Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

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 CUESTA FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)
2932 NW 122ND STREET

Room/suite
D

City or town, state, and ZIP code
OKLAHOMA CITY OK 73120-1955

A Employer identification number
73-6091550

B Telephone number (see page 10 of the instructions)
405-755-5571

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,486,116

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)				
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	79,193	79,193		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-64,393			
b	Gross sales price for all assets on line 6a 1,441,529				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 1	-2,761	-2,761		
12	**Total.** Add lines 1 through 11	12,039	76,432	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE STMT 2	1,700			1,700
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT 3	54,608	41,704		12,904
17	Interest	99	99		
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	5,519	5,519		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	643	300		343
22	Printing and publications				
23	Other expenses (att sch) STMT 5	1,161			1,161
24	**Total operating and administrative expenses.** Add lines 13 through 23	63,730	47,622	0	16,108
25	Contributions, gifts, grants paid	150,342			150,342
26	**Total expenses and disbursements.** Add lines 24 and 25	214,072	47,622	0	166,450
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-202,033			
b	**Net investment income** (if negative, enter -0-)		28,810		
c	**Adjusted net income** (if negative, enter -0-)			0	

Revenue (lines 1–12); Operating and Administrative Expenses (lines 13–26)

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	115,559	525,695	525,695
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 (att schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule) SEE STMT 6	2,791,962	2,169,971	2,169,971
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) SEE STATEMENT 7	486,465	790,344	790,344
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶ SEE STATEMENT 8)	106	106	106
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,394,092	3,486,116	3,486,116
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	3,394,092	3,486,116	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	3,394,092	3,486,116	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,394,092	3,486,116	

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	3,394,092
2	Enter amount from Part I, line 27a	2	-202,033
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	294,057
4	Add lines 1, 2, and 3	4	3,486,116
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	3,486,116

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	SEE WORKSHEET			
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — -64,393

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 — 18,068

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	274,591	3,089,705	0.088873
2008	256,627	4,393,071	0.058416
2007	236,205	5,531,597	0.042701
2006	228,896	4,955,204	0.046193
2005	185,491	4,430,427	0.041868

2	**Total** of line 1, column (d)	2	0.278051
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	0.055610
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,304,808
5	Multiply line 4 by line 3	5	183,780
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	288
7	Add lines 5 and 6	7	184,068
8	Enter qualifying distributions from Part XII, line 4	8	166,450

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 ▶ ☐ 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	576
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	576
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	576
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	8,575		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	8,575
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	7,999
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 7,999 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ 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	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FOUNDATION MANAGEMENT INC Telephone no ▶ 405-755-5571
2932 NW 122 SUITE D
Located at ▶ OKLAHOMA CITY OK ZIP+4 ▶ 73120-1955

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

			Yes	No
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		X
	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?	☐ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ 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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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

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

5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	5b
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No	
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b No: X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10				

2 Compensation of five highest-paid employees (other than those included on line 1 — see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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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	2,818,224
b	Average of monthly cash balances	1b	536,805
c	Fair market value of all other assets (see page 25 of the instructions)	1c	106
d	**Total** (add lines 1a, b, and c)	1d	3,355,135
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,355,135
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	50,327
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,304,808
6	**Minimum investment return.** Enter 5% of line 5	6	165,240

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	165,240
2a	Tax on investment income for 2010 from Part VI, line 5	2a	576		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	576
3	Distributable amount before adjustments Subtract line 2c from line 1			3	164,664
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	164,664
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	164,664

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	166,450
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	166,450
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	166,450

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

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Part XIII Undistributed Income (see 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				164,664
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			27,423	
b	Total for prior years 20 ___ , 20 ___ , 20 ___				
3	Excess distributions carryover, if any, to 2010				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
e	From 2009				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 166,450				
a	Applied to 2009, but not more than line 2a			27,423	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2010 distributable amount				139,027
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				25,637
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008				
d	Excess from 2009				
e	Excess from 2010				

DAA

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

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

CUESTA FOUNDATION 405-755-5571
C/O FOUNDATION MANAGEMENT INC. OKLAHOMA CITY OK 73120-1955

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

SEE STATEMENT 11

c Any submission deadlines

JULY 15

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 12				150,342
Total			▶ 3a	150,342
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	79,193	
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			14	-2,761	
8 Gain or (loss) from sales of assets other than inventory			18	-64,393	
9 Net income or (loss) from special events					
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)		0		12,039	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 12,039

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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, 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

Signature of officer or trustee | Date 11/14/11 | Title TREASURER

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
MARK R. DYER		11/14/11	

Firm's name ▶	COLE & REED, P.C.	PTIN	P00177237
Firm's address ▶	531 COUCH DR OKLAHOMA CITY, OK 73102-2251	Firm's EIN ▶	73-1312422
		Phone no	405-239-7961

DAA

Form 990-PF

Capital Gains and Losses for Tax on Investment Income

2010

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

Name: THE CUESTA FOUNDATION, INC.

Employer Identification Number: 73-6091550

	(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)	SMITH BARNEY 21902-18 LT - SEE STMT	P	04/01/06	11/30/10
(2)	SMITH BARNEY 22574-13 ST - SEE STMT	P	01/01/10	12/31/10
(3)	SMITH BARNEY 22574-13 LT - SEE STMT	P	01/01/05	12/31/10
(4)	SMITH BARNEY 22575-12 LT - SEE STMT	P	01/01/05	12/31/10
(5)	SMITH BARNEY 22989-12 ST - SEE STMT	P	01/01/10	12/31/10
(6)	SMITH BARNEY 22989-12 LT - SEE STMT	P	01/01/05	12/31/10
(7)	SMITH BARNEY 24765-18 ST - SEE STMT	P	01/01/10	12/31/10
(8)	SMITH BARNEY 24765-18 LT - SEE STMT	P	01/01/05	12/31/10
(9)	SMITH BARNEY 24766-17 ST - SEE STMT	P	01/01/10	12/31/10
(10)	SMITH BARNEY 24766-17 LT - SEE STMT	P	01/01/05	12/31/10
(11)	SMITH BARNEY 25797-17 ST - SEE STMT	P	01/01/10	12/31/10
(12)	SMITH BARNEY 25797-17 LT - SEE STMT	P	01/01/05	12/31/10
(13)	BOKF PRIVATE EQUITY ST - SEE K1	P	01/01/10	12/31/10
(14)	BOKF PRIVATE EQUITY LT - SEE K1	P	01/01/05	12/31/10
(15)				

	(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)
(1)	124,103		107,806	16,297
(2)	112,502		113,090	-588
(3)	635,249		692,516	-57,267
(4)	24,493		13,943	10,550
(5)	4,604		2,626	1,978
(6)	155,484		159,127	-3,643
(7)	4,901		2,565	2,336
(8)	41,661		36,668	4,993
(9)	28,166		23,477	4,689
(10)	68,899		52,875	16,024
(11)	48,387		38,296	10,091
(12)	178,916		262,495	-83,579
(13)			438	-438
(14)	14,164			14,164
(15)				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				16,297
(2)				-588
(3)				-57,267
(4)				10,550
(5)				1,978
(6)				-3,643
(7)				2,336
(8)				4,993
(9)				4,689
(10)				16,024
(11)				10,091
(12)				-83,579
(13)				-438
(14)				14,164
(15)				

Federal Statements

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

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	$ -2,761	$ -2,761	$
TOTAL	$ -2,761	$ -2,761	$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT LEGAL FEES	$ 1,700	$	$	$ 1,700
TOTAL	$ 1,700	$ 0	$ 0	$ 1,700

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MANAGEMENT FEES	$ 20,004	$ 8,000	$	$ 12,004
PORTFOLIO MANAGEMENT FEES	33,704	33,704		
OTHER PROFESSIONAL FEES	900			900
TOTAL	$ 54,608	$ 41,704	$ 0	$ 12,904

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	$ 5,519	$ 5,519	$	$
TOTAL	$ 5,519	$ 5,519	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
INSURANCE	761			761
MEMBERSHIP	400			400
TOTAL	$ 1,161	$ 0	$ 0	$ 1,161

Federal Statements

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SMITH BARNEY - CORPORATE STOCK	$ 2,791,962	$ 2,169,971	MARKET	$ 2,169,971
TOTAL	$ 2,791,962	$ 2,169,971		$ 2,169,971

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BOKF PRIVATE EQUITY LTD PARTNERSHIP	$ 125,547	$ 130,753	MARKET	$ 130,753
SMITH BARNEY OTHER INVESTMENTS	360,918	159,365	MARKET	159,365
SMITH BARNEY MUTUAL FUNDS		500,226	MARKET	500,226
TOTAL	$ 486,465	$ 790,344		$ 790,344

Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
ORGANIZATIONAL EXPENSE	$ 106	$ 106	$ 106
TOTAL	$ 106	$ 106	$ 106

Statement 9 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAINS/LOSS ON INVESTMENTS	$ 294,057
TOTAL	$ 294,057

Federal Statements

Statement 10 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ARLINE OLIPHANT 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE	1.00	0	0	0
ERIC OLIPHANT 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE, PRE	1.00	0	0	0
GREG OLIPHANT 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE, VIC	1.00	0	0	0
THOMAS OLIPHANT 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE	1.00	0	0	0
JAMIE OLIPHANT 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE	1.00	0	0	0
DONALD CARPENTER 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE	1.00	0	0	0
RICHARD E. WRIGHT, III 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE, SEC	1.00	0	0	0
KARI KOSTER 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	ASSISTANT SE	1.00	0	0	0
SHERRIE SCHROEDER 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TREASURER	1.00	0	0	0

Statement 11 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
ONLINE GRANT APPLICATION AVAILABLE AT WWW.FOUNDATIONMANAGEMENTINC.COM/FOUNDATIONS/.

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

Description
JULY 15

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
AMERICAN RED CROSS/TULSA TULSA OK 74128	10151 EAST 11TH STREET	501C3	LOCAL DISASTER RELIEF	1,000
CLAREHOUSE TULSA OK 74133	7617 S. MINGO RD.	501C3	OPERATIONAL	1,702
COMMUNITIES FOUNDATION OF OKLAHOMA CITY OK 73120	2932 NW 122ND STREET SUIT	501C3	CLIMB FOR HEALTH, MARICOPA	5,000
CROSSTOWN LEARNING CENTER TULSA OK 74110	2501 E. ARCHER ST.	501C3	SCHOLARSHIPS FOR TEACHERS	33,000
DOMESTIC VIOLENCE INTERVE TULSA OK 74135	4300 SOUTH HARVARD, SUITE	501C3	OPERATIONAL	2,000
FAMILY & CHILDREN'S SERVI TULSA OK 74120	650 SOUTH PEORIA AVE.	501C3	GAMBLING ADDICTION PROGRAM	1,000
IRON GATE AT TRINITY, INC TULSA OK 74103	501 S. CINCINNATI AVE.	501C3	OPERATIONAL	5,000
KIPP TULSA COLLEGE PREPAT TULSA OK 74106	1661 E. VIRGIN ST.	501C3	OPERATIONAL	2,500
LITTLE LIGHT HOUSE TULSA OK 74135	5120 E. 36TH ST.	501C3	OPERATIONAL	1,000
MENTAL HEALTH ASSOCIATION TULSA OK 74119	1870 SOUTH BOULDER	501C3	OPERATIONAL	5,000
OKLAHOMA CENTER FOR NONPR TULSA OK 74014	1145 S. UTICA AVE., STE.	501C3	OPERATIONAL	5,000
PARENT CHILD CENTER OF TU TULSA OK 74119	1421 SOUTH BOSTON AVE.	501C3	3RD & FINAL PMT OF A 3 YEAR PLEDGE	4,000
PLOWSHARES INSTITUTE SIMSBURY CT 06070	PO BOX 243	501C3	OPERATIONAL	5,000
ST. SIMEON'S EPISCOPAL HO TULSA OK 74106	3701 N. CINCINNATI	501C3	OPERATIONAL	2,000
TULSA BALLET TULSA OK 74105	1212 E. 45TH PL.	501C3	OPERATIONAL	3,000
TULSA CHILDRENS MUSEUM TULSA OK 74170	PO BOX 701620 JAMIE OLIPHANT,	501C3	SUPPORT 2 TRAVELING EXHIBITS	15,000
TULSA DAY CENTER FOR THE TULSA OK 74103	415 WEST ARCHER	501C3	OPERATIONAL	1,000
TULSA GLASS BLOWING STUDI TULSA OK 74101	19 E. BRADY	501C3	YOUTH AT RISK PROGRAM OPERATIONS	2,500
TULSA ZOO FRIENDS, INC. TULSA OK 74115	6421 EAST 36TH STREET NOR	501C3	OPERATIONAL	5,000

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
UNIVERSITY OF TULSA FOUND TULSA OK 74104	800 S. TUCKER DR.	501C3	2010 GRANT - SCHOLARSHIPS	6,000
YOUTH AT HEART TULSA OK 74153	P. O. BOX 35798	501C3	OPERATIONAL	5,000
YOUTH SERVICES OF TULSA TULSA OK 74120	311 S. MADISON	501C3	OPERATIONAL	5,000
BRANDON WEBB'S K FOUNDATI FLORENCE KY 41042	73 CAVALIER BLVD., STE.	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	5,000
TULSA ZOO FRIENDS, INC. TULSA OK 74115	6421 EAST 36TH STREET NOR	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	2,375
TULSA ZOO FRIENDS, INC. TULSA OK 74115	6421 EAST 36TH STREET NOR	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	550
CROSSTOWN LEARNING CENTER TULSA OK 74110	2501 E. ARCHER ST.	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	2,140
ST. ANN SCHOOL NASHVILLE TN 37209	5105 CHARLOTTE AVENUE	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	5,000
PLOWSHARES INSTITUTE SIMSBURY CT 06070	PO BOX 243	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	5,000
PLANNED PARENTHOOD TULSA OK 74120	1007 S. PEORIA AVE.	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	5,000
OKLAHOMA CENTENNIAL BOTAN TULSA OK 74105	4115 S. LEWIS AVE.	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	1,000
TULSA ZOO FRIENDS, INC. TULSA OK 74115	6421 EAST 36TH STREET NOR	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	1,075
TULSA BOYS' HOME TULSA OK 74101	PO BOX 1101	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	1,000
BIT-BY-BIT OOLAGAH OK 74053	16544 A S. HWY. 169	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	2,000
RIVERFIELD COUNTRY DAY SC TULSA OK 74132	2433 W. 61ST ST.	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	2,000
CROSSTOWN LEARNING CENTER TULSA OK 74110	2501 E. ARCHER ST.	501C3	DISCRETIONARY GRANT - GENERAL OPERAT	2,500
TOTAL				150,342

Form **8868** (Rev January 2011)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- 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	Name of exempt organization	Employer identification number
File by the due date for filing your return See instructions	THE CUESTA FOUNDATION, INC.	73-6091550
	Number, street, and room or suite no If a P O box, see instructions 2932 NW 122ND STREET D	
	City, town or post office, state, and ZIP code For a foreign address, see instructions OKLAHOMA CITY OK 73120-1955	

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-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 ▶ FOUNDATION MANAGEMENT INC 2932 NW 122 SUITE D OKLAHOMA CITY OK 73120-1955

  Telephone No ▶ 405-755-5571 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 08/15/11 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2010 or

▶ [ ] tax year beginning , and ending

2 If this 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	$ 0
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	$ 8,575
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	$ 0

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

- 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 THE CUESTA FOUNDATION, INC.	Employer identification number 73-6091550
	Number, street, and room or suite no If a P.O. box, see instructions 2932 NW 122ND STREET D	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions OKLAHOMA CITY OK 73120-1955	

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 ▶ FOUNDATION MANAGEMENT 2932 NW 122ND ST., STE D, OKC OK 73120
  Telephone No. ▶ 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 11/15/11 .

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 NEEDED IN WHICH TO GATHER AND ASSEMBLE ALL INFORMATION NECESSARY TO PREPARE AND FILE A COMPLETE AND ACCURATE 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	$ 8,575
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	$ 8,575
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	$ 0

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 ▶ Mark [signature] Title ▶ CPA FOR THE TAXPAYER Date ▶ 08/09/11

DAA