/20/2010
c \$465,000 TULSA IND AUTH BD	P	5/15/2009	1/4/2010
d VARIOUS CMO SECURITIES	P	6/1/2010	12/31/2010
e VARIOUS CMO SECURITIES	P	6/1/2009	12/31/2010

(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 1,650,075	0	1,599,745	50,330
b 1,453,857	0	1,393,052	60,805
c 465,000	0	455,702	9,298
d 13,950,020	0	11,658,476	2,291,544
e 14,757,635	0	10,897,196	3,860,439

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 0	0	0	50,330
b 0	0	0	60,805
c 0	0	0	9,298
d 0	0	0	2,291,544
e 0	0	0	3,860,439

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	6,272,416
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	2,411,977

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	6,238,007	95,239,145	0.065498
2008	6,312,537	76,641,825	0.082364
2007	1,727,261	77,233,801	0.022364
2006	1,479,223	53,839,226	0.027475
2005	958,652	32,467,518	0.029526
2 Total of line 1, column (d)		2	0.227227
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	0.045445
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4	100,972,015
5 Multiply line 4 by line 3		5	4,588,673
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	152,843
7 Add lines 5 and 6		7	4,741,516
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18		8	4,443,914

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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 instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	305,686	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	305,686	
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-		5	305,686	
6 Credits/Payments				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	106,000		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	205,000		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	311,000		
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	2,337		
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	2,977		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 2,977 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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ CO, MO, 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	X	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.EAGLESKY.COM	13	X	
14	The books are in care of ► JOSEPH D. MCKEAN, JR. Telephone no ► (405) 943-1411 Located at ► 11900 N SANTA FE AVE OKLAHOMA CITY OK ZIP+4 ► 73114-8126			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes X	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	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)) N/A		
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? ☐ Yes ☐ 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 22 of the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here

5b N/A

- 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?

☐ 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? If "Yes" to 6b, file Form 8870

6b

X

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

☐ 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 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 ATTACHED STATEMENT				
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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
GLENN A. BROWN 1436 INDIAN WARPETH RD, SEVERVILL, TN 3787	CONSTRUCTION 40 00	74,077	0	0
WILLIAM D WINNER RR1 BOX 155 E5, PATTERSON, MO 63956	RANCH MGR 40 00	64,000	1,841	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 THE FOUNDATION IS STILL IN THE PROCESS OF BUILDING THE FACILITIES TO OPERATE THE YOUTH CHALLENGE CAMP AND CHRISTIAN CONFERENCE CENTER. MOST ROADS AND THE STAFF HOUSING ARE COMPLETED. CABINS AND SUPPORT BLDGS ARE ALMOST FINISHED. PHOTOS AND UPDATES	
2 ARE AVAILABLE ON THE WEBSITE FIXED ASSET CONSTRUCTION COSTS \$2,770,604 CAMP OPERATIONS \$1,630,635	4,401,239
3	
4	

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

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

	Amount
1 LOAN TO KENYA YOUTH CAMP, LTD FOR CONSTRUCTION OF THE YOUTH CAMP FACILITIES IN KENYA	
	42,665
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3	42,665

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	74,118,130
b	Average of monthly cash balances	1b	25,293,702
c	Fair market value of all other assets (see page 25 of the instructions)	1c	3,097,828
d	Total (add lines 1a, b, and c)	1d	102,509,660
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	102,509,660
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	1,537,645
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	100,972,015
6	Minimum investment return. Enter 5% of line 5	6	5,048,601

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	0
2a	Tax on investment income for 2010 from Part VI, line 5	2a	0
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	0
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	0

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,630,645
b	Program-related investments—total from Part IX-B	1b	42,665
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	2,770,604
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,443,914
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,443,914

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)**N/A**

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	0			
b From 2006	0			
c From 2007	0			
d From 2008	0			
e From 2009	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 0				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				0
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see 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)	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	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

1 a 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)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
5,048,601	4,761,957	2,205,111	2,741,174	14,756,843
4,291,311	4,047,663	1,874,344	2,329,998	12,543,316
4,443,914	6,238,007	6,335,668	1,727,261	18,744,850
				0
4,443,914	6,238,007	6,335,668	1,727,261	18,744,850
				0
3,365,734	3,174,638	2,554,727	2,574,460	11,669,559
				0
				0
				0
				0

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

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

JOSEPH D. MCKEAN, JR.

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 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

c 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> JAMES MCATEE 523 FERRY RD SACO ME 04072 MISC ORGANIZED CHARITIES	NEEDY INDIVIDUAL	501(C)3	VEHICLE TO NEEDY INDIVIDUAL YTH SERVICES, CANCER RESEARCH	14,634 1,110
Total			▶ 3a	15,744
b <i>Approved for future payment</i>				
Total			▶ 3b	0

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

- | | | | |
|--|--------------|------------|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Joseph M. Kea *9-20-11* *Chairman*
Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	DAVID B WOMACK, CPA	<i>David B. Womack</i>	9/20/11		P00447474
	Firm's name ▶ THOM-DOBSON-WOMACK, INC	Firm's EIN ▶ 73-0794268			
	Firm's address ▶ 6408 N SANTA FE AVE., STE B, OKC, OK 73116			Phone no (405) 842-0212	

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.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

THE EAGLE SKY FOUNDATION, INC.

73-1526080

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 33 1/3% 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 THE EAGLE SKY FOUNDATION, INC	Employer identification number 73-1526080
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JAMES BRAND 7201 AURELIA ROAD OKLAHOMA CITY OK 73121 Foreign State or Province Foreign Country	\$ 15,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	KENNETH R. GOODIN 1998 REVOCABLE TRUST 14800 DALEA DRIVE OKLAHOMA CITY OK 73142 Foreign State or Province Foreign Country	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	BOBBY ASBELL 1902 KITTY CIRCLE EDMOND OK 73013 Foreign State or Province Foreign Country	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	BROOKS AND PAMELA BOCK 1700 LIONS RIDGE LOOP VAIL CO 81657 Foreign State or Province Foreign Country	\$ 6,556	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 1 (990-PF)
December 31, 2010

TIN 73-1526080

	Column (a) Revenue and Expense	Column (b) Net Invest- ment Income	Column (c) Adjusted Net Income	Column (d) Disbursements for Charity
--	--------------------------------------	--	--------------------------------------	--

PART 1, LINE 11 - Other Income

Management Fees
Cleaning and Maintenance Income
Other Fee Income
Refund of Prior Year Legal Fees
Miscellaneous

PART 1, LINE 16(a) - Legal Fees

Miscellaneous

PART 1, LINE 16(b) - Accounting Fees

Thom-Dobson-Wormack, Inc
Kenneth Olsen, CPA
Miscellaneous

PART 1, LINE 16(c) - Professional Fees

Hornbeck Blatt Architects

Thom-Dobson-Wormack, Inc , Oklahoma City, Oklahoma

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 2 (990-PF)
December 31, 2010

TIN 73-1526080

Column (a) Revenue and Expense	Column (b) Net Invest- ment Income	Column (c) Adjusted Net Income	Column (d) Disbursements for Charity
\$ 69,653	\$ 0	\$ 9,744	\$ 59,909
50,722	0	14,483	36,239
146,439	0	0	0
<u>\$ 266,814</u>	<u>\$ 0</u>	<u>\$ 24,227</u>	<u>\$ 96,148</u>

PART I, LINE 18 - Taxes

Payroll Taxes
Real Estate Taxes
Excise Taxes

PART I, LINE 23 - Other Expenses

Administrative Expense
Advertising
Auto and Equipment Fuel
Contract Labor
Dues and Subscriptions
Equipment Rental
Insurance
License, Fees and Miscellaneous
Management Fees
Meals and Entertainment
Office Supplies and Postage
Repairs and Maintenance
Service Charges
Training
Utilities

\$ 1,232	\$ 0	\$ 1,066	\$ 166
16,114	0	15,589	525
101,502	0	295	101,207
264	0	264	0
1,002	0	225	777
4,001	0	0	4,001
170,461	0	5,121	165,340
2,272	0	449	1,823
23,614	0	23,614	0
6,230	0	565	5,665
5,258	0	1,984	3,274
363,183	0	(4,405)	367,588
2,676	0	1,708	968
657	0	0	657
94,540	0	13,962	80,578
<u>\$ 793,006</u>	<u>\$ 0</u>	<u>\$ 60,437</u>	<u>\$ 732,569</u>

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 3 (990-PF)
December 31, 2010

TIN 73-1526080

PART II - LINE 21 - Mortgages and Other Notes Payable

<u>Lender Name</u>	<u>Relation- ship to Org.</u>	<u>Date of Loan</u>	<u>Original Amount</u>	<u>Terms</u>	<u>Interest Rate</u>	<u>Loan Purpose</u>	<u>FMV Property</u>	<u>Loan Balance</u>
Bobby & Betty Mabury	None	05/21/04	\$ 143,000	10 annual pymts of prin & int beginning 01/01/05	6 00%	Land purchase	\$ 300,000	\$ 52,302
Jeffrey Mabury	None	05/21/04	\$ 107,000	10 annual pymts of prin & int beginning 01/01/05	6 00%	Land purchase	\$ 200,000	39,135
Frontier State Bank	Owned by Substantial Contributor	06/01/09	\$ 29,900,000	Demand - Line of Credit secured by CDs of \$9,999,999	4 83%	Operating	\$ 9,999,999	6,000,000
TOTAL MORTGAGES AND NOTES PAYABLE								<u>\$ 6,091,437</u>

THE EAGLE SKY FOUNDATION, INC.
Oklahoma City, Oklahoma
TAX SUPPORT SCHEDULE 4 (990-PF)
December 31, 2010

TIN 73-1526080

	<u>BEGINNING OF YEAR</u>	<u>END OF YEAR</u>
<u>PART II, LINE 7 - Notes and Loans Receivable</u>		
Note Receivable - Kenya Youth Camp	\$ 4,423,830	\$ 4,466,495
<u>PART II, LINE 15 - Other Assets</u>		
Mining Claims	\$ 46,340	\$ 46,340
Water Rights	267,152	267,152
Deposit - Board of Mines	33,175	33,175
Deposit - Credit Card	0	500
	<u>\$ 346,667</u>	<u>\$ 347,167</u>

PART VII-A, QUESTION 11 - Controlled Entities

Grand West Village Resort, LLC - Single member LLC - All transactions included in this return

Eagle Sky of the Ozarks, LLC - Single member LLC - All transactions included in this return

Eagle Sky of Kenya, LLC - Single member LLC - No assets or transactions,
but any would be included in this return, if applicable

PART VIII - Information about Officers and Directors

<u>Name and Address</u>	<u>Title/Hours</u>	<u>Compensation, Benefits, Expenses</u>
Joseph D. McKean, Jr 2601 Meadow View Rd , Edmond, OK 73013	Director/Chairman 20 Hours	0
Brooks Bock 1700 Lions Ridge Loop, Vail, CO 81657	Director/Vice-Chairman 5 Hours	0
Kenneth R. Goodin 14800 Dalea Dr., Oklahoma City, OK 73142	Director/Treas 5 Hours	0
Pamela Bock 1700 Lions Ridge Loop, Vail, CO 81657	Director 5 Hours	0
Michael & Venora Bishop 1804 S. Bloomfield Hills West Bloomfield, MI 48304	Directors 5 Hours	0
James Stuemky 7301 Aurelia Rd , Oklahoma City, OK 73121	Director/Sec 5 Hours	0

Tax Detail by Location

Asset	Location	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: BUILDING													
Location: E S OZARKS RANCH													
41		RUBLE RANCH HOME	1/01/04	125,000.00	0.00	0.00	0.00	19,230.78	3,205.13	22,435.91	102,564.09	S/L	39.0
42		RUBLE RANCH SAW MILL	9/14/06	70,239.14	0.00	0.00	0.00	5,928.29	1,801.00	7,729.29	62,509.85	S/L	39.0
44		ROACH RANCH HOME	4/07/04	100,000.00	0.00	0.00	0.00	14,743.58	2,564.10	17,307.68	82,692.32	S/L	39.0
50		WESTMORELAND RANCH HOM	1/01/04	140,000.00	0.00	0.00	0.00	21,538.44	3,589.74	25,128.18	114,871.82	S/L	39.0
56		DILDINE RANCH HOME	8/18/04	125,000.00	0.00	0.00	0.00	17,094.03	3,205.13	20,299.16	104,700.84	S/L	39.0
57		DILDINE WATER LINES	12/30/04	5,125.80	0.00	0.00	0.00	657.15	131.43	788.58	4,337.22	S/L	39.0
58		DILDINE HOUSE FLOORING	12/30/04	6,887.32	0.00	0.00	0.00	883.00	176.60	1,059.60	5,827.72	S/L	39.0
59		DILDINE HOUSE APPLIANCES	12/13/04	4,063.71	0.00	0.00	2,031.86	3,791.70	181.34	3,973.04	90.67	200DB	7.0
60		DILDINE HOUSE IMPROVEMEN	5/31/05	18,154.16	0.00	0.00	0.00	2,133.50	465.49	2,598.99	15,555.17	S/L	39.0
64		STAFF HOUSE #1	6/01/07	171,151.78	0.00	0.00	0.00	11,336.98	4,388.51	15,725.49	155,426.29	S/L	39.0
65		STAFF HOUSE #2	12/05/08	4,091.66	0.00	0.00	0.00	113.65	104.91	218.56	3,873.10	S/L	39.0
66		STAFF HOUSE #3	6/01/07	171,151.78	0.00	0.00	0.00	11,336.98	4,388.51	15,725.49	155,426.29	S/L	39.0
68		STAFF HSE #3 BEDRM, DINING	6/01/07	171,151.78	0.00	0.00	0.00	11,336.98	4,388.51	15,725.49	155,426.29	S/L	39.0
69		STAFF HOUSE #4	10/04/10	1,446.00	0.00	c	0.00	0.00	206.57	206.57	1,239.43	200DB	7.0
70		ESO CAMP ADMIN BLDG - CIP	6/01/07	171,151.77	0.00	0.00	0.00	11,336.98	4,388.51	15,725.49	155,426.28	S/L	39.0
71		ESO TRIPLEX CABIN PROJECT	12/31/08	463,735.00	0.00	0.00	0.00	0.00	0.00	0.00	463,735.00	Land	39.0
72		COMMUNICATION TOWER	12/31/09	2,809,504.66	0.00	0.00	0.00	843.75	1,603.13	2,446.88	2,809,504.66	Land	39.0
73		WOODWORKING SHOP CIP	5/29/09	16,875.00	0.00	0.00	0.00	0.00	0.00	0.00	14,428.12	150DB	15.0
74		WHSE,SUPPORT FACILITIES-CI	12/31/09	29,547.85	0.00	0.00	0.00	0.00	0.00	0.00	29,547.85	Land	0.0
75		2 STORAGE SHEDS	12/31/09	3,700,594.66	0.00	0.00	0.00	0.00	0.00	0.00	3,700,594.66	Land	39.0
76			7/22/10	3,600.00	0.00	c	0.00	0.00	514.29	514.29	3,085.71	200DB	7.0
E S OZARKS RANCH				8,308,472.07	0.00	c	2,031.86	132,305.79	35,302.90	167,608.69	8,140,863.38		
Location: E S ROCKIES RANCH													
62		SECURITY HOUSE	1/01/01	14,040.00	0.00	0.00	0.00	3,171.00	351.00	3,522.00	10,518.00	S/L	39.0
E S ROCKIES RANCH				14,040.00	0.00	c	0.00	3,171.00	351.00	3,522.00	10,518.00		
Location: GRAND WEST VILLAGE RESORT													
370		GW OFFICE BUILDING	12/01/00	175,000.00	0.00	0.00	0.00	40,571.59	4,487.18	45,058.77	129,941.23	S/L	39.0000
372		AUGUSTA RANCH HOME	10/04/04	181,777.11	0.00	0.00	0.00	24,469.99	4,660.95	29,130.94	152,646.17	S/L	39.0
GRAND WEST VILLAGE RESORT				356,777.11	0.00	c	0.00	65,041.58	9,148.13	74,189.71	282,587.40		
BUILDING				8,679,289.18	0.00	c	2,031.86	200,518.37	44,802.03	245,320.40	8,433,968.78		
Group: COMPUTER EQUIP & SOFTWARE													
Location: E S OZARKS RANCH													
250		LAPTOP COMPUTER	2/27/04	3,416.09	0.00	0.00	1,708.05	3,416.09	0.00	3,416.09	0.00	200DB	5.0
251		PRINTER	3/18/04	387.88	0.00	0.00	193.94	387.88	0.00	387.88	0.00	200DB	5.0
252		GPS EQUIPMENT	3/18/04	873.61	0.00	0.00	436.81	873.61	0.00	873.61	0.00	200DB	5.0
253		DIGITAL CAMERA & ACCESS	6/25/04	549.96	0.00	0.00	274.98	513.14	24.55	537.69	12.27	200DB	7.0
254		HP JET 800 PS PLOTTER	7/16/04	7,205.45	0.00	0.00	3,602.73	6,723.14	321.54	7,044.68	160.77	200DB	7.0
255		COMPUTER	9/08/04	3,222.00	0.00	0.00	1,611.00	3,222.00	0.00	3,222.00	0.00	200DB	5.0
256		2 CANNON MP-1 IDX DESKTOP	9/08/04	83.98	0.00	0.00	41.99	83.98	0.00	83.98	0.00	200DB	5.0
257		SURVEY EQUIPMENT	9/08/04	2,823.84	0.00	0.00	1,411.92	2,823.84	0.00	2,823.84	0.00	200DB	5.0
258		WIRELESS PHONE SYSTEM	11/16/04	1,230.16	0.00	0.00	615.08	1,147.82	54.89	1,202.71	27.45	200DB	7.0

Tax Detail by Location

Asset	d t	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: COMPUTER EQUIP & SOFTWARE Location: E S OZARKS RANCH (continued)													
259		HP#9650 INKJET PRINTER	4/21/05	299 98	0 00	0 00	0 00	282 70	17 28	299 98	0 00	200DB	50
260		LDC	4/21/05	388 00	0 00	0 00	0 00	365 65	22 35	388 00	0 00	200DB	50
261		COMPUTER EQUIP & SOFTWARE	8/03/08	12,551 70	0 00	0 00	0 00	6,150 34	2,560 54	8,710 88	3,840 82	200DB	50
262		ANA IET PRINT MACHINE	5/01/09	15,950 00	0 00	0 00	0 00	3,190 00	5,104 00	8,294 00	7,656 00	200DB	50
263		5 LAPTOP COMPUTERS	8/12/09	4,425 02	0 00	0 00	0 00	885 00	1,416 01	2,301 01	2,124 01	200DB	50
264		CANON CAMCORDER	9/02/09	799 99	0 00	0 00	0 00	160 00	256 00	416 00	383 99	200DB	50
265		2 COMPUTERS	11/06/09	3,120 98	0 00	0 00	0 00	624 20	998 71	1,622 91	1,498 07	200DB	50
266		INTEL EXTREME X58 COMPUTE	11/11/09	3,459 00	0 00	0 00	0 00	691 80	1,106 88	1,798 68	1,660 32	200DB	50
267		HP DESIGN JET PRINTER	12/07/09	5,212 31	0 00	0 00	0 00	1,042 46	1,667 94	2,710 40	2,501 91	200DB	50
270		MS OFFICE & GPS SOFTWARE	3/18/04	1,170 64	0 00	0 00	585 32	1,170 64	0 00	1,170 64	0 00	Amort	30
271		GPS & AUTO SOFTWARE	6/25/04	1,044 99	0 00	0 00	522 50	1,044 99	0 00	1,044 99	0 00	Amort	30
272		ACROBAT SOFTWARE	7/16/04	639 65	0 00	0 00	319 83	639 65	0 00	639 65	0 00	Amort	30
273		COMPUTER PC	1/16/06	2,400 00	0 00	0 00	0 00	1,985 28	276 48	2,261 76	138 24	200DB	50
274		HP COMPUTER - OFFICE	5/14/07	2,268 05	0 00	0 00	0 00	1,614 85	261 28	1,876 13	391 92	200DB	50
275		DELL COMPUTER - CABIN #2	10/22/07	4,175 26	0 00	0 00	0 00	2,972 78	480 99	3,453 77	721 49	200DB	50
E S OZARKS RANCH				77,698 54	0 00	c	11,324 15	42,011 84	14,569 44	56,581 28	21,117 26		
COMPUTER EQUIP & SOFTWARE				77,698 54	0 00	c	11,324 15	42,011 84	14,569 44	56,581 28	21,117 26		
Group: FURNITURE AND EQUIPMENT													
Location: E S OZARKS RANCH													
6		STUFFED BOBCAT	5/13/05	500 00	0 00	0 00	0 00	388 44	44 62	433 06	66 94	200DB	70
7		STUFFED BEAVER & BOBCAT -	12/13/04	200 00	0 00	0 00	0 00	0 00	0 00	0 00	200 00	Land	00
140		FURNITURE-3 STAFF CABINS	9/15/07	12,653 50	0 00	0 00	0 00	7,119 90	1,581 03	8,700 93	3,952 57	200DB	70
141		OFFICE FURNITURE	8/18/09	3,679 84	0 00	0 00	0 00	525 69	901 19	1,426 88	2,252 96	200DB	70
142		DECOR-STAFF HOUSES	8/18/09	6,020 95	0 00	0 00	0 00	860 14	1,474 52	2,334 66	3,686 29	200DB	70
143		ANTLER STOOL	12/14/10	200 00	0 00	c	0 00	0 00	28 57	28 57	171 43	200DB	70
301		JVC TV	6/16/05	249 86	0 00	0 00	0 00	194 11	22 30	216 41	33 45	200DB	70
302		2 OFFICE CHAIRS, MATS	6/25/04	173 96	0 00	0 00	86 98	162 31	7 77	170 08	3 88	200DB	70
E S OZARKS RANCH				23,678 11	0 00	c	86 98	9,250 59	4,060 00	13,310 59	10,367 52		
Location: GRAND WEST VILLAGE RESORT													
300		DIGITAL RESERVATION SOF TV	6/11/01	2,229 00	0 00	0 00	0 00	531 48	61 92	593 40	1,635 60	Amort	360
360		MACHINERY & EQUIPMENT	12/01/00	27,000 00	0 00	0 00	0 00	27,000 00	0 00	27,000 00	0 00	200DB	70
361		CARPET CLEANER	11/30/04	3,409 08	0 00	0 00	1,704 54	3,180 89	152 13	3,333 02	76 06	200DB	70
363		AUGUSTA MACHINERY	10/04/04	7,853 71	0 00	0 00	0 00	6,802 31	700 93	7,503 24	350 47	200DB	70
373		AUGUSTA FURN & FIX	10/04/04	7,292 52	0 00	0 00	0 00	6,316 25	650 85	6,967 10	325 42	200DB	70
374		AUGUSTA DISHWASHER	3/31/08	381 15	0 00	0 00	0 00	264 47	33 34	297 81	83 34	200DB	70
380		PERSONAL PROPERTY	12/01/00	63,000 00	0 00	0 00	0 00	63,000 00	0 00	63,000 00	0 00	200DB	70
381		DISHWASHER UNIT 6A	3/31/08	443 76	0 00	0 00	0 00	307 92	38 81	346 73	97 03	200DB	70
390		RENTAL UNIT FURNITURE	3/01/01	5,500 00	0 00	0 00	0 00	5,500 00	0 00	5,500 00	0 00	200DB	70
391		RENTAL UNIT FURNITURE	3/01/01	1,528 81	0 00	0 00	0 00	1,528 81	0 00	1,528 81	0 00	200DB	70
GRAND WEST VILLAGE RESORT				118,638 03	0 00	c	1,704 54	114,432 13	1,637 98	116,070 11	2,567 92		
*Less: Dispositions and Transfers				1,528 81	0 00		0 00	1,528 81	0 00	1,528 81	0 00		
Net GRAND WEST VILLAGE RESORT				117,109 22	0 00	c	1,704 54	112,903 32	1,637 98	114,541 30	2,567 92		

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Asset	d t	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: FURNITURE AND EQUIPMENT (continued)													
FURNITURE AND EQUIPMENT													
*Less: Dispositions and Transfers				142,316 14	0 00 c		1,791 52	123,682 72	5,697 98	129,380 70	12,935 44		
				1,528 81	0 00		0 00	1,528 81	0 00	1,528 81	0 00		
Net FURNITURE AND EQUIPMENT				140,787 33	0 00 c		1,791 52	122,153 91	5,697 98	127,851 89	12,935 44		
Group: LAND													
Location: E S OZARKS RANCH													
19		LAND-FRONTIER LAKE	10/24/01	1,564,000 00	0 00		0 00	0 00	0 00	0 00	1,564,000 00	Land	0 0
20		LAND-RUBLE RANCH	10/03/03	611,880 08	0 00		0 00	0 00	0 00	0 00	611,880 08	Land	0 0
21		LAND-RUBLE RANCH (JDMI)	1/01/04	600,000 00	0 00		0 00	0 00	0 00	0 00	600,000 00	Land	0 0
22		LAND-STEPHENS RANCH	2/27/04	364,523 10	0 00		0 00	0 00	0 00	0 00	364,523 10	Land	0 0
23		LAND-ROACH RANCH	4/07/04	50,000 00	0 00		0 00	0 00	0 00	0 00	50,000 00	Land	0 0
24		LAND-TONEY RANCH - 20 a	4/08/04	25,189 00	0 00		0 00	0 00	0 00	0 00	25,189 00	Land	0 0
25		LAND-MABURY RANCH	5/17/04	484,995 00	0 00		0 00	0 00	0 00	0 00	484,995 00	Land	0 0
26		LAND-CROWLEY RANCH	5/17/04	182,051 29	0 00		0 00	0 00	0 00	0 00	182,051 29	Land	0 0
27		LAND-WESTMORELAND RANC	1/01/04	10,000 00	0 00		0 00	0 00	0 00	0 00	10,000 00	Land	0 0
28		LAND-TINKLE RANCH	8/10/04	271,524 56	0 00		0 00	0 00	0 00	0 00	271,524 56	Land	0 0
29		LAND-DILDINE RANCH	8/18/04	301,472 00	0 00		0 00	0 00	0 00	0 00	301,472 00	Land	0 0
31		LAND-CAUL RANCH	12/23/04	85,819 48	0 00		0 00	0 00	0 00	0 00	85,819 48	Land	0 0
32		LAND-VOGLER PROPERTY	3/31/06	5,900 00	0 00		0 00	0 00	0 00	0 00	5,900 00	Land	0 0
33		LAND-ALCORN PROPERTY	6/23/06	52,500 00	0 00		0 00	0 00	0 00	0 00	52,500 00	Land	0 0
34		LAND-BOOKER PROPERTY	7/14/09	1,360 00	0 00		0 00	0 00	0 00	0 00	1,360 00	Land	0 0
E S OZARKS RANCH				4,611,214 51	0 00 c		0 00	0 00	0 00	0 00	4,611,214 51		
Location: E S ROCKIES RANCH													
18		LAND-BERTHOD RANCH	7/01/00	1,550,000 00	0 00		0 00	0 00	0 00	0 00	1,550,000 00	Land	0 0
E S ROCKIES RANCH				1,550,000 00	0 00 c		0 00	0 00	0 00	0 00	1,550,000 00		
Location: GRAND WEST VILLAGE RESORT													
310		GW VACANT LOTS	1/01/99	472,000 00	0 00		0 00	0 00	0 00	0 00	472,000 00	Land	0 0
311		GW LOT PLANS & SURVEY	9/30/02	7,619 06	0 00		0 00	0 00	0 00	0 00	7,619 06	Land	0 0
320		GW OFFICE LOT	1/01/99	75,000 00	0 00		0 00	0 00	0 00	0 00	75,000 00	Land	0 0
371		LAND-AUGUSTA RANCH	10/04/04	35,000 00	0 00		0 00	0 00	0 00	0 00	35,000 00	Land	0 0
GRAND WEST VILLAGE RESORT				589,619 06	0 00 c		0 00	0 00	0 00	0 00	589,619 06		
LAND				6,750,833 57	0 00 c		0 00	0 00	0 00	0 00	6,750,833 57		
Group: LAND IMPROVEMENTS													
Location: E S OZARKS RANCH													
91		LSO DAM ENHANCEMENTS	9/15/03	11,000 00	0 00		0 00	0 00	0 00	0 00	11,000 00	Land	0 0
92		ESO DAM IMPROV	8/31/04	478,510 00	0 00		0 00	0 00	0 00	0 00	478,510 00	Land	0 0
93		LSO DAM IMPROVEMENTS	10/31/05	7,300 00	0 00		0 00	0 00	0 00	0 00	7,300 00	Land	0 0
94		ESO DAM ARCHITECT FEES	10/01/05	98,841 66	0 00		0 00	0 00	0 00	0 00	98,841 66	Land	0 0
95		ROAD IMPROVEMENTS	1/06/06	174,596 76	0 00		0 00	53,679 77	12,091 70	65,771 47	108,825 29	150DB	15 0
96		ROAD IMPROVEMENTS	1/01/09	77,303 06	0 00		0 00	3,865 15	7,343 79	11,208 94	66,094 12	150DB	15 0
97		ROAD IMPROVEMENTS	1/08/10	149,200 00	0 00 c		0 00	0 00	7,460 00	7,460 00	141,740 00	150DB	15 0

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Asset	t	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: LAND IMPROVEMENTS Location: E S OZARKS RANCH (continued)													
98		ESO CLARK CREEK BRIDGE CI	12/31/09	919,855 60	0 00		0 00	0 00	0 00	0 00	919,855 60	Land	0 0
99		DEEP WATER WELL IMPROV	10/02/06	11,405 00	0 00		0 00	3,506 47	789 85	4,296 32	7,108 68	150DB	15 0
100		ESO WATER WELL #1	10/10/08	91,672 57	0 00		0 00	10,198 58	8,147 40	18,345 98	73,326 59	150DB	15 0
101		ESO WATER WELL #2	3/31/09	150,900 49	0 00		0 00	7,545 02	14,335 55	21,880 57	129,019 92	150DB	15 0
102		ESO WATER WELL #3	11/30/09	95,093 06	0 00		0 00	4,754 65	9,033 84	13,788 49	81,304 57	150DB	15 0
103		ESO WATER WELL #4	11/30/09	95,093 05	0 00		0 00	4,754 65	9,033 84	13,788 49	81,304 56	150DB	15 0
104		ESO DRINKING WATER PROJEC	6/30/10	177,961 24	0 00	c	0 00	0 00	8,898 06	8,898 06	169,063 18	150DB	15 0
108		ESO ENTRANCE IMPROV-CIP	12/31/08	51,253 00	0 00		0 00	0 00	0 00	0 00	51,253 00	Land	39 0
109		BLACK RIVER SUBSTATION	10/17/08	512,723 67	0 00		0 00	15,337 89	13,146 76	28,484 65	484,239 02	S/L	39 0
117		GAME FENCE	11/22/10	151,557 92	0 00	c	0 00	0 00	7,577 90	7,577 90	143,980 02	150DB	15 0
E S OZARKS RANCH													
				3,254,267 08	0 00	c	0 00	103,642 18	97,858 69	201,500 87	3,052,766 21		
Location: E S ROCKIES RANCH													
115		TENN CREEK IMPROVEMENTS	1/01/01	281,621 96	0 00		0 00	64,688 84	7,221 08	71,909 92	209,712 04	S/L	39 0000
116		DEEP WATER WELL IMPROV	1/01/01	73,627 50	0 00		0 00	16,912 26	1,887 88	18,800 14	54,827 36	S/L	39 0000
E S ROCKIES RANCH													
				355,249 46	0 00	c	0 00	81,601 10	9,108 96	90,710 06	264,539 40		
Location: GRAND WEST VILLAGE RESORT													
330		RENTAL UNIT WATER WELL	3/15/07	12,342 20	0 00		0 00	2,844 88	949 73	3,794 61	8,547 59	150DB	15 0
GRAND WEST VILLAGE RESORT													
				12,342 20	0 00	c	0 00	2,844 88	949 73	3,794 61	8,547 59		
LAND IMPROVEMENTS													
				3,621,858 74	0 00	c	0 00	188,088 16	107,917 38	296,005 54	3,325,853 20		
Group: MACHINERY AND EQUIPMENT													
Location: E S OZARKS RANCH													
158		2 DUMP TRUCKS	7/01/00	79,600 00	0 00		0 00	79,600 00	0 00	79,600 00	0 00	200DB	7 0
159		2002 FORD PICKUP	1/01/04	3,160 74	0 00		0 00	3,160 74	0 00	3,160 74	0 00	200DB	5 0
160		CAT D6MXL DOZIER	1/01/04	15,235 71	0 00		0 00	13,196 06	1,359 77	14,555 83	679 88	200DB	7 0
161		2002 FORD PICKUP	1/01/04	1,354 60	0 00		0 00	1,354 60	0 00	1,354 60	0 00	200DB	5 0
162		CAT D6MXL DOZIER	1/01/04	35,550 00	0 00		0 00	30,790 82	3,172 79	33,963 61	1,586 39	200DB	7 0
164		CAT 320B EXCAVATOR	7/26/04	100,000 00	0 00		0 00	93,306 36	4,462 43	97,768 79	2,231 21	200DB	7 0
165		CAT 12H GRADLR	7/26/04	90,000 00	0 00		0 00	83,975 72	4,016 19	87,991 91	2,008 09	200DB	7 0
166		CAT 938G WHEEL LOADER	7/26/04	136,500 00	0 00		0 00	127,363 18	6,091 21	133,454 39	3,045 61	200DB	7 0
167		CAT D3G TRACK TRACTOR	7/26/04	86,000 00	0 00		0 00	80,243 47	3,837 69	84,081 16	1,918 84	200DB	7 0
170		TRACTOR	3/25/04	33,064 95	0 00		0 00	30,851 70	1,475 50	32,327 20	737 75	200DB	7 0
171		20' FLAT TRAILER	4/15/04	6,670 00	0 00		0 00	6,223 53	297 65	6,521 18	148 82	200DB	7 0
172		TOOLS AND EQUIP	10/13/04	12,467 22	0 00		0 00	11,632 71	556 34	12,189 05	278 17	200DB	7 0
173		KUBOTA 72" MOWER	7/06/05	11,046 00	0 00		0 00	8,581 40	985 84	9,567 24	1,478 76	200DB	7 0
174		KUBOTA F3060	7/16/05	14,951 00	0 00		0 00	11,615 11	1,334 36	12,949 47	2,001 53	200DB	7 0
176		SICKLE MOWER	7/16/05	3,485 00	0 00		0 00	2,707 42	311 03	3,018 45	466 55	200DB	7 0
177		TOOLS & EQUIPMENT	6/16/05	9,006 56	0 00		0 00	6,997 00	803 82	7,800 82	1,205 74	200DB	7 0
178		CIH TRACTOR MX110U	5/25/05	57,223 00	0 00		0 00	44,455 33	5,107 07	49,562 40	7,660 60	200DB	7 0
179		CIH LX156 LOADLR	5/25/05	1,099 00	0 00		0 00	853 79	98 08	951 87	147 13	200DB	7 0
180		LANDPRIDE 15" ROTARY CUTT	5/25/05	11,600 00	0 00		0 00	9,011 79	1,035 28	10,047 07	1,552 93	200DB	7 0
181		KRAUSE 12" TANDEM DISK	5/25/05	9,840 00	0 00		0 00	7,644 49	878 20	8,522 69	1,317 31	200DB	7 0
182		RADIO EQUIPMENT	1/31/05	16,489 92	0 00		0 00	12,810 66	1,471 70	14,282 36	2,207 56	200DB	7 0

Tax Detail by Location

Asset	dt	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: MACHINERY AND EQUIPMENT Location: E S OZARKS RANCH (continued)													
183		INGERSOLL 54" PAD F F ROLLE	6/06/07	34,072.69	0.00	0.00	0.00	19,172.10	4,257.31	23,429.41	10,643.28	200DB	70
184		SKY TRAC	6/21/07	35,000.00	0.00	0.00	0.00	19,693.88	4,373.18	24,067.06	10,932.94	200DB	70
185		2007 CAT 262BC SKID	7/11/07	40,126.00	0.00	0.00	0.00	22,578.19	5,013.66	27,591.85	12,534.15	200DB	70
186		CAT D8R SN 6Y2200827	8/27/07	350,000.00	0.00	0.00	0.00	196,938.78	43,731.78	240,670.56	109,329.44	200DB	70
187		TRCE SPAD	10/10/07	9,100.00	0.00	0.00	0.00	5,120.41	1,137.03	6,257.44	2,842.56	200DB	70
188		AUTO LIFT	9/26/07	1,835.00	0.00	0.00	0.00	1,032.52	229.28	1,261.80	573.20	200DB	70
190		OHIO CENTRAL SCRREN MACH	10/16/07	55,000.00	0.00	0.00	0.00	30,947.52	6,872.14	37,819.66	17,180.34	200DB	70
191		48" FORKS	11/08/07	690.00	0.00	0.00	0.00	388.25	86.21	474.46	215.54	200DB	70
192		SURVEYING EQUIPMENT	7/12/07	28,147.00	0.00	0.00	0.00	15,837.81	3,516.91	19,354.72	8,792.28	200DB	70
193		BIG TEX TRAILER 22GN	6/05/08	9,025.00	0.00	0.00	0.00	3,729.72	1,512.94	5,242.66	3,782.34	200DB	70
194		KNUDSON KS 2468 FRAMEMAK	12/02/08	88,314.29	0.00	0.00	0.00	27,485.57	17,379.63	44,865.20	43,449.09	200DB	70
195		KNUDSON KR 24 PANEL SYSTE	1/02/08	66,997.05	0.00	0.00	0.00	31,105.77	10,254.65	41,360.42	25,636.63	200DB	70
196		KNUDSON 1700K GUTTER MAC	12/02/08	10,947.93	0.00	0.00	0.00	3,407.27	2,154.47	5,561.74	5,386.19	200DB	70
197		3 X 4 DOWNSPOUT MACHINE	12/02/08	48,725.13	0.00	0.00	0.00	15,164.45	9,588.77	24,753.22	23,971.91	200DB	70
198		KNUDSON ELBOW MACHINE	12/02/08	3,400.60	0.00	0.00	0.00	1,058.35	669.21	1,727.56	1,673.04	200DB	70
199		RADIOS & HANDHELDS	7/16/08	2,750.00	0.00	0.00	0.00	996.17	501.09	1,497.26	1,252.74	200DB	70
200		2003 DITCHWITCH 1330 TREN	9/13/08	3,000.00	0.00	0.00	0.00	1,086.74	546.65	1,633.39	1,366.61	200DB	70
201		DITCHWITCH RT115H W/ SAW	12/17/08	132,641.00	0.00	0.00	0.00	41,281.13	26,102.82	67,383.95	65,257.05	200DB	70
202		RTA 2072 TILLER	4/09/09	3,100.00	0.00	0.00	0.00	442.86	759.18	1,202.04	1,897.96	200DB	70
203		CAT MODEL 321D	9/28/09	202,344.00	0.00	0.00	0.00	28,906.29	49,553.63	78,459.92	123,884.08	200DB	70
204		AUGER FOR CAT 321D	9/28/09	2,715.00	0.00	0.00	0.00	387.86	664.90	1,052.76	1,662.24	200DB	70
205		QUICK SAW	10/26/09	1,179.96	0.00	0.00	0.00	168.57	288.97	457.54	722.42	200DB	70
206		LANDSCAPE TOOLS	11/17/09	14,500.00	0.00	0.00	0.00	2,071.43	3,551.02	5,622.45	8,877.55	200DB	70
207		WORKSHOP TOOLS	12/02/09	1,088.00	0.00	0.00	0.00	155.43	266.45	421.88	666.12	200DB	70
208		LIFT TOOL	3/18/10	2,206.24	0.00	c	0.00	0.00	315.18	315.18	1,891.06	200DB	70
209		BAND SAW & BLADES	3/29/10	2,309.67	0.00	c	0.00	0.00	329.95	329.95	1,979.72	200DB	70
210		BUCK FUSER MACHINE	10/06/10	8,789.00	0.00	c	0.00	0.00	1,255.57	1,255.57	7,533.43	200DB	70
211		GENERATOR & PORT PWR BO	10/10/10	2,920.93	0.00	c	0.00	0.00	417.28	417.28	2,503.65	200DB	70
212		PIPE SCRAPER	10/06/10	5,480.00	0.00	c	0.00	0.00	782.86	782.86	4,697.14	200DB	70
213		PORTABLE SAW MILL	4/05/10	70,000.00	0.00	c	0.00	0.00	10,000.00	10,000.00	60,000.00	200DB	70
214		MANITEX BOOM TRUCK	7/22/10	169,500.00	0.00	c	0.00	0.00	24,214.29	24,214.29	145,285.71	200DB	70
215		NISSAN FORKLIFT	7/22/10	10,440.00	0.00	c	0.00	0.00	1,491.43	1,491.43	8,948.57	200DB	70
216		TRACTOR FORKS	11/08/10	950.00	0.00	c	0.00	0.00	135.71	135.71	814.29	200DB	70
217		WIRELESS RAMSLEY WINCH	3/09/10	1,563.90	0.00	c	0.00	0.00	223.41	223.41	1,340.49	200DB	70
218		2 MOWERS	3/24/10	17,162.60	0.00	c	0.00	0.00	2,451.80	2,451.80	14,710.80	200DB	70
219		JOHN DEERE TRACTOR LOADI	7/26/10	42,000.00	0.00	c	0.00	0.00	6,000.00	6,000.00	36,000.00	200DB	70
220		13HP HONDA TOWABLE MIXE	9/08/10	6,874.00	0.00	c	0.00	0.00	982.00	982.00	5,892.00	200DB	70
E S OZARKS RANCH				2,219,238.69	0.00	c	232,351.08	1,135,532.95	278,906.31	1,414,439.26	804,799.43		
Location: E S ROCKIES RANCH													
168		CAT 420D BACKHOE	7/26/04	75,322.00	0.00	0.00	37,661.00	70,280.22	3,361.19	73,641.41	1,680.59	200DB	70
175		ROTARY CUTTER	7/16/05	3,852.00	0.00	0.00	0.00	2,992.54	343.78	3,336.32	515.68	200DB	70
E S ROCKIES RANCH				79,174.00	0.00	c	37,661.00	73,272.76	3,704.97	76,977.73	2,196.27		
MACHINERY AND EQUIPMENT				2,298,412.69	0.00	c	270,012.08	1,208,805.71	282,611.28	1,491,416.99	806,995.70		

Tax Detail by Location

Asset	d	t	Property Description	Date In Service	Tax Cost	Tax Sec 179 Exp	c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: VEHICLES														
Location: E S OZARKS RANCH														
1			ATV TRAILER	4/01/00	2,100 00	0 00	0 00	0 00	2,100 00	0 00	2,100 00	0 00	200DB	7 0
4			FORD F-250 2001	1/01/00	35,796 00	0 00	0 00	0 00	35,796 00	0 00	35,796 00	0 00	200DB	5 0
8			2003 FORD F250	12/01/04	39,241 70	0 00	19,020 85	0 00	39,241 70	0 00	39,241 70	0 00	200DB	5 0
9			TRUCK TOOL BOX	3/18/04	269 73	0 00	134 87	0 00	251 68	12 03	263 71	6 02	200DB	7 0
11			2 TRAILERS	4/16/04	15,269 95	0 00	7,634 98	0 00	14,247 83	681 41	14,929 24	340 71	200DB	7 0
12			2 TRAILERS	5/04/04	15,269 95	0 00	7,634 98	0 00	14,247 83	681 41	14,929 24	340 71	200DB	7 0
13			35 T SPLITTER	1/20/05	2,008 54	0 00	0 00	0 00	1,560 39	179 26	1,739 65	268 89	200DB	7 0
14			TRUCK TOOL BOX	3/25/05	709 20	0 00	0 00	0 00	550 96	63 30	614 26	94 94	200DB	7 0
15			TRACTOR	7/17/06	19,950 00	0 00	0 00	0 00	13,718 22	1,780 51	15,498 73	4,451 27	200DB	7 0
16			MACK WATER TRUCK	6/06/07	35,500 00	0 00	0 00	0 00	25,276 00	4,089 60	29,365 60	6,134 40	200DB	5 0
80			TANK TRUCK	7/25/07	23,500 00	0 00	0 00	0 00	16,732 00	2,707 20	19,439 20	4,060 80	200DB	5 0
81			CLEMENT TRUCK	8/17/07	30,000 00	0 00	0 00	0 00	21,360 00	3,456 00	24,816 00	5,184 00	200DB	5 0
82			2004 DODGE RAM 3500	12/31/07	26,800 00	0 00	0 00	0 00	19,081 60	3,087 36	22,168 96	4,631 04	200DB	5 0
83			UTILITY TRAILER	8/22/07	1,000 00	0 00	0 00	0 00	562 69	124 95	687 64	312 36	200DB	7 0
84			17 ATV's	9/08/08	15,150 00	0 00	0 00	0 00	5,488 01	2,760 57	8,248 58	6,901 42	200DB	7 0
85			2008 FORD F450XL	9/13/08	31,050 00	0 00	0 00	0 00	15,214 50	6,334 20	21,548 70	9,501 30	200DB	5 0
86			2004 GMC 2500 HD 4X4	9/13/08	13,800 00	0 00	0 00	0 00	6,762 00	2,815 20	9,577 20	4,222 80	200DB	5 0
87			FORD F650 BUCKET TRUCK	9/29/08	41,510 00	0 00	0 00	0 00	20,339 90	8,468 04	28,807 94	12,702 06	200DB	5 0
88	d		2009 SUBURBAN	7/01/09	18,417 76	0 00	0 00	0 00	3,683 55	0 00	3,683 55	14,734 21	200DB	5 0
89			LIVESTOCK TRAILER	3/04/09	8,300 00	0 00	0 00	0 00	1,185 71	2,032 65	3,218 36	5,081 64	200DB	7 0
90			5 DUNE BUGGIES	6/17/10	15,475 00	0 00	c	0 00	0 00	2,210 71	2,210 71	13,264 29	200DB	7 0
E S OZARKS RANCH														
*Less: Dispositions and Transfers														
Net E S OZARKS RANCH					391,117 83	0 00	c	35,025 68	257,400 57	41,484 40	298,884 97	92,232 86		
					18,417 76	0 00		0 00	3,683 55	0 00	3,683 55	14,734 21		
					372,700 07		c	35,025 68	253,717 02	41,484 40	295,201 42	77,498 65		
VEHICLES														
*Less: Dispositions and Transfers														
Net VEHICLES					391,117 83	0 00	c	35,025 68	257,400 57	41,484 40	298,884 97	92,232 86		
					18,417 76	0 00		0 00	3,683 55	0 00	3,683 55	14,734 21		
					372,700 07		c	35,025 68	253,717 02	41,484 40	295,201 42	77,498 65		
Grand Total														
Less: Dispositions and Transfers					21,961,526 69	0 00	c	320,185 29	2,020,507 37	497,082 51	2,517,589 88	19,443,936 81		
					19,946 57	0 00		0 00	5,212 36	0 00	5,212 36	14,734 21		
Net Grand Total					21,941,580 12	0 00	c	320,185 29	2,015,295 01	497,082 51	2,512,377 52	19,429,202 60		

Form **8868**(Rev. January 2011).
Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return****DUPLICATE**

OMB No 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	THE EAGLE SKY FOUNDATION, INC.	73-1526080
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	2601 MEADOW VIEW ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	EDMOND	OK 73013

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

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

- The books are in the care of ► TRACY VINSON

Telephone No. ► (405) 943-1411

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 2010 or
- ☐ tax year beginning, and ending

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	266,439
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	146,439
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	120,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

DUPLICATE

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization		Employer identification number
	THE EAGLE SKY FOUNDATION, INC		73-1526080
	Number, street, and room or suite no. If a P O box, see instructions		
	2601 MEADOW VIEW ROAD		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	EDMOND		OK 73013

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

04

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☒ TRACY VINSON
Telephone No ☒ (405) 943-1411 FAX No ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15/2011
- 5 For calendar year 2010, or other tax year beginning _____, and ending _____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension Additional time is requested in order to acquire all information needed to prepare an accurate and complete return

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	311,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	226,000
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	85,000

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature David E. Prestigier Title CPA Date 8/9/11