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Amended

Form **990-PF**

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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation

A Employer identification number

76-0754268**QUAIL ROOST FOUNDATION**

B Telephone number (see page 10 of the instructions)

575-770-8247

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

Room/suite

PO BOX 2035

City or town, state, and ZIP code

EL PRADO**NM 87529**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

J Accounting method ☒ Cash ☐ Accrual

end of year (from Part II, col (c),

☐ Other (specify)line 16) **\$ 4,426,713** (Part I, column (d) must be on cash basis)E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

1,205,5262 Check ☐ if the foundation is not required to attach Schedule B

3 Interest on savings and temporary cash investments

6,676**6,676****6,676**

4 Dividends and interest from securities

85,180**85,180****85,180**

5a Gross rents

b Net rental income or (loss)

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

40,577

b Gross sales price for all assets on line 6a

1,262,003

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

40,577

8 Net short-term capital gain

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)

12 Total Add lines 1 through 11

1,337,959**132,433****91,856**

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

10,620**2,655****7,965**

15 Pension plans, employee benefits

305**77****228**

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions)

STMT 1**792****485****10**

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

3,468**3,468**

22 Printing and publications

23 Other expenses (attach schedule)

STMT 2**33,574****25,663****7,911**

24 Total operating and administrative expenses.

Add lines 13 through 23

48,759**28,880****0****19,582**

25 Contributions, gifts, grants paid

162,350**162,350**

26 Total expenses and disbursements Add lines 24 and 25

211,109**28,880****0****181,932**

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

1,126,850

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

103,553

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

91,856

Operating and Administrative Expenses

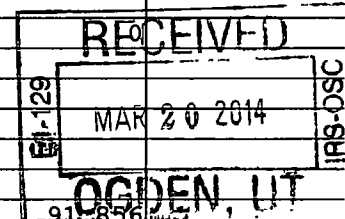
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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	794,542	311,947	311,947
	3 Accounts receivable ▶ Less allowance 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	297		
	10a Investments—U S and state government obligations (attach schedule) STMT 3	38,829	39,313	42,508
	b Investments—corporate stock (attach schedule) SEE STMT 4	1,740,862	3,213,662	3,546,909
	c Investments—corporate bonds (attach schedule) SEE STMT 5	379,839	519,450	525,349
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,954,369	4,084,372	4,426,713
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 ▶ SEE STATEMENT 6)	2,045	5,198	
	23 Total liabilities (add lines 17 through 22)	2,045	5,198	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,952,324	4,079,174	
	30 Total net assets or fund balances (see page 17 of the instructions)	2,952,324	4,079,174	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,954,369	4,084,372	
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	2,952,324	
2	Enter amount from Part I, line 27a	2	1,126,850	
3	Other increases not included in line 2 (itemize) ▶	3		
4	Add lines 1, 2, and 3	4	4,079,174	
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	4,079,174	

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(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) FMV 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	40,577
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	-11,887

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	215,609	1,866,678	0.115504
2008	93,915	1,863,504	0.050397
2007	88,677	1,969,396	0.045028
2006	74,000	657,352	0.112573
2005	52,500	308,936	0.169938

2 Total of line 1, column (d)	2	0.493440
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	0.098688
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,005,542
5 Multiply line 4 by line 3	5	395,299
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,036
7 Add lines 5 and 6	7	396,335
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	181,932

Form 990-PF (2010) **QUAIL ROOST FOUNDATION****76-0754268**Page **4****Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	2,071
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, 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	2,071
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	2,071
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,367
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	2,367
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	7
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	289
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 289 Refunded	11	

Part VII-A Statements Regarding Activities

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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► FRED L. DOERR PO BOX 2035 Located at ► EL PRADO	Telephone no ► 575-613-6990 NM ZIP+4 ► 87529		
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	► <input type="checkbox"/>	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	5b	X
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 8				

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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(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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Form 990-PF (2010) **QUAIL ROOST FOUNDATION****76-0754268**Page **8****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	3,433,454
b	Average of monthly cash balances	1b	633,086
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	4,066,540
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	4,066,540
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	60,998
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,005,542
6	Minimum investment return. Enter 5% of line 5	6	200,277

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	200,277
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,071
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,071
3	Distributable amount before adjustments Subtract line 2c from line 1	3	198,206
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	198,206
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	198,206

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	181,932
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	181,932
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	181,932

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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Form 990-PF (2010) **QUAIL ROOST FOUNDATION****76-0754268**Page **9****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				198,206
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005	37,348			
b From 2006	41,905			
c From 2007				
d From 2008	1,737			
e From 2009	122,979			
f Total of lines 3a through e	203,969			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 181,932				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				181,932
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))	16,274			16,274
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	187,695			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	21,074			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	166,621			
10 Analysis of line 9				
a Excess from 2006	41,905			
b Excess from 2007				
c Excess from 2008	1,737			
d Excess from 2009	122,979			
e Excess from 2010				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling					
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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))	
KERRY HEUBECK	\$1,205,384
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 <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a The name, address, and telephone number of the person to whom applications should be addressed	
N/A	
b The form in which applications should be submitted and information and materials they should include	
N/A	
c Any submission deadlines	
N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	
N/A	

Form 990-PF (2010) **QUAIL ROOST FOUNDATION****76-0754268**Page **11****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 9				162,350
Total			▶ 3a	162,350
b Approved for future payment N/A				
Total			▶ 3b	

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

QUAIL ROOST FOUNDATION**76-0754268**

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 foundationCheck 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)

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page **1** of **1** of Part I

Name of organization

Employer identification number

QUAIL ROOST FOUNDATION**76-0754268****Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	KERRY HEUBECK PO BOX 2035 EL PRADO NM 87529	\$ 1,205,526	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) * CALL HON JUN 00046.00	P	06/21/10	01/14/10
(2) * CALL CAT NOV 00085.00	P	11/22/10	09/27/10
(3) * CALL TSW MAR 00045.00	P	03/16/10	11/23/09
(4) * CALL GIS JUL 00075.00	P	04/20/10	02/19/10
(5) * CALL PEP JUL 00067.50	P	07/19/10	01/15/10
(6) * CALL AMT OCT 00050.00	P	08/24/10	03/03/10
(7) * CALL DGX MAY 00065.00	P	05/24/10	01/14/10
(8) * CALL JNJ JAN 0065	P	01/19/10	08/20/09
(9) * CALL SPJ JAN 0050	P	01/19/10	11/05/09
(10) * CALL TSW SEP 00050.00	P	04/07/10	03/16/10
(11) * CALL APA JUL 00125.00	P	07/19/10	03/03/10
(12) AMERICAN TOWER CORP CL A	P	12/28/09	08/24/10
(13) APACHE CORP	P	12/28/09	11/12/10
(14) COLGATE PALMOLIVE	P	09/09/09	08/11/10
(15) DEVRY INC DEL	P	04/14/09	04/07/10

(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) 525			525
(2) 620			620
(3) 1,530		316	1,214
(4) 390		110	280
(5) 330			330
(6) 285		180	105
(7) 293			293
(8) 230			230
(9) 285			285
(10) 1,324		1,200	124
(11) 250			250
(12) 4,623		4,345	278
(13) 10,933		10,470	463
(14) 7,674		7,157	517
(15) 6,540		4,306	2,234

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)			525
(2)			620
(3)			1,214
(4)			280
(5)			330
(6)			105
(7)			293
(8)			230
(9)			285
(10)			124
(11)			250
(12)			278
(13)			463
(14)			517
(15)			2,234

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name QUAIL ROOST FOUNDATION	Employer Identification Number 76-0754268
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(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) FMC CORP COM NEW	P	06/02/10	08/24/10
(2) FMC CORP COM NEW	P	08/11/10	08/24/10
(3) GENERAL MILLS	P	08/24/10	09/10/10
(4) HEWLETT PACKARD CO DEL	P	08/24/10	11/12/10
(5) LABORATORY CP AMER HLDGS	P	08/03/10	08/24/10
(6) NIKE INC CL B	P	09/09/09	08/24/10
(7) OMNICOM GROUP COM	P	08/24/10	09/28/10
(8) PHARM PROD DEV INC	P	08/24/10	09/28/10
(9) QUALCOMM INC	P	05/11/10	08/24/10
(10) ROCKWELL AUTOMATION INC	P	12/10/09	05/11/10
(11) ROCKWELL AUTOMATION INC	P	12/28/09	05/11/10
(12) TENARIS S A ADR	P	09/25/09	04/07/10
(13) TORCHMARK CORP COM	P	09/09/09	02/23/10
(14) TORCHMARK CORP COM	P	12/28/09	02/23/10
(15) UNITED TECHS CORP COM	P	09/09/09	04/20/10

(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) 18,408		18,183	225
(2) 6,136		6,127	9
(3) 18,509		17,750	759
(4) 25,359		23,195	2,164
(5) 15,106		15,090	16
(6) 21,073		16,573	4,500
(7) 11,854		10,658	1,196
(8) 12,044		11,774	270
(9) 7,646		7,572	74
(10) 12,108		9,444	2,664
(11) 6,054		4,733	1,321
(12) 26,903		21,121	5,782
(13) 9,060		8,489	571
(14) 4,530		4,380	150
(15) 14,859		12,249	2,610

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			225
(2)			9
(3)			759
(4)			2,164
(5)			16
(6)			4,500
(7)			1,196
(8)			270
(9)			74
(10)			2,664
(11)			1,321
(12)			5,782
(13)			571
(14)			150
(15)			2,610

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) UNITED TECHS CORP COM	P	12/28/09	04/20/10
(2) YUM BRANDS INC	P	09/09/09	05/11/10
(3) YUM BRANDS INC	P	09/09/09	08/24/10
(4) YUM BRANDS INC	P	12/28/09	08/24/10
(5) CALL DV MAY 00065.00	P	04/07/10	01/15/10
(6) CALL ROK JUL 00060.00	P	05/11/10	03/03/10
(7) APPLE INC	P	06/16/10	08/24/10
(8) CHEVRON CORP	P	12/28/09	08/24/10
(9) CAMERON INTL CORP	P	02/23/10	05/03/10
(10) COLGATE PALMOLIVE	P	12/28/09	08/24/10
(11) COLGATE PALMOLIVE	P	04/20/10	08/24/10
(12) DISNEY (WALT) CO COM STK	P	08/11/10	08/24/10
(13) EXPRESS SCRIPTS INC COM	P	05/11/10	08/24/10
(14) GOLDMAN SACHS GROUP INC	P	09/09/09	05/03/10
(15) GOLDMAN SACHS GROUP INC	P	02/23/10	05/03/10

(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) 7,429		7,016	413
(2) 12,663		10,066	2,597
(3) 4,178		3,355	823
(4) 8,357		7,038	1,319
(5) 330		620	-290
(6) 615		1,022	-407
(7) 12,064		13,321	-1,257
(8) 7,443		7,749	-306
(9) 19,126		20,438	-1,312
(10) 7,549		8,281	-732
(11) 7,549		8,423	-874
(12) 22,718		24,083	-1,365
(13) 18,088		20,750	-2,662
(14) 14,946		16,938	-1,992
(15) 14,946		15,708	-762

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)			413
(2)			2,597
(3)			823
(4)			1,319
(5)			-290
(6)			-407
(7)			-1,257
(8)			-306
(9)			-1,312
(10)			-732
(11)			-874
(12)			-1,365
(13)			-2,662
(14)			-1,992
(15)			-762

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) GILEAD SCIENCES INC COM	P	11/11/09	05/11/10
(2) GILEAD SCIENCES INC COM	P	12/28/09	05/11/10
(3) INTEL CORP	P	10/20/09	08/24/10
(4) INTEL CORP	P	12/28/09	08/24/10
(5) JPMORGAN CHASE & CO	P	11/11/09	08/24/10
(6) JPMORGAN CHASE & CO	P	12/28/09	08/24/10
(7) JPMORGAN CHASE & CO	P	03/10/10	08/24/10
(8) JOHNSON AND JOHNSON COM	P	12/28/09	08/03/10
(9) KENNAMETAL INC	P	01/14/10	08/24/10
(10) KENNAMETAL INC	P	05/11/10	08/24/10
(11) ORACLE CORP \$0.01 DEL	P	12/28/09	06/16/10
(12) PNC FINCL SERVICES GROUP	P	05/03/10	08/24/10
(13) QUALCOMM INC	P	01/14/10	08/24/10
(14) QUALCOMM INC	P	04/20/10	08/24/10
(15) ROYAL DUTCH SHEL PLC	P	09/25/09	02/23/10

(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) 7,938		9,400	-1,462
(2) 3,969		4,326	-357
(3) 11,113		12,120	-1,007
(4) 7,409		8,091	-682
(5) 14,633		17,568	-2,935
(6) 3,658		4,166	-508
(7) 3,658		4,311	-653
(8) 5,930		6,485	-555
(9) 12,519		14,221	-1,702
(10) 2,504		3,101	-597
(11) 4,632		4,977	-345
(12) 20,418		27,293	-6,875
(13) 11,469		14,528	-3,059
(14) 7,646		8,603	-957
(15) 15,776		16,936	-1,160

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-1,462
(2)			-357
(3)			-1,007
(4)			-682
(5)			-2,935
(6)			-508
(7)			-653
(8)			-555
(9)			-1,702
(10)			-597
(11)			-345
(12)			-6,875
(13)			-3,059
(14)			-957
(15)			-1,160

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) ROYAL DUTCH SHELL PLC	P	12/28/09	02/23/10
(2) STATE STREET CORP	P	09/09/09	08/24/10
(3) STATE STREET CORP	P	12/28/09	08/24/10
(4) SCHLUMBERGER LTD	P	05/03/10	08/24/10
(5) SCHLUMBERGER LTD	P	05/11/10	08/24/10
(6) US BANCORP (NEW)	P	10/20/09	08/24/10
(7) US BANCORP (NEW)	P	12/28/09	08/24/10
(8) US BANCORP (NEW)	P	04/07/10	08/24/10
(9) WAL-MART STORES INC	P	12/28/09	08/24/10
(10) XILINX INC	P	12/28/09	01/14/10
(11) AMERICAN TOWER CORP CL A	P	04/28/09	08/24/10
(12) APACHE CORP	P	09/09/09	11/12/10
(13) CHEVRON CORP	P	10/14/08	08/24/10
(14) CISCO SYSTEMS INC COM	P	03/14/07	04/20/10
(15) CISCO SYSTEMS INC COM	P	10/14/08	04/20/10

(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) 5,259		5,871	-612
(2) 10,591		15,725	-5,134
(3) 3,530		4,435	-905
(4) 16,756		21,094	-4,338
(5) 5,585		6,761	-1,176
(6) 12,799		14,201	-1,402
(7) 6,400		6,716	-316
(8) 2,133		2,677	-544
(9) 10,279		10,768	-489
(10) 2,395		2,514	-119
(11) 9,247		6,481	2,766
(12) 10,933		8,730	2,203
(13) 14,886		13,540	1,346
(14) 2,737		2,578	159
(15) 5,473		3,744	1,729

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-612
(2)			-5,134
(3)			-905
(4)			-4,338
(5)			-1,176
(6)			-1,402
(7)			-316
(8)			-544
(9)			-489
(10)			-119
(11)			2,766
(12)			2,203
(13)			1,346
(14)			159
(15)			1,729

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) CISCO SYSTEMS INC COM	P	12/02/08	04/20/10
(2) DEVRY INC DEL	P	02/24/09	04/07/10
(3) GENERAL MILLS	P	07/26/07	04/20/10
(4) INTL BUSINESS MACHINES	P	04/14/09	06/16/10
(5) ORACLE CORP \$0.01 DEL	P	10/14/08	06/16/10
(6) ORACLE CORP \$0.01 DEL	P	12/02/08	06/16/10
(7) PEPSICO INC	P	03/14/07	08/24/10
(8) QUEST DIAGNOSTICS INC	P	10/14/08	08/03/10
(9) QUEST DIAGNOSTICS INC	P	12/02/08	08/03/10
(10) TEVA PHARMACTCL INDS ADR	P	03/11/09	08/24/10
(11) ACE LIMITED	P	10/14/08	08/24/10
(12) ACE LIMITED	P	12/02/08	08/24/10
(13) WAL-MART STORES INC	P	02/13/09	08/24/10
(14) WISCONSIN ENERGY CORP	P	03/11/09	08/24/10
(15) XILINX INC	P	10/14/08	01/14/10

(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) 5,473		3,002	2,471
(2) 6,540		5,250	1,290
(3) 14,062		11,195	2,867
(4) 13,044		9,916	3,128
(5) 2,316		1,796	520
(6) 4,632		3,134	1,498
(7) 6,481		6,279	202
(8) 4,773		4,392	381
(9) 4,773		4,377	396
(10) 10,008		8,650	1,358
(11) 5,272		4,761	511
(12) 5,272		4,463	809
(13) 15,418		14,038	1,380
(14) 11,111		7,345	3,766
(15) 2,395		2,112	283

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)			2,471
(2)			1,290
(3)			2,867
(4)			3,128
(5)			520
(6)			1,498
(7)			202
(8)			381
(9)			396
(10)			1,358
(11)			511
(12)			809
(13)			1,380
(14)			3,766
(15)			283

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) XILINX INC	P	12/02/08	01/14/10
(2) JOHNSON AND JOHNSON COM	P	07/26/07	08/03/10
(3) JOHNSON AND JOHNSON COM	P	05/07/08	08/03/10
(4) MONSANTO CO NEW DEL COM	P	02/24/09	06/02/10
(5) MONSANTO CO NEW DEL COM	P	04/14/09	06/02/10
(6) CREDICORP LTD COM PV \$5	P	02/03/10	05/14/10
(7) ISHARES MSCI EMERGING	P	09/30/09	02/03/10
(8) POWERSHARES FTSE RAFI	P	09/30/09	02/03/10
(9) ISHARES MSCI BRIC INDEX	P	09/30/09	02/03/10
(10) ISHARES MSCI TURKEY INDE	P	09/30/09	02/03/10
(11) ISHARES MSCI TURKEY INDE	P	12/16/09	02/03/10
(12) ISHARES MSCI TURKEY INDE	P	12/24/09	02/03/10
(13) NATIONAL GRID PLC SP ADR	P	06/30/10	06/30/10
(14) SIEMENS AG	P	02/03/10	06/16/10
(15) TOYOTA MOTOR CORP ADR	P	02/03/10	02/05/10

(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) 7,185		4,527	2,658
(2) 5,930		6,123	-193
(3) 5,930		6,688	-758
(4) 4,985		7,694	-2,709
(5) 4,985		8,184	-3,199
(6) 4,194		3,946	248
(7) 197		196	1
(8) 2,727		2,698	29
(9) 433		419	14
(10) 2,288		2,026	262
(11) 1,144		1,049	95
(12) 2,002		1,843	159
(13) 276		276	
(14) 6,285		5,931	354
(15) 5,188		5,173	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)			2,658
(2)			-193
(3)			-758
(4)			-2,709
(5)			-3,199
(6)			248
(7)			1
(8)			29
(9)			14
(10)			262
(11)			95
(12)			159
(13)			
(14)			354
(15)			15

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) CHINA LIFE INS CO SP ADR	P	02/03/10	08/31/10
(2) EMPRESAS ICA SA DE CV	P	02/03/10	05/14/10
(3) ISHARES MSCI HONG KONG	P	12/16/09	02/03/10
(4) ISHARES MSCI HONG KONG	P	12/24/09	02/03/10
(5) ISHARES MSCI SINGAPORE	P	12/16/09	02/03/10
(6) ISHARES MSCI SINGAPORE	P	12/24/09	02/03/10
(7) ISHARES TR MSCI EAFE	P	12/16/09	02/03/10
(8) ISHARES TR MSCI EAFE	P	12/24/09	02/03/10
(9) ISHARES TR MSCI EAFE	P	12/16/09	02/03/10
(10) ISHARES TR MSCI EAFE	P	12/24/09	02/03/10
(11) ISHARES MSCI EMERGING	P	12/16/09	02/03/10
(12) ISHARES MSCI EMERGING	P	12/24/09	02/03/10
(13) ISHARES FTSE XINHUA HK	P	12/16/09	02/03/10
(14) ISHARES FTSE XINHUA HK	P	12/24/09	02/03/10
(15) POWERSHARES FTSE RAFI	P	09/30/09	02/03/10

(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) 4,907		5,664	-757
(2) 4,051		4,110	-59
(3) 634		674	-40
(4) 1,359		1,406	-47
(5) 295		313	-18
(6) 656		682	-26
(7) 1,705		1,805	-100
(8) 4,142		4,317	-175
(9) 5,446		5,656	-210
(10) 12,941		13,343	-402
(11) 986		1,042	-56
(12) 2,761		2,878	-117
(13) 836		908	-72
(14) 1,194		1,268	-74
(15) 10,231		11,239	-1,008

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			-757
(2)			-59
(3)			-40
(4)			-47
(5)			-18
(6)			-26
(7)			-100
(8)			-175
(9)			-210
(10)			-402
(11)			-56
(12)			-117
(13)			-72
(14)			-74
(15)			-1,008

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) POWERSHARES FTSE RAFI	P	12/16/09	02/03/10
(2) POWERSHARES FTSE RAFI	P	12/24/09	02/03/10
(3) SPDR S P WORLD EX US	P	09/30/09	02/03/10
(4) SPDR S P WORLD EX US	P	12/16/09	02/03/10
(5) SPDR S P WORLD EX US	P	12/24/09	02/03/10
(6) POWERSHARES FTSE RAFE	P	12/16/09	02/03/10
(7) POWERSHARES FTSE RAFE	P	12/24/09	02/03/10
(8) ISHARES MSCI BRIC INDEX	P	12/16/09	02/03/10
(9) ISHARES MSCI BRIC INDEX	P	12/24/09	02/03/10
(10) POWERSHARES INDIA ETF TR	P	09/30/09	02/03/10
(11) POWERSHARES INDIA ETF TR	P	12/16/09	02/03/10
(12) POWERSHARES INDIA ETF TR	P	12/24/09	02/03/10
(13) POWERSHARES MENA FRONTR	P	09/30/09	02/03/10
(14) POWERSHARES MENA FRONTR	P	12/16/09	02/03/10
(15) POWERSHARES MENA FRONTR	P	12/24/09	02/03/10

(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) 4,933		5,254	-321
(2) 11,145		11,546	-401
(3) 464		477	-13
(4) 5,009		5,229	-220
(5) 11,479		11,907	-428
(6) 1,091		1,148	-57
(7) 2,727		2,867	-140
(8) 4,370		4,684	-314
(9) 12,330		12,996	-666
(10) 1,380		1,381	-1
(11) 637		652	-15
(12) 1,274		1,327	-53
(13) 625		729	-104
(14) 312		334	-22
(15) 750		759	-9

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)			-321
(2)			-401
(3)			-13
(4)			-220
(5)			-428
(6)			-57
(7)			-140
(8)			-314
(9)			-666
(10)			-1
(11)			-15
(12)			-53
(13)			-104
(14)			-22
(15)			-9

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name QUAIL ROOST FOUNDATION	Employer Identification Number 76-0754268
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(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) SANOFI AVENTIS SPON ADR	P	02/03/10	02/24/10
(2) TAIWAN S MANUFCTRING ADR	P	02/03/10	02/05/10
(3) TELEFONICA SA SPAIN ADR	P	02/03/10	05/14/10
(4) ISHARES MSCI HONG KONG	P	10/10/08	02/03/10
(5) ISHARES MSCI SINGAPORE	P	10/10/08	02/03/10
(6) ISHARES TR MSCI EAFE	P	10/10/08	02/03/10
(7) ISHARES TR MSCI EAFE	P	10/10/08	02/03/10
(8) ISHARES MSCI EMERGING	P	10/10/08	02/03/10
(9) ISHARES FTSE XINHUA HK	P	10/10/08	02/03/10
(10) SPDR S P WORLD EX US	P	10/10/08	02/03/10
(11) ISHARES MSCI BRIC INDEX	P	10/10/08	02/03/10
(12) ALASKA AIR GROUP INC COM	P	01/15/10	04/21/10
(13) BJS WHOLESALE CLUB INC	P	08/14/09	06/07/10
(14) CHILDRENS PL RETL STIRS	P	08/14/09	02/01/10
(15) COMMUNITY HEALTH SYS NEW	P	11/16/09	06/07/10

(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) 3,993		4,139	-146
(2) 3,130		3,313	-183
(3) 4,456		5,769	-1,313
(4) 1,329		921	408
(5) 689		481	208
(6) 3,898		3,033	865
(7) 13,157		10,499	2,658
(8) 2,564		1,549	1,015
(9) 1,154		779	375
(10) 10,990		8,769	2,221
(11) 12,071		6,559	5,512
(12) 1,612		1,442	170
(13) 375		309	66
(14) 1,296		1,279	17
(15) 1,615		1,402	213

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			-146
(2)			-183
(3)			-1,313
(4)			408
(5)			208
(6)			865
(7)			2,658
(8)			1,015
(9)			375
(10)			2,221
(11)			5,512
(12)			170
(13)			66
(14)			17
(15)			213

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) CLIFFS NATURAL RESOURCES	P	09/10/10	10/12/10
(2) CRACKER BAREL OLD COUNTR	P	09/16/09	06/07/10
(3) DIGITAL RLTY TR INC	P	06/07/10	09/10/10
(4) DR PEPPER SNAPPLE GROUP	P	06/07/10	11/30/10
(5) ENSCO PLC-SPON ADR	P	03/11/10	04/21/10
(6) GAP INC DELAWARE	P	07/15/09	06/07/10
(7) GARMIN LTD (KAYMAN IS)	P	11/16/09	06/07/10
(8) GSI COMMERCE INC	P	06/16/09	03/09/10
(9) HOME PROPERTIES INC	P	09/16/09	05/11/10
(10) HEALTH MGMT ASSOCS INC A	P	07/15/09	06/07/10
(11) KENNAMETAL INC	P	06/07/10	09/10/10
(12) MARRIOTT INTL INC NEW A	P	06/07/10	11/30/10
(13) MICRON TECHNOLOGY INC	P	02/12/10	06/07/10
(14) NOBLE CORP NAMEN-AKT	P	06/07/10	07/13/10
(15) PACTIV CORPORATION	P	07/15/09	06/07/10

(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) 1,363		1,308	55
(2) 714		518	196
(3) 1,551		1,485	66
(4) 915		902	13
(5) 1,680		1,578	102
(6) 1,573		1,182	391
(7) 1,388		1,382	6
(8) 2,278		1,133	1,145
(9) 1,625		1,373	252
(10) 818		489	329
(11) 1,915		1,878	37
(12) 1,764		1,422	342
(13) 1,423		1,394	29
(14) 1,774		1,556	218
(15) 1,557		1,203	354

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)			55
(2)			196
(3)			66
(4)			13
(5)			102
(6)			391
(7)			6
(8)			1,145
(9)			252
(10)			329
(11)			37
(12)			342
(13)			29
(14)			218
(15)			354

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Name QUAIL ROOST FOUNDATION	Employer Identification Number 76-0754268
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(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) QEP RESOURCES INC SHS	P	06/07/10	10/11/10
(2) RENAISSANCERE HLDGS LTD	P	02/12/10	06/07/10
(3) QUESTAR CORP NPV	P	06/07/10	07/13/10
(4) RPM INTERNATIONAL INC	P	06/07/10	07/13/10
(5) SOUTHWEST AIRLNS CO	P	07/13/10	10/12/10
(6) SYBASE INC COM	P	11/16/09	06/07/10
(7) TEREX CORP DEL NEW COM	P	09/10/10	11/11/10
(8) VEECO INSTRUMENTS INC	P	06/07/10	10/12/10
(9) XL GROUP PLC SHS	P	06/07/10	07/13/10
(10) CENTURYTEL INC	P	11/16/09	03/11/10
(11) CONAGRA FOODS INC	P	03/11/10	11/30/10
(12) DEAN FOODS CO NEW	P	06/16/09	06/07/10
(13) DICKS SPORTING GOODS INC	P	06/07/10	09/10/10
(14) EQUINIX INC	P	01/20/10	09/10/10
(15) GLEACHER AND CO INC	P	02/12/10	08/09/10

(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) 1,511		1,491	20
(2) 1,638		1,537	101
(3) 826		764	62
(4) 1,114		1,091	23
(5) 1,624		1,504	120
(6) 2,187		1,377	810
(7) 2,356		1,941	415
(8) 2,596		2,293	303
(9) 2,029		1,876	153
(10) 1,386		1,390	-4
(11) 217		252	-35
(12) 652		1,116	-464
(13) 1,423		1,492	-69
(14) 951		1,029	-78
(15) 710		1,379	-669

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			20
(2)			101
(3)			62
(4)			23
(5)			120
(6)			810
(7)			415
(8)			303
(9)			153
(10)			-4
(11)			-35
(12)			-464
(13)			-69
(14)			-78
(15)			-669

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) JACK IN THE BOX INC	P	05/19/09	04/19/10
(2) KAR AUCTION SERVICES INC	P	04/21/10	06/07/10
(3) KULICKE&SOFFA INDUST	P	03/09/10	06/07/10
(4) KULICKE&SOFFA INDUST	P	03/09/10	08/09/10
(5) L-3 COMMNCTNS HLDGS	P	06/07/10	07/13/10
(6) MASSEY ENERGY CO COM	P	04/21/10	06/07/10
(7) MEADWESTVACO CORP	P	03/11/10	06/07/10
(8) J C PENNEY CO COM	P	06/16/09	06/07/10
(9) SYNEX CORP	P	12/11/09	06/07/10
(10) AMERICAN FINL GRP HLDGS	P	10/10/08	06/07/10
(11) AMERISOURCEBERGEN CORP	P	03/05/09	06/07/10
(12) CARDINAL HEALTH INC OHIO	P	03/05/09	03/11/10
(13) CABLEVISION NY GRP CL A	P	03/05/09	06/07/10
(14) DARDEN RESTAURANTS INC	P	04/20/09	04/21/10
(15) DST SYSTEMS INC DEL	P	01/20/09	06/07/10

(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) 1,059		1,098	-39
(2) 1,432		1,609	-177
(3) 295		331	-36
(4) 1,149		1,252	-103
(5) 1,448		1,608	-160
(6) 1,034		1,526	-492
(7) 1,353		1,513	-160
(8) 1,033		1,083	-50
(9) 129		142	-13
(10) 946		560	386
(11) 624		308	316
(12) 1,425		897	528
(13) 2,784		1,019	1,765
(14) 1,227		1,012	215
(15) 184		167	17

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			-39
(2)			-177
(3)			-36
(4)			-103
(5)			-160
(6)			-492
(7)			-160
(8)			-50
(9)			-13
(10)			386
(11)			316
(12)			528
(13)			1,765
(14)			215
(15)			17

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) ENDO PHARMACEUTCLS HLDGS	P	03/05/09	06/07/10
(2) FOREST LABS INC	P	03/05/09	03/11/10
(3) HERBALIFE LTD	P	10/10/08	02/12/10
(4) HERBALIFE LTD	P	10/10/08	06/07/10
(5) HERBALIFE LTD	P	03/05/09	06/07/10
(6) MADISON SQUARE GARDEN IN	P	03/05/09	10/11/10
(7) PETSMART INC	P	06/10/09	06/11/10
(8) PLATINUM UNDRWRITRS HLDG	P	10/10/08	06/07/10
(9) PLATINUM UNDRWRITRS HLDG	P	10/10/08	10/04/10
(10) QWEST COMM INTL INC COM	P	03/12/09	06/07/10
(11) VIRGIN MEDIA INC	P	01/20/09	02/12/10
(12) VIRGIN MEDIA INC	P	01/20/09	06/07/10
(13) VIRGIN MEDIA INC	P	01/20/09	07/14/10
(14) WINDSTREAM CORP	P	03/05/09	06/07/10
(15) WHITING PETROLEUM CORP	P	10/10/08	06/07/10

(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) 986		823	163
(2) 1,983		1,238	745
(3) 1,540		1,166	374
(4) 528		350	178
(5) 792		230	562
(6) 628		210	418
(7) 1,137		730	407
(8) 181		121	60
(9) 1,817		1,041	776
(10) 731		420	311
(11) 2,204		608	1,596
(12) 1,183		294	889
(13) 1,297		283	1,014
(14) 1,982		1,230	752
(15) 2,128		845	1,283

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			163
(2)			745
(3)			374
(4)			178
(5)			562
(6)			418
(7)			407
(8)			60
(9)			776
(10)			311
(11)			1,596
(12)			889
(13)			1,014
(14)			752
(15)			1,283

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) LAZARD LTD CL A	P	09/16/09	06/07/10
(2) MFB NORTHN FDS SMALL CAP GROWTH FUND	P	02/08/10	02/23/10
(3) MFCSPDR GOLD TR GOLD SHS	P	03/15/10	04/29/10
(4) PIMCO COMMODITY REALRETURN STRATEGY	P	03/15/10	05/14/10
(5) MFB NORTHN MID CAP INDEX FD FD	P	01/15/09	02/08/10
(6) MFB NORTHN FDS SMALL CAP GROWTH FUND	P	01/15/09	02/23/10
(7) MFO CREDIT SUISSE COMM RETURN PLUS	P	01/15/09	04/29/10
(8) PIMCO COMMODITY REALRETURN STRATEGY	P	04/06/09	04/29/10
(9) MFB NORTHN FUNDS EMERGING MKTS EQ IN	P	01/15/09	05/14/10
(10) PIMCO COMMODITY REALRETURN STRATEGY	P	04/06/09	05/14/10
(11) MFC SPDR GOLD TR GOLD SHS	P	01/05/10	01/07/10
(12) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	02/03/10
(13) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	03/03/10
(14) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	04/08/10
(15) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	05/07/10

(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) 1,105		1,330	-225
(2) 10,954		10,211	743
(3) 5,136		4,879	257
(4) 14,074		15,272	-1,198
(5) 11,071		15,514	-4,443
(6) 16,398		18,369	-1,971
(7) 8,598		12,115	-3,517
(8) 14,139		11,265	2,874
(9) 27,397		28,307	-910
(10) 10,539		8,735	1,804
(11) 4			4
(12) 4			4
(13) 3			3
(14) 10			10
(15) 8			8

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)			-225
(2)			743
(3)			257
(4)			-1,198
(5)			-4,443
(6)			-1,971
(7)			-3,517
(8)			2,874
(9)			-910
(10)			1,804
(11)			4
(12)			4
(13)			3
(14)			10
(15)			8

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name _____ Employer Identification Number _____

QUAIL ROOST FOUNDATION**76-0754268**

(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) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	06/04/10
(2) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	07/08/10
(3) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	08/04/10
(4) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	09/03/10
(5) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	10/04/10
(6) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	11/05/10
(7) MFC SPDR GOLD TR GOLD SHS	P	01/15/09	12/03/10
(8) ALTERA CORP COM	P	01/16/09	01/14/10
(9) MCKESSON CORPORATION COM	P	03/11/09	02/23/10
(10) MCKESSON CORPORATION COM	P	04/21/09	02/23/10
(11) GILEAD SCIENCES INC COM	P	11/11/09	05/14/10
(12) HALLIBURTON COMPANY	P	02/23/10	02/24/10
(13) NBTY INC	P	11/24/09	05/14/10
(14) ORACLE CORP \$0.01 DEL	P	01/14/10	06/16/10
(15) PETROLEO BRAS SA ADR	P	09/25/09	06/16/10

(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) 10			10
(2) 9			9
(3) 10			10
(4) 17			17
(5) 17			17
(6) 17			17
(7) 17			17
(8) 2,733		1,985	748
(9) 699		438	261
(10) 932		566	366
(11) 1,704		2,115	-411
(12) 2,697		2,729	-32
(13) 1,013		1,275	-262
(14) 417		457	-40
(15) 1,132		1,283	-151

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			10
(2)			9
(3)			10
(4)			17
(5)			17
(6)			17
(7)			17
(8)			748
(9)			261
(10)			366
(11)			-411
(12)			-32
(13)			-262
(14)			-40
(15)			-151

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) ARCH CAPITAL GRP LTD BM	P	02/13/09	02/23/10
(2) BROADCOM CORP CALIF CL A	P	10/10/08	08/05/10
(3) BROADCOM CORP CALIF CL A	P	10/10/08	08/26/10
(4) CVS CAREMARK CORP	P	10/10/08	01/14/10
(5) CHESAPEAKE ENERGY OKLA	P	10/10/08	06/30/10
(6) DEVON ENERGY CORP NEW	P	10/10/08	02/23/10
(7) HEWLETT PACKARD CO DEL	P	10/10/08	11/12/10
(8) MCKESSON CORPORATION COM	P	10/10/08	02/23/10
(9) ORACLE CORP \$0.01 DEL	P	10/10/08	06/16/10
(10) QUEST DIAGNOSTICS INC	P	10/10/08	08/03/10
(11) SALESFORCE COM INC	P	11/24/08	07/26/10
(12) SALESFORCE COM INC	P	11/24/08	11/12/10
(13) URS CORP NEW COM	P	10/10/08	03/10/10
(14) AVON PROD INC	P	10/10/08	11/12/10
(15) MONSANTO CO NEW DEL COM	P	10/10/08	12/31/10

(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) 1,816		1,600	216
(2) 925		360	565
(3) 2,396		1,080	1,316
(4) 1,831		1,501	330
(5) 1,984		1,333	651
(6) 2,445		2,175	270
(7) 1,691		1,547	144
(8) 1,224		828	396
(9) 1,436		1,029	407
(10) 716		608	108
(11) 2,386		636	1,750
(12) 576		132	444
(13) 2,789		1,355	1,434
(14) 1,549		1,560	-11
(15) 1,393		1,630	-237

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			216
(2)			565
(3)			1,316
(4)			330
(5)			651
(6)			270
(7)			144
(8)			396
(9)			407
(10)			108
(11)			1,750
(12)			444
(13)			1,434
(14)			-11
(15)			-237

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2010
For calendar year 2010, or tax year beginning , and ending		

Name

Employer Identification Number

QUAIL ROOST FOUNDATION**76-0754268**

(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) MCAFEE INC	P	04/28/09	06/16/10
(2) APPLESEED FD	P	12/23/10	03/03/10
(3) AMERICAN CENTURY INTERNATIONAL BOND	P	12/13/10	03/03/10
(4) CALVERT SOCIAL INVT BOND FUND CLASS	P	12/02/10	03/03/10
(5) DOMINI SOCIAL BOND FUND INVESTOR CLA	P	12/22/10	03/03/10
(6) DOMINI SOCIAL BOND FUND INVESTOR CLA	P	12/22/10	03/03/10
(7) PARNASSUS MID CAP FUND	P	11/19/10	03/03/10
(8) PARNASSUS SMALL CAP	P	11/19/10	03/03/10
(9) PAX WORLD HIGH YIELD FUND INDIVIDUAL	P	12/22/10	09/08/10
(10) PAX WORLD HIGH YIELD FUND INDIVIDUAL	P	12/22/10	09/08/10
(11) SEE ATTACHED			
(12)			
(13)			
(14)			
(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) 1,434		1,595	-161
(2) 358			358
(3) 25,963		26,000	-37
(4) 666		15	651
(5) 713			713
(6) 459			459
(7) 1,834		17	1,817
(8) 722		19	703
(9) 679			679
(10) 282			282
(11)			
(12)			
(13)			
(14)			
(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)			-161
(2)			358
(3)			-37
(4)			651
(5)			713
(6)			459
(7)			1,817
(8)			703
(9)			679
(10)			282
(11)			
(12)			
(13)			
(14)			
(15)			

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76-0754268
FYE 12/31/2010

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Federal Statements

Form 990-PF - General Footnote

Description

AMENDED RETURN EXPLANATION:

THE FORM 990-PF HAS BEEN AMENDED TO CORRECT THE FOLLOWING INFORMATION:

PAGE 6, PART VII-B, LINE 5C:

THE BOX IS NOW CORRECTLY CHECKS AS "YES".

FORM 4720 ATTACHMENT:

THE POSITION OF THE TAXPAYER IS THAT ALL GRANTS WERE MADE WITH NONTAXABLE INTENTIONS AND UNDERSTANDINGS. EXPENDITURE RESPONSIBILITY IS NOW COMPLETE WITH THE INCLUSION OF THE ATTACHED REPORTS. THE TAXPAYER IS NOT INCLUDING ANY INITIAL EXCISE TAX ON THE FORM 4720 BECAUSE IT FEELS IT HAS REASONABLE CAUSE FOR ABATEMENT OF ANY ASSESSED TIER 1 TAXES.

ATTACHMENT TO RETURN:

REQUIRED EXPENDITURE RESPONSIBILITY REPORTS WERE INADVERTENTLY OMITTED FROM THE ORIGINAL RETURN. THEY ARE NOW ATTACHED.

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAXES	\$ 782	\$ 485	\$	\$
LICENSES	10			10
TOTAL	\$ 792	\$ 485	\$ 0	\$ 10

Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
DUES/SUBS	495			495
INSURANCE	675			675
MISC. EXPENSE	12			12
ML INVESTMENT MANAGEMENT FEES	13,934	13,934		
NICS INVESTMENT MGMT. FEES	8,903	8,903		
NORTHERN TRUST INVESTMENT MAN	2,826	2,826		
POSTAGE	237			237
MEETINGS	2,277			2,277
CONFERENCES	4,215			4,215
TOTAL	\$ 33,574	\$ 25,663	\$ 0	\$ 7,911

Statement 3 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US TRSRY INFLATION BOND (01/15/28)	\$ 38,829	\$ 39,313	COST	\$ 42,508
TOTAL	\$ 38,829	\$ 39,313		\$ 42,508

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
ABB LTD	1,584	6,659	COST	7,970
ACE LIMITED	4,463	9,872	COST	12,450
ACE LIMITED	4,761	4,887	COST	6,225
ACE LIMITED	5,023		COST	
AFFILIATED MANAGERS GRP	2,284	2,284	COST	3,969
ALLERGAN INC	1,533	1,533	COST	2,678
ALTERA CORP	1,985		COST	
AMERICA MOVIL SAB DE CV	1,040	19,266	COST	22,936
AMERICAN BOND FUND OF AMERICA CL A	143,492	162,629	COST	173,720
AMERICAN CAP WORLD BD FD SBI	149,204	155,331	COST	156,744
AMERICAN FINL GRP HLDGS	1,407	847	COST	1,711
AMERICAN HIGH INCOME TR SBI	104	104	COST	113
AMERICAN TOWER CORP CL A	6,481		COST	
AMERICAN TOWER CORP CL A	4,345		COST	
AMERISOURCEBERGEN CORP	1,231	924	COST	2,047
APACHE CORP	8,730		COST	
APACHE CORP	10,470		COST	
ARCH CAPITAL GRP LTD	1,600		COST	
AVON PROD INC	1,560		COST	
BJS WHOLESALE CLUB INC	1,234	926	COST	1,437
BROADCOM CORP CALIF CL A	1,440		COST	
CABLEVISION NY GRP CL A	1,229		COST	
CARDINAL HEALTH INC OHIO	897	25,789	COST	30,648
CELGENE CORP		2,676	COST	2,661
CENTURYTEL INC	1,390		COST	
CHESAPEAKE ENERGY OKLA	1,333		COST	
CHEVRON CORP	13,540		COST	
CHEVRON CORP	7,749		COST	
CHILDRENS PL RETL STRS	1,279		COST	
CHINA PETE CHEM SPN ADR	1,284	4,749	COST	5,741
CISCO SYSTEMS INC COM	3,002		COST	
CISCO SYSTEMS INC COM	2,578		COST	
CISCO SYSTEMS INC COM	3,744		COST	
COLGATE PALMOLIVE	7,157		COST	
COLGATE PALMOLIVE	8,281		COST	
COMMUNITY HEALTH SYS NEW	1,402		COST	
COSTCO WHOLESALE CRP DEL	1,963	21,902	COST	28,884

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
COVIDIEN PLC SHS	\$ 1,990	\$ 26,445	COST	\$ 31,962
COVIDIEN PLC SHS	702	2,692	COST	2,740
CRACKER BAREL OLD COUNTRY STORE	1,381	863	COST	1,369
CVS CAREMARK CORP	1,501		COST	
DANAHER CORP		2,075	COST	3,585
DANAHER CORP	2,075		COST	
DARDEN RESTAURANTS	1,012		COST	
DEAN FOODS CO NEW	1,116		COST	
DEVON ENERGY CORP NEW	2,175		COST	
DEVRY INC DEL	5,250		COST	
DEVRY INC DEL	4,306		COST	
DIGITAL RLTY TR INC		17,351	COST	15,462
DISCOVERY COMMUNICATN INC SERIES A	1,008		COST	
DST SYSTEMS INC	1,540	1,372	COST	1,818
ENDO PHARMACEUTCLS HLDGS	823		COST	
FOREST LABS INC	1,238		COST	
GAP INC DELAWARE	1,182		COST	
GARMIN LTD (KAYMAN IS)	1,382		COST	
GENERAL MILLS	11,195		COST	
GILEAD SCIENCES INC COM	9,400		COST	
GILEAD SCIENCES INC COM	4,326		COST	
GILEAD SCIENCES INC COM	2,115		COST	
GOLDMAN SACHS GROUP INC	16,938		COST	
GOODRICH CORPORATION	1,255	1,255	COST	3,611
GOOGLE INC CL A	1,319	1,319	COST	2,376
GSI COMMERCE INC	1,133		COST	
HEALTH MGMT ASSOCS	1,159	670	COST	1,240
HERBALIFE LTD	1,516	332	COST	1,778
HERBALIFE LTD	562		COST	
HEWLETT PACKARD CO DEL	1,547		COST	
HOME PROPERTIES INC	1,373		COST	
HONEYWELL INTL INC DEL	1,610	19,526	COST	26,580
HONEYWELL INTL INC DEL	11,574	1,610	COST	2,817
HONEYWELL INTL INC DEL	7,952		COST	
INTEL CORP	12,120		COST	
INTEL CORP	8,091		COST	
INTL BUSINESS MACHINES CORP IBM	9,916		COST	

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INTL BUSINESS MACHINES CORP IBM	\$ 13,198		COST	\$
INTUIT INC	1,719	1,719	COST	3,007
ISHARES FTSE XINHUA HK CHINA 25 INDE	2,955		COST	
ISHARES MSCI BRIC INDEX	24,658		COST	
ISHARES MSCI EMERGING MKTS INDEX FUN	5,665		COST	
ISHARES MSCI HONG KONG INDEX FUND	3,001		COST	
ISHARES MSCI SINGAPORE INDEX FUND	1,476		COST	
ISHARES MSCI TURKEY INDE FD	4,919		COST	
ISHARES TR MSCI EAFE GROWTH INDEX FU	29,498		COST	
ISHARES TR MSCI EAFE VALUE INDEX FUN	9,155		COST	
JACK IN THE BOX INC	1,098		COST	
JC PENNEY CO	1,083		COST	
JOHNSON AND JOHNSON COM	6,123		COST	
JOHNSON AND JOHNSON COM	6,688		COST	
JOHNSON AND JOHNSON COM	6,485		COST	
JPMORGAN CHASE & CO	17,568		COST	
JPMORGAN CHASE & CO	4,166		COST	
LAZARD LTD CL A	1,330		COST	
MARATHON OIL CORP		20,210	COST	22,218
MCAFEE INC	1,595		COST	
MCKESSON CORPORATION COM	828		COST	
MCKESSON CORPORATION COM	438		COST	
MCKESSON CORPORATION COM	566		COST	
MFB NORTHER GLOBAL SUSTAINABILITY IN	99,943	113,745	COST	122,813
MFB NORTHERN EMERGING MARKETS EQUITY	70,324	122,168	COST	158,870
MFB NORTHERN FDS GLOBAL REAL ESTATE	45,862	45,862	COST	29,283
MFB NORTHERN FDS GROWTH EQUITY FD	78,749		COST	
MFB NORTHERN FDS LARGE CAP	88,216	88,216	COST	66,989
MFB NORTHERN FDS MULTI-MANAGER GLOBA	7,498	13,530	COST	14,372
MFB NORTHERN FDS SMALL CAP	18,369	35,817	COST	42,958
MFB NORTHERN FUNDS STK INDEX FD	67,539	206,019	COST	242,456
MFB NORTHERN INTL EQUITY INDEX FD	138,158	143,810	COST	120,776
MFB NORTHERN MID CAP INDEX FD	46,497	40,981	COST	43,480
MICROSOFT CORP	8,196	33,459	COST	36,283
MICROSOFT CORP	6,198		COST	
MONSANT CO NEW DEL COM	1,630	1,630	COST	1,393
MONSANT CO NEW DEL COM	7,694		COST	

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MONSANT CO NEW DEL COM	\$ 8,184		COST	\$
MYLAN INC	829	1,388	COST	2,092
NBTY INC	1,275		COST	
NIKE INC CL B	16,573		COST	
ORACLE CORP	1,029		COST	
ORACLE CORP	3,134		COST	
ORACLE CORP	1,796		COST	
ORACLE CORP	4,977		COST	
PACKAGING CORP AMERICA	1,319	1,943	COST	2,351
PACTIV CORPORATION	1,203		COST	
PEPSICO INC	6,712	19,506	COST	19,599
PEPSICO INC	6,279		COST	
PEPSICO INC	6,104		COST	
PETROLEO BRAS SA ADR	1,283		COST	
PETSMART INC	1,526	1,526	COST	2,987
PETSMART INC	1,731	1,001	COST	1,911
PHARMERICA CORP	884	884	COST	641
PLATINUM UNDRWRITRS HLDG	1,162		COST	
POWERSHARES FTSE RAFI EMRGIN	6,712		COST	
POWERSHARES FTSE RAFI DEVELOPMENT	28,039		COST	
POWERSHARES INDIA ETF TR	3,360		COST	
POWERSHARES MENA FRONTR	1,822		COST	
PRICE T ROWE GROUP INC		18,026	COST	25,816
PRINCIPAL FINANCIAL GROUP	1,406	1,406	COST	1,954
QUEST DIAGNOSTICS INC	4,392		COST	
QUEST DIAGNOSTICS INC	4,377		COST	
QUEST DIAGNOSTICS INC	608		COST	
QWEST COMM INTL INC	420		COST	
ROCKWELL AUTOMATION INC	9,443	1,407	COST	1,793
ROCKWELL AUTOMATION INC	4,733		COST	
ROYAL DUTCH SHELL PLC SPONS ADR B	16,936		COST	
ROYAL DUTCH SHELL PLC SPONS ADR B	5,871		COST	
SALESFORCE COM INC	1,165	397	COST	1,980
SCHLUMBERGER LTD		18,007	COST	25,050
SILGAN HLDGS INC	381	885	COST	1,289
SILGAN HLDGS INC	504		COST	
SPDR S P WORLD EX US	26,383		COST	

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
SPIRIT AEROSYSTEMS HLDGS INC	1,173	1,260	COST	1,873
STATE STREET CORP	15,725		COST	
STATE STREET CORP	4,435		COST	
SYBASE INC	1,377		COST	
SYNNEX CORP	1,416	1,274	COST	1,404
TENARIS S A ADR	21,121	4,964	COST	5,388
TEVA PHARMACTCL INDS ASR	8,650	6,659	COST	5,995
TORCHMARK CORP	8,489		COST	
TORCHMARK CORP	4,380		COST	
UNITED TECHS CORP COM	12,249	19,889	COST	23,616
UNITED TECHS CORP COM	7,016		COST	
URBAN OUTFITTERS INC	2,018	2,018	COST	2,328
URS CORP NEW	1,355		COST	
US BANCORP NEW	14,201		COST	
US BANCORP NEW	6,716		COST	
VIRGIN MEDIA INC	1,185		COST	
WALMART STORES INC	14,038		COST	
WALMART STORES INC	10,768		COST	
WHITING PETROLEUM CORP	1,352	507	COST	1,758
WINDSTREAM CORP	1,230	2,250	COST	2,788
WISCONSIN ENERGY CORP	7,345	8,793	COST	11,772
WISCONSIN ENERGY CORP	3,807		COST	
WISCONSIN ENERGY CORP	4,986		COST	
XILINX INC	4,527		COST	
XILINX INC	2,112		COST	
XILINX INC	2,514		COST	
YUM BRANDS INC	13,421		COST	
YUM BRANDS INC	7,038		COST	
AFLAC INC		13,575	COST	16,929
AMER EXPRESS COMPANY		7,933	COST	8,584
AMERICAN WTR WKS CO INC		13,223	COST	15,174
ARCHER DANIELS MIDLD		26,044	COST	24,064
AUTOMATIC DATA PROC		13,623	COST	13,884
BAKER HUGHES INC		19,635	COST	22,868
CARNIVAL CORP PAIRED SHS		15,499	COST	18,444
CATERPILLAR INC DEL		26,981	COST	37,464
ENBRIDGE INC		9,930	COST	11,280

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
GENUINE PARTS CO		17,064	COST	20,536
CORP IBM		25,737	COST	29,352
MCDONALDS CORP		21,841	COST	23,028
NOVARTIS ADR		20,083	COST	23,580
PRAXAIR INC		8,694	COST	9,547
SAP AG SHS		17,595	COST	20,244
TARGET CORP		10,882	COST	12,026
UNITED PARCEL SVS		25,656	COST	29,032
WALGREEN CO		25,180	COST	35,064
BAIDU INC SPON ADR		4,453	COST	9,653
BANCO BRADESCO S A ADR		6,139	COST	7,487
BANCO SANTANDER SA ADR		6,646	COST	4,952
BARRICK GOLD CORPORATION		4,857	COST	7,179
BCE INC		5,799	COST	6,737
CANADIAN PACIFIC RAILWAY		4,041	COST	4,537
CHINA MOBILE LTD SPN ADR		4,161	COST	4,218
COMPANHIA ENERG DE ADR		5,433	COST	5,475
COPA HOLDINGS S A CL A		5,584	COST	6,472
ENBRIDGE INC COM		4,050	COST	5,076
FOMENTO ECNMCO MEX SPADR		4,919	COST	6,431
GRUPO TELEVISA SA ADR		3,321	COST	4,278
HSBC HLDG PLC ADR		6,475	COST	6,890
ICICI BANK LTD SPD ADR		4,970	COST	6,836
INFOSYS TECH LTD ADR		3,004	COST	4,565
MAGNA INTL INC CL A VTG		4,736	COST	8,840
NATIONAL GRID PLC SP ADR		3,025	COST	2,885
NOVARTIS ADR		4,112	COST	4,421
POTASH CORP SASKATCHEWAN		5,952	COST	8,516
PRUDENTIAL PLC ADR		6,634	COST	7,092
RESEARCH IN MOTION LTD		4,056	COST	3,488
ROYAL DUTCH SHELL PLC		4,257	COST	5,009
SONY CORP ADR NEW		5,741	COST	5,892
SYNCENTA AG ADR		3,166	COST	3,527
TORONTO DOMINION BANK		6,537	COST	8,174
VALE SA		5,842	COST	7,433
ABB LTD		1,584	COST	2,492
ADOBE SYS DEL		2,768	COST	2,616

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
AMERICA MOVIL SAB DE CV		1,040	COST	1,892
BORG WARNER INC COM		2,068	COST	3,256
CHINA PETE CHEM SPN ADR		1,284	COST	1,435
CORNING INC		2,019	COST	2,125
COSTCO WHOLESALE CRP DEL		1,963	COST	2,455
DIGITAL RLTY TR INC		2,031	COST	2,062
DISCOVERY COMMUNICATION		1,008	COST	3,795
FIRST SOLAR INC		2,558	COST	2,603
JACOBS ENGN GRP INC DELA		2,790	COST	2,980
NATIONAL OILWELL VARCO		1,842	COST	3,699
PATTERSON COS INC		2,835	COST	2,910
QUALCOMM INC		3,064	COST	3,217
SOUTHWESTERN ENERGY CO		1,349	COST	1,123
TYCO ELECTRONICS LTD		2,005	COST	2,832
WALGREEN CO		2,043	COST	2,143
ALLIANCE DATA SYS CORP		1,347	COST	1,421
AMERICAN AXLE & MFG HL DGS		1,596	COST	1,993
ANCESTRY COM INC		1,642	COST	1,841
CALAMOS ASSET MGMT INC		1,593	COST	1,610
CELANESE CORP DEL SER A		2,071	COST	2,470
CMS ENERGY CORP		1,889	COST	2,418
CONAGRA FOODS INC		1,990	COST	1,806
DISCOVER FINL SVCS		2,226	COST	3,243
DR. PEPPER SNAPPLE GROUP INC		2,152	COST	2,110
FAMILY DOLLAR STORES		1,758	COST	1,740
FINISH LINE INC CL A		1,168	COST	1,375
FIRST SOLAR INC		1,376	COST	1,301
JETBLUE AIRWAYS CORP DEL		1,655	COST	1,686
MACERICH CO		1,515	COST	1,895
NOVELLUS SYS INC		2,253	COST	2,909
PIONEER NATURAL RES CO		2,698	COST	3,473
ROYAL CARIBBEAN CRUISES		2,197	COST	3,760
SANDISK CORP INC		3,009	COST	3,740
SIRONA DENTAL SYSTEMS		2,302	COST	2,925
SL GREEN REALTY CORP		1,537	COST	1,688
TIMKEN COMPANY		2,177	COST	2,387
TRW AUTOMOTIVE HLDGS CRP		2,066	COST	2,899

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MFB NORTHERN LARGE CAP EQUITY FUND	\$	78,749	COST	\$ 69,308
MFC SPDR GOLD TR GOLD SHS		42,563	COST	54,101
MFO PIMCO FDS PAC INVT MGMT SERV		38,804	COST	47,604
CALVERT SOCIAL INVT BOND FUND		64,985	COST	65,677
DOMINI SOCIAL BOND FUND INVESTOR CL		65,000	COST	64,547
PAX WORLD HIGH YIELD FUND INDIVIDUAL		65,000	COST	65,000
TEMPLETON GLOBAL BOND FUND CL A		78,000	COST	81,165
RIDGEMORTH US GOVT SEC ULTRA		39,000	COST	38,961
SIT US GOV'T SECS		52,000	COST	52,938
FLEX PARTNERS TOTAL RETURN UTILITIES		39,000	COST	44,337
FORWARD PROGRESSIVE REAL ESTATE FUND		39,000	COST	48,087
CALVERT INTERNATIONAL OPPORTUNITY		52,000	COST	58,662
PORTFOLIO 21 CL I		104,000	COST	114,591
NEUBERGER BERMAN SOCIALLY		91,000	COST	107,294
PARNASSUS EQUITY INCOME FUND INST		130,000	COST	138,965
WALDEN SOCIAL EQTY FD		52,000	COST	59,057
APPLESEED FD		39,000	COST	39,870
PARNASSUS MID CAP FUND		38,983	COST	42,696
PAX WORLD GROWTH FUND		26,000	COST	31,063
PARNASSUS SMALL CAP		77,981	COST	96,943
TOTAL	\$ 1,740,862	\$ 3,213,662		\$ 3,546,909

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MFB NORTHERN SHORT INTERMEDIATE US G	\$ 38,941	39,898	COST	\$ 40,229
GOLDMAN SACHS GROUP INC	49,470	49,470	COST	50,054
WAL-MART STORES INC	49,488	49,488	COST	52,538
MFB NORTHERN FUNDS FIXED INCOME FD	98,642	101,679	COST	102,891
MFB NORTHERN HIGH YIELD FIXED INCOME	65,252	83,009	COST	84,005
MFC SPDR GOLD TR GOLD SHS	9,855		COST	
MFO CREDIT SUISSE COMMODITY-RETURN P	12,115		COST	
MFO PIMCO FDS INVT MGMT SER COMM	56,076		COST	
MFC ISHARES TR BARCLAYS TIPS BD FD		39,906	COST	40,858

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Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ACCESS CAPITAL COMMUNITY INVESTMENT	\$	\$ 65,000	COST	\$ 64,075
CRA QUALIFIED INVESTMENT FUND		65,000	COST	64,699
CALVERT SOCIAL 2.5% 13 NOTES DUE		13,000	COST	13,000
CALVERT SOCIAL INVT 3% 15 NOTES DUE		13,000	COST	13,000
TOTAL	\$ 379,839	\$ 519,450		\$ 525,349

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Statement 6 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
CALL - 6 SHRS TENARIS EXP 03/20/10	\$ 1,530	\$
CALL - 2 SHRS JOHNSN & J EX 01/16/10	230	
CALL - 3 SHRS STATE ST EX 01/16/10	285	
CALL-2 SHR INT BUS MACH EXP 1/22/11		262
CALL-4 SHR PRICE T ROWE EXP 4/16/11		553
CALL-4 SHR SAP AG SHS EXP 1/22/11		460
CALL-2 SHR WISCON ENERGY EXP 1/22/11		234
CALL-2 SHR ENBRIDGE INC EXP 1/22/11		210
CALL-8 SHR CARDINAL HLTH EXP 3/19/11		520
CALL-1 SHR PRAXAIR INC EXP 1/22/11		105
CALL-4 SHR NOVARTIS EXP 1/22/11		520
CALL-2 SHR AMER EXPRESS EXP 4/16/11		162
CALL-4 SHR COSTCO WHSALE EXP 1/22/11		741
CALL-4 SHR CARNIVAL CORP EXP 4/16/11		500
PAYROLL TAXES PAYABLE		931
TOTAL	\$ 2,045	\$ 5,198

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Statement 7 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
KERRY HEUBECK	P.O. BOX 2035	EL PRADO NM 87529

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
FRED DOERR PO BOX 2035 EL PRADO NM 87529	DIRECTOR	1.00	0	0	0
KERRY HEUBECK PO BOX 2035 EL PRADO NM 87529	PRESIDENT	8.00	0	0	0
LORETTA ORTIZ Y PINO PO BOX 2035 EL PRADO NM 87529	DIRECTOR	1.00	0	0	0
PEGGY NELSON PO BOX 2035 EL PRADO NM 87529	DIRECTOR	1.00	0	0	0
BILL ROSE PO BOX 2035 EL PRADO NM 87529	DIRECTOR	1.00	0	0	0
JEFF SANDERS PO BOX 2035 EL PRADO NM 87529	DIRECTOR/VIC	1.00	0	0	0
MEHDI SHELHAMER PO BOX 2035 EL PRADO NM 87529	DIRECTOR	1.00	0	0	0

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**Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc. (continued)**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
H'KRIH SHELHAMER PO BOX 2035 EL PRADO NM 87529	DIRECTOR/SEC	1.00	0	0	0
CAROL WHITE PO BOX 2035 EL PRADO NM 87529	DIRECTOR	1.00	0	0	0
H.A WHITE PO BOX 2035 EL PRADO NM 87529	DIRECTOR/TRE	1.00	0	0	0

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Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
KERRY HEUBECK	\$ <u>1,205,384</u>
TOTAL	\$ <u><u>1,205,384</u></u>

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Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year

Name	Address	Relationship	Status	Purpose	Amount
ADOPT-A-CLASSROOM MIAMI FL 33137	4141 NE 2ND AVENUE, #203B			SUPPORTING CLASSROOMS IN NEED	2,500
AID TO SOUTHEAST ASIA MINNEAPOLIS MN 55414	1316 5TH ST SE			UNREST FUNDS TO SUPP POSITIVE CHANGE	2,000
AMERICAN FRIENDS SERVICE PHILADELPHIA PA 19102	1501 CHERRY STREET			AFSC'S NEW MEXICO ECONOMIC JUSTICE	3,000
AMERICAN REFUGEE COMMITTEE MINNEAPOLIS MN 55403	430 OAK GROVE STREET, SUI			PAKISTAN FLOOD RELIEF	5,000
ARTS WITHOUT BOUNDARIES BILLINGS MT 59106	2341 QUAIL COURT			FREE FINE ARTS & MUSIC INSTRUCTIONS	2,000
ASSOC OF SMALL FOUNDATION WASHINGTON DC 20036	1720 N STREET, NW			SUPP ASF'S NATIONAL CONFERENCE	500
BAINBRIDGE ISLAND LAND TR BAINBRIDGE ISLAND WA 9811	221 WINSLOW WAY WEST			SUPP PRESERVATION & STEWARDSHIP	1,000
BLACK STALLION LITERACY F KISSIMMEE FL 34747	3081 ARABIAN NIGHTS BLVD.			SUPPORT FOR CHILDREN'S READING PROGR	1,000
BRIDGES PROJECT FOR EDUCA TAOS NM 87571	P.O BOX 308			COMPREHENSIVE COLLEGE CONSELING FOCU	4,000
BURMA HUMANITARIAN MISSIO WASHINGTON DC 20007	2134 37TH ST. NW			PROVIDING TRAUMA CARE AND LONG-TERM	1,500
BURMA HUMANITARIAN MISSIO WASHINGTON DC 20007	2134 37TH ST. NW			PROVIDING TRAUMA CARE AND LONG-TERM	100
CARBON FUND SILVER SPRING MD 20910	1320 FENWICK LANE, SUITE			REFORESTATION/AVOIDED DEFORESTATION	500
COMMUNITY AGAINST VIOLENC TAOS NM 87571	PO BOX 169			COMMUNITY OUTREACH & ABUSE PREVENTIO	1,000
CONCRETE COUCH MANITOU SPRINGS CO 80829	211 ILLINOIS AVE.			CREATING COMMUNITY THRU CREATIVITY	1,250
CONSERVATION TRUST FOR FL MICHANOPY FL 32667	P.O. BOX 134			"PROTECTING HORSE COUNTRY" PROGRAM F	3,000
CREATIVITY FOR PEACE SANTA FE NM 87501	369 MONTEZUMA AVE., #566			PROMOTING PEACE BY NURTURING YOUNG	5,000
EAGLE NEST SCHOOLS EAGLE NEST NM 87718	P.O. BOX 287			SUPPORT FOR BARN PROJECTS	3,000
EQUINE SPIRIT SANCTUARY RANCHOS DE TAOS NM 87557	283 CHUCHILLA ROAD			HORSE RESCUE AND REHABILITATION PROG	3,000

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Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
FRIENDS OF THE CASA MATER ROSEVILLE MI 48066	18907 MARTIN RD.			ASSISTANCE FOR FOLLOW-UP PROGRAM OF	1,500
FUNDACION ED ANA RESTREPO NEW YORK NY 10022	505 PARK AVE., 4TH FLOOR			ASSIST FOR COLOMBIAN SCHOOL	1,000
HAND IN HAND NEW YORK NY 10001	302 FIFTH AVENUE			EARLY CHILDHOOD EDUCATION PROGRAM	5,000
HISPANAS UNIDAS SAN ANTONIO TX 78228	2507 NW 36TH STREET			FURTHERING THE EDUCATION, EMPOWERMEN	3,000
HORSE PROTECTION ASSOCIAT MICANOPY FL 32667	20690 NW 130TH AVENUE			EQUINE RESCUE, REHABILITATION, EDUCA	6,000
HRDA INCORPORATED TAOS NM 87571	P.O. BOX 913			SUPP FUNDRAISING FOR DRUG COURT PROG	250
IMRAN KHAN FOUNDATION IRVIN CA 92614	30 BARCELONA			RELIEF FOR PAKISTAN FLOODING VICTIMS	1,000
INSTITUTE FOR PEACE STUDI BILLINGS MT 59102	1511 POLY DRIVE			EDUCATION PROGRAM IN "PEACE BUILDING	6,000
ISLANDWOOD BAINBRIDGE ISLAND WA 9811	4450 BLAKELY AVE. NE			SCHOLARSHIP FUNDING	2,000
PTRS IN SUSTAINABLE DEV ST. LOUIS MO 63117	9005 GREENRIDGE DR.			SUPPORT FOR THE KAILAKURI HEALTH CEN	4,000
KATERI EDUCATION FUND PACIFICA CA 94044	PO BOX 906			KATERI EDUCATION FUND HELPS GUATEMAL	2,500
KINDRED SPIRITS SANCTUARY OCALA FL 34482	12600 N US HWY 27			CARE & REHAB FOR ABANDONED FARM ANIM	2,000
SIMPLE AVENTURES INTERIEU PARIS 75001	MAISON DES ASSOC BOITE 16			EDUCATIONAL AND COMMUNITY DEVELOPMEN	1,000
LOCALOGY QUESTA NM 87556	HC 81 BOX 10			SANGRE DE CRISTO YOUTH RANCH CAMP	500
MEN ENGAGED IN NON-VIOLEN TAOS NM 87571	P.O. 2238			MENTORSHIP PROGRAM IN TAOS COUNTY	1,000
MENNONITE CENTRAL COMMITT AKRON PA 17501	PO BOX 500			DISASTER RELIEF IN INDONESIA	4,000
MENNONITE CENTRAL COMMITT AKRON PA 17501	PO BOX 500			SCHOOL SUPPLIES FOR CHILDREN IN LAOS	1,000
NATIONAL COLLEGE OF MIDWI TAOS NM 87571	209 STATE ROAD 240			INCREASING STATE NETWORKING & ADVOCA	4,000

17000 Quail Roost Foundation
76-0754268
FYE 12/31/2010

Federal Statements

2/4/2014 7:59 AM

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
HARWOOD MUSEUM OF ART TAOS NM 87571	238 LEDOUX STREET			NEIGHBORHOOD ART PROJECT	1,000
NEW MEXICO SOLAR ENERGY A ALBUQUERQUE NM 87106	1009 BRADBURY SE, # 35			UPGRADES FOR SUNCHASER EDUCATION PRO	3,000
NGUYEN NGA CENTER QUY NHON CITY	91 DONG DA STREET			EDUCATION AND TRAINING FOR MENTALLY	2,500
NORTH KITSAP FISHLINE POULSBO WA 98370	18916 3RD AVE. NE			FOOD FOR THOUGHT-FEEDING PROGRAM	1,000
NORTHERN NEW MEXICO BIRTH TAOS NM 87571	1331 MAESTAS ROAD			FINANCIAL ASSISTANCE TO CLIENTS IN N	4,000
FOUR CORNERS ANIMAL LEAGU QUESTA NM 87556	P.O. BOX 48			SUPP NORTHERN NM FRIENDS OF ANIMALS	1,000
NORTHERN PLAINS RESOURCE BILLINGS MT 59101	220 SOUTH 27TH STREET, SU			SUPP FOR COMMUNITY EDUCA & ADVOCACY	3,000
TAOS DAY SCHOOL TAOS NM 87571	P.O. BOX 1850			HERITAGE PROJECT: TIWA CULTURE AND L	1,000
PARTNERS IN HEALTH BOSTON MA 02215	888 COMMONWEALTH AVE 3RD			RELIEF & REBUILDING IN HAITI	5,000
PETS FOR VETS, INC. NORTH POTOMAC MD 20878	12626 LLOYDMINSTER DRIVE			ENHANCING LIVES OF AMERICA'S VETS	1,000
PROSTHETICS OUTREACH FOUN SEATTLE WA 98122	400 EAST PINE STREET, SUI			RESTORING MOBILITY TO THE DISABLED	4,000
RABBIS FOR HUMAN RIGHTS NEW YORK NY 10001	333 SEVENTH AVENUE, 13TH			SUPPORT FOR HUMAN RIGHTS, JUSTICE, A	5,000
RIVERS AND BIRDS ARROYO SECO NM 87514	P.O. BOX 819			NINE DAY WATERSHED LEARNING PROJECT	4,000
SAN ANTONIO FOOD BANK SAN ANTONIO TX 78227	5200 OLD HIGHWAY 90 WEST			SUPPORT OF KIDS CAF'E PROGRAM	3,000
SCHOOLS FOR SALONE SEATTLE WA 98165	P.O. BOX 25314			REBUILDING SCHOOLS IN SIERRA LEONE	1,000
SEEDS OF HELP FOUNDATION COLUMBUS IN 47201	4253 E WINDSOR LANE			GUATEMALAN EDUCATION PROGRAMS	2,000
SHARED TABLE RANCHOS DE TAOS NM 87557	P.O. BOX 2047			FEEDING THE HUNGRY IN TAOS COUNTY	3,000
SNAP - SPAY NEUTER ASSIST HOUSTON TX 77270	P.O. BOX 70286			PREVENTING THE EVENTUAL SUFFERING AN	1,000

17000 Quail Roost Foundation
76-0754268
FYE. 12/31/2010

Federal Statements

2/4/2014 7 59 AM

**Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
SPIRIT WIND HORSE RESCUE	PO BOX 27				
HOTCHKISS CO 81419				HORSE RESCUE, REHABILITATION AND ADO	1,000
STEPHEN SHAMES FOUNDATION	202 SAINT MARKS AVENUE #4			SCHOLARSHIP ASSISTANCE FOR UGANDAN S	2,000
BROOKLYN NY 11238					
STIRRUPS 'N STRIDES	4246 WEST HIGHWAY 318			THERAPEUTIC RIDING CENTER FOR PHYSIC	4,000
CITRA FL 32113					
SUSTAINABLE BERE	P.O. BOX 1302			RESILIENT HOUSEHOLD PROJECTS	1,000
BEREA KY 40403					
TAOS COALITION TO END HOM	P.O. BOX 1516			CREATION OF SHELTER FOR HOMELESS MEN	1,000
TAOS NM 87571					
TAOS HEALTH SYSTEMS, INC	1397 WEIMER ROAD			HOLY CROSS HOSP. SANE PROGRAM	750
TAOS NM 87571					
THE DREAM TREE PROJECT	P.O. BOX 1677			HOMELESS, ABUSED YOUTH ORGANIZATION	1,000
TAOS NM 87571					
THE SOLDIERS PROJECT	P.O. BOX 1751			PSYCHOLOGICAL TREATMENT FOR MILITARY	1,000
STUDIO CITY CA 91614					
THE WILDLIFE CENTER	PO BOX 246			CONSERVATION AND RESTORATION OF NATI	1,000
ESPANOLA NM 87532					
THOROUGHbred RETIREMENT F	PO BOX 3387			SAVING FORMER RACING THOROUGHbred HO	1,000
SARATOGA SPRINGS NY 12866					
TIERRA LUCERO	P.O. BOX 584			INSTALL SOLAR HEATING SYSTEM	2,000
SAN LUIS CO 81152					
VIETNAM VETERANS MEMORIAL	2600 VIRGINIA AVE NW 104			PROJECT RENEW	5,000
WASHINGTON DC 20037					
WESTERN LANDS PROJECT	P.O. BOX 95545			RESEARCH, OUTREACH AND ADVOCACY TO K	5,000
SEATTLE WA 98145					
WINDHORSE SANCTUARY	18400 NW 150TH AVENUE			HORSE, DOG, AND CAT SANCTUARY	4,000
WILLISTON FL 32696					
YOUTH HEARTLINE	PO BOX 1664			COUNSELING AND LEGAL SERVICES TO ABU	2,000
TAOS NM 87571					
TOTAL					162,350

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee Name	Grantee Address	Purpose of Grant	Date Grant Paid	Grant Amt Paid	Amt Expended (as of most recent report)	Date(s) of Report(s) on File	Amount Diverted for grant purposes (if any)	Reporting Complete Y/N	Notes
Fundación Educativa Ana Restrepo del Corral	Calle 130 No. 1-10 Este Bogota COLOMBIA	Providing educational opportunities to children who might not otherwise have access	4/28/10	\$ 1,000	\$ 1,000.00	11/18/13--report incomplete 1/29/14 Received Financial & narrative accounting	None	Y	11/18/13 received multiple documents in Spanish with no translation explanation or summarization. No financial or narrative accounting were provided for the specific use of OIRF funds. Expenditure Report was incomplete 1/29/14 Financial & Narrative report received. Funds used for purpose of grant.
Simple Aventure Interieure/Laosa	Domaine de Seilleres 10100 Romilly sur Seine France	Educational humanitarian and community development programs in Laos specifically the "Sai Nam Sa" Stream of Water project providing schools with access to water	7/13/10	\$ 1,000	\$ 1,000.00	11/2/13	None	Y	\$160 for electric water pump \$450 for dance teachers salaries \$462 garden worker salaries. Funds used in accordance with grant purpose
Nguyen Nga Center	91 A Dong Da Street Quy Nhon City Binh Dinh Viet Nam	Literacy education vocational training & employment support to people with disabilities for the immediate needs of the center and monthly expenses	4/29/10	\$ 2,510	\$ 2,510.00	11/20/13	None	Y	\$2,507.80 was received by grantee (currency exchange Bank Service Fee & VAT attributed to difference in amount received by grantee). Grantee report shows total funds used for grant purpose
Kindred Spirits Sanctuary	12600 N US Hwy 27 Ocala FL 34482	Care of abused abandoned or neglected farm animals & farm animal rehabilitation	2/23/10	\$ 2,000	\$ 2,000.00	4/28/10 Final Report 11/6/13	None	Y	4/28/10 care for malnourished/ neglected horses. 11/6/13 specifies funds used for veterinary care. Funds used for grant purpose
IIRD/orthomental/Partners in Sustainable Development International (PSDI) for Grantee KAILAXURI HEALTH CARE PROJECT	P.O. Pirgacha Madhuuri 1996 Tangail BANGLADESH	Healthcare for the poor by the poor Project	4/19/10	\$ 4,000	\$ 4,000.00	10/29/2013 Narrative's KHCP's Annual Report 12/15/13 Annex to replaces Audit as financial accounting	None	Y	\$4,000 went toward Program Staff. Use consistent with grant purpose
Seeds of Help Foundation Inc	4253 Windsor Lane Columbus IN 47201	Education for impoverished women & children in western highlands of Guatemala	10/19/10	\$ 2,000	\$ 2,000.00	11/14/13 (report incomplete--missing Financial Narrative)	None	Y	\$650 Tuition (\$325 each student) \$203 grammar & geography class \$87 transportation \$1061 for school supplies/materials (books, maps, ink, paper, art supplies, memory card/stick, glue, tape, pencils, notebooks, etc.) Reports consistent with grant purpose

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee Name	Grantee Address	Purpose of Grant	Date Grant Paid	Grant Amt. Paid	Amt. Expended (as of most recent report)	Date(s) of Report(s) on File	Amount Diverted for grant purposes (if any)	Reporting Complete Y/N	Notes
Windhorse Sanctuary	597 N E Ridge Loop Madison, FL 32340	Financial assistance to support the care, shelter, feeding and medical/veterinary needs of the abandoned, abused, disabled, and displaced animals in the care of Windhorse Sanctuary	2/23/10	\$ 3,000	\$ 3,000.00	4/15/10 11/11/2013	None	Y	Hay & feed \$2000 Dog & Cat food \$500 veterinary care/meds \$500 Report consistent with grant purpose
Windhorse Sanctuary	597 N E Ridge Loop Madison, FL 32340	Financial assistance to support the care, shelter, feeding and medical/veterinary needs of the abandoned, abused, disabled, and displaced animals in the care of Windhorse Sanctuary	12/23/10	\$ 1,000	\$ 300.00	12/31/10 11/11/2013 11/11/2013	None	N (follow-up reporting required on 2011 990-PF for unused funds.)	12/31/10 & 11/11/13 reports \$300 spent on hay, feed & medication in 2010, \$700 reserved for purchase of farm vehicle. 11/11/13 report \$700 went toward the purchase of farm vehicle in 2011. Reports consistent with grant purpose

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$ 1 00; (\$ 0.00)

GRANT PERIOD: 1 enero 2010 to 31 diciembre 2010, authorized on 28 April 2010

Fundacion Educacional Ana Restrepo

Calle 130 No. 1-10 Este

Bogotá

COLOMBIA

GRANT PURPOSE: Providing educational opportunities to children who might not otherwise have access.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed.
2. **Narrative Account** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary):
3. Grant funds paid as of the end of Grant Period: \$1,000.00
4. Amount of grant funds unspent as of the end of Grant Period: \$0.00. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTUBRE 2013

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete

BY: [Signature] DATE: November 12/13

TITLE: Executive Director

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by November 5, 2013 to Rita Trujillo.

Executive Director at:

admin@quailroostfoundation.org or

Quail Roost Foundation

PO Box 2035

65 NM 522 N, Unit A-1

El Prado, NM 87529



Bogotá D.C , Colombia

Narrative Account

The Ana Restrepo del Corral Foundation is a nonprofit organization founded in 1970 with the aim of providing comprehensive education to 850 children from disadvantaged neighborhoods in the northeast of Bogotá, capital city of Colombia.

On 2010 The Ana Restrepo del Corral Foundation received from Quail Roost Foundation a donation of 1000 dollars to provide educational opportunities to children who might not otherwise have access.

Those funds were invested in 4 scholarships of 35% each. Those scholarships were awarded to the following students:



CHRISTIAN CAMILO ARAGON
ID:NUIPA9C0251803
Grade: 2
Age: 7
Final grade:4.0 High



NATHALIA ARIAS MONTES ID:NUIPA9C0251803
ID:TI 193.435.732
Grade: 5
Age: 10
Final grade: 4.3 High



JENY TATIANA DUARTE
ID:TI 971.228 06158
Grade: 7
Age: 13
Final grade: 3.7 Basic



JESSIKA VIVIANA CAMARGO

ID:TI 1.000.362.929

Grade: 4

Age: 9

Final grade: 4.2 High



Financial Accounting

Empresa 00 FUNDACION EDUCACIONAL ANA RESTREPO DEL CORRAL - N° 100 - Montevideo (Uruguay)									
NOMBRE DEL TERCERO	IDENTIDAD	FECHA	TIPO D.C.	NÚMERO DOC	CONCEPTO	DEBITO	CREDITO		
QUAIL ROOST FOUNDATION	10 000 20100420	2010/04/30	RC	00017682	115010 CONSIGNACION	1 900 000 00	0 00		
QUAIL ROOST FOUNDATION	10 000 20100420	2010/04/30	RC	00017682	416035 CONSIGNACION	0 00	1 900 000 00		
QUAIL ROOST FOUNDATION	10 000 2010/04/31	2010/04/31	CT	00000005	11 013 Cancelacion de terceros /fondos excedidos	0 00	1 900 000 00		

Translated table

Entity name	Date	Document type	Doc. number	Concept	Debit	Crédit
Quail Roost Foundation	2010/04/30	RC	00017682	Consignment-donation	1 900 000	0 00
Quail Roost Foundation	2010/04/30	RC	00017682	Consignment-donation	0.00	1.900 000
Quail Roost Foundation	2010/04/31	CT	00000005	cancellation foreign currency	0.00	1 900 000

Scholarship

Educational costs		Colombian pesos		USD	
Annual cost per student 2010	\$ 1 600 000,00	\$ 842,11			
35% scholarship	\$ 560 000,00	\$ 294,74			

CALLE 130 No 1-10 Este TEL 6145239 — 6255095
donaciones@fundacionanarestrepo.edu.co
www.fundacionanarestrepo.edu.co

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$1,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 13 July 2010

Simple Aventure Intérieure/ Laosai

Maison des Associations, boîte 16
1-3 Rue Frédéric Lemaître
Paris France

GRANT PURPOSE: Educational, humanitarian, and community development programs in Laos, specifically, the Laosai Project's "Sai Nam Sai" Stream of Water project, providing schools with access to water, educational/school building projects, and the "Laosai Center" community center/garden projects (as described in your email attachment on July 13, 2010).

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. see below
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): see below
3. Grant funds paid as of the end of Grant Period: 1000
4. Amount of grant funds unspent as of the end of Grant Period: 0. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Anne Trébaol

DATE: 2 November, 2013

TITLE: Présidente Simple Aventure Intérieure/Laosai



Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$1,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 13 July 2010

Simple Aventure Intérieure/ Laosai

Maison des Associations, boîte 16
1-3 Rue Frédéric Lemaître
Paris France

GRANT PURPOSE: Educational, humanitarian, and community development programs in Laos, specifically, the Laosai Project's "Sai Nam Sai" Stream of Water project, providing schools with access to water, educational/school building projects, and the "Laosai Center" community center/garden projects (as described in your email attachment on July 13, 2010).

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. see below
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): see below
3. Grant funds paid as of the end of Grant Period: 1000
4. Amount of grant funds unspent as of the end of Grant Period: 0. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Anne Trébaol

DATE: 2 November, 2013

TITLE: Présidente Simple Aventure Intérieure/Laosai

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by November 5, 2013 to Rita Trujillo,
Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035
65 NM 522 N, Unit A-1
El Prado, NM 87529

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

Financial Accounting: all figures are in US dollars.

The \$1000 USD contributed by the Quail Foundation in July 2010 were spent before 31 Dec. 2010 as follows:

I.	1 electric water pump	\$160
II.	2 salaries for dance teachers x \$90 x 2 ½ months	\$450
III.	3 salaries of garden workers x \$77 x 2 months	<u>\$462</u>

TOTAL amount spent on these activities: \$1072
of which \$1000 from the Quail Foundation.

TOTAL BUDGET SPENT 2010 \$10,370

Narrative:

- Installation of an electric water pump in Sept. 2010 at the 'Lycée de Phone Gnam' where Laosai constructed 6 classrooms during the first 6 months of 2010.

- Two Lao teachers came to the Laosai Center twice a week to teach traditional Lao dances to the children, in order to prepare the Christmas dance performance which involved 30 local children aged 3 to 15 years. The performance took place in the 'Sala' at the Laosai Center and the parents of the children, people from the village and the District Governor and his family and came to enjoy the dances. All the children received a small gift, brought by 30 French supporters of our organisation who had come to participate in the activities at the Laosai Center. Including the French members, approximately 160 people attended and were served a vegetarian meal from the organic garden vegetables.

- Jobs and training in the organic garden: 3 salaries for 2 months
Laosai was able to offer a job with training to three people at a rate of \$80 per month in the organic garden during the months of November and December. The Quail Foundation thus contributed \$390 towards the total cost of \$480 for these salaries.

Additional projects completed in 2010:

- Construction of 6 classrooms in the 'Lycée de Phone Gnam'
- Repairs of roof damaged by a storm of Ban Hai Primary school
- Salaries of 7 workers in the organic vegetable garden.

Laosai terminated all its activities on February 2, 2011 in Lao PDR.

We sincerely thank the Quail Foundation for contributing to the activities of Laosai.

Anne Trébaol,

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

President Simple Aventure Intérieure/Laosai
atrebaol@yahoo.fr

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$2,510.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 29 April 2010

Nguyen Nga Center

91 Dong Da Street
Quy Nhon City
Binh Dinh Province
Viet Nam

GRANT PURPOSE: Financial support for the efforts of NNC to contribute to the improvement of life quality for people with disabilities by providing literacy education, vocational training, and employment support to children and young adults who are deaf, blind, are affected by downs syndrome, cognitive delays, physical disabilities and multi-disabilities. Funds are intended to meet immediate needs of the center and financial support for monthly expenses of NNC as described in NNC's letter of introduction/grant request.

1. Financial Accounting: Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. ✓
2. Narrative Account: Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): ✓
3. Grant funds paid as of the end of Grant Period: \$19,507.80 ✓
4. Amount of grant funds unspent as of the end of Grant Period: 0. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Nguyen Thi Thanh Nga DATE: 20 of November, 2013
TITLE: Founder / Manager

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by October 31, 2013 to

Rita Trujillo, Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035

Quail Roost Grant Reporting Form
Narrative Report

The narrative and financial reports must be submitted together. They cannot be processed separately. If you have any questions regarding the completion and submission of this report, please feel free to contact our Quail Roost Foundation Program Director.

Grantee:	Nguyen Nga Center, Quy Nhon, Binh Dinh Province, Viet Nam		
Project:	Grant for Education, Meals and Community Festival Programs.		
Quail Roost Grant #	04-2010	Period Covered:	January 1, 2010 Through December 31, 2010
Amount	\$2,507.80	(start date of grant)	(end date of reporting period)

1. List the Expenditures referred to in the grant agreement letter and concisely indicate the progress achieved for each Expenditure.

- | | | |
|-----------------------|---|-----------|
| 01. <u>\$1,440.00</u> | Educational supplies and meals for 2 children of poor family with disabilities to attend pre-school for 3 years | Completed |
| 02. <u>\$ 560.00</u> | Expenses for Mid Autumn Festival for 31 Families with 28 Children | Completed |
| 03. <u>\$ 500.00</u> | Expenses for International Children's Day | Completed |
| 04. <u>\$ 7.80</u> | NNC General Funds for misc. expenses. | Completed |

Quail Roost Grant Reporting Form
Narrative Report

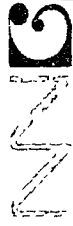
2. What major favorable or unfavorable variance(s) from stated goals, objectives, and projected expenditures occurred during the period? Indicate if the variance will hinder or prevent the accomplishment of the objectives

No Variances in Goals. Objectives or Expenditures occurred within this Grant Period 2010

3. Do you currently expect that the planned results will be achieved by the completion of this grant period?
☒ Yes ☐ No If "No", please explain

4. Do you currently expect to continue this program after the end of this grant? ☒ Yes ☐ No
If "Yes", does your organization have appropriate funding committed?

NNC Programs will continue as funding permits



Expenditure Report of Grant from Quail Roost Foundation

Quy Nhon, April 30, 2010

N0	ITEM	USD	PAY USD
	Received Grant from QRF after bank fees	\$ 2,507.80	
01	School supplies, snack for 2 children of poor family with disabilities to go to pre-school for 3 years (with \$ 20 USD/ per month and for 2 children)		\$ 1,440
02	Expenses for Mid Autumn Festival 2010 for 31 families with 28 children		\$ 560
03	Expenses for International Children's Day (June 1, 2010)		\$ 500
04	NNC General Funds		\$ 7.80
	TOTAL	\$ 2,507.80	\$2,507.80
	Balance		0

Note:

- All funds were disbursed in the Year indicated
- Item 2 & 3 expenses include: Stationary, gifts, entertainment, phone call, water for drinking,

Founder/Manager of NNC

Accountant

Parent Assoc.

Nguyễn Thị Thanh Nga

Nguyễn Thị Phương Thủy

Trần Phát Triển

NGUYEN NGA CENTER

FOR YOUNG PEOPLE WITH SPECIAL NEEDS

RECEIPT

To Quail Roost Foundation
Full Name Nguyen Thi Thanh Nga
Manager of Nguyen Nga Center for Students with Special Needs.
Address 91 A Dong Da - Quy Nhon - Binh Dinh - Viet Nam
Phone (84 - 56) - 2220368 Mobile 0914121168
Email nguyenngacenter@yahoo.com

Today's date: April 30, 2010

*On behalf of the Center we would like to give our appreciation,
and send our best wishes and most sincere thanks for your kind
consideration.*

The Center received a Grant of: USD \$ 2,508.00

The service fee at the bank account is: \$ 2.00

The VAT at the Bank is: 0.20

Remain. **USD \$ 2,505.80**

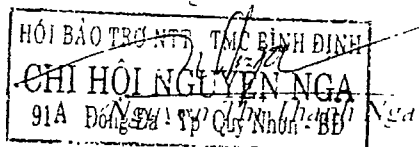
(Two thousand and five hundred five and eighty cents USD)

Which will be used for the NNC to continue it's work

Thank you again for helping us in this time.

Best wishes to all

Manager



Accountant

Phuong Thuy
Phuong Thuy

Parent/Teacher Assoc.

Fran Phat Trien
Fran Phat Trien

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$2,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 23 February 2010

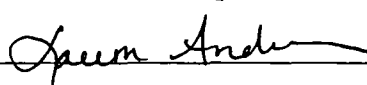
Grantee: Kindred Spirits Sanctuary

12600 N US Hwy 27
Ocala, FL 34482

GRANT PURPOSE: Care of abused, abandoned, or neglected farm animals and farm animal rehabilitation programs.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. See attached.
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): See attached.
3. Grant funds paid as of the end of Grant Period: \$2,000.00
4. Amount of grant funds unspent as of the end of Grant Period: \$0.00. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation NOVEMBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY:  DATE: 11/7/13

TITLE: Exec. Director

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by November 6, 2013 to

Rita Trujillo, Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035
El Prado, NM 87529

Kindred Spirits Sanctuary, Inc.
Grant Expenditure Report Attachment
Grant Year: 2010

1. Financial Accounting - Itemization of expenditures made from grant funds:

Veterinarian Expense	\$2,000
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The grant funds in the amount of \$2,000 were used to provide veterinarian services for the care and rehabilitation of sick, injured or abused farm animals. Please see the attached Form 990-PF, Part I, Line 16c where veterinarian expenses are reported as other professional fees.

2 Progress made in accomplishing the above grant purpose is depicted in the following narrative:

Kindred Spirits Sanctuary was organized with the intent of providing an alternative to the destruction of unwanted, unhealthy or abused farm animals. The Organization's mission is to provide a free roaming sanctuary for farm animals so that these animals may live out their natural lives on Sanctuary lands. The organizers of Kindred Spirits Sanctuary have responded to an unmet need in central Florida to work towards alleviating the unnecessary killing and suffering of farm animals that occurs as a result of improper care, poor planning and the inadequate education of person who are guardians of farm animals. Following is a summary of several of the important programs and activities that occur at the Sanctuary:

- a. Providing free roaming sanctuary for Mustangs & burros that have been displaced from Government and private lands.
- b. Provide respite and rehabilitation for sick, injured or abused farm animals with a goal of private placements through adoptions or allowing these animals to complete their life cycle on Sanctuary lands.
- c. Emergency rescue and placement for abused, neglected or injured farm animals.
- d. Educational and outreach programs designed to bring about increased awareness of responsible animal ownership.
- e. Adoption services of animals that have been restored to health or have been approved for residential placement.

5 Yes.

6. Yes.

From "Laura Brahim" <laura@kindredspiritsanctuary.org>
Subject **Receipt for grant to Kindred Spirits Sanctuary**
Date April 28, 2010 7:11:47 AM MDT
To admin@quailroostfoundation.org

Dear Rita and everyone at the Quail Roost Foundation,

Please let this electronic correspondence serve as the receipt and acknowledgement of a most generous grant award from the Quail Roost Foundation:

Check #1062

Amount \$2,000

Received by Kindred Spirits Sanctuary, Inc. in February, 2010

Thanks to the generosity of the Quail Roost Foundation, we were able to help two severely malnourished horses from Sebring, FL, that had been seized due to neglect. Both horses are putting on weight and are showing marked improvement. The grant has also helped pay for feed and hay, which is always needed! We are continually grateful for our relationship with the Quail Roost Foundation, and feel that we have been incredibly blessed by the Foundation for the past five years.

Our deepest thanks for your continued support!

Kindred Spirits Sanctuary is registered under s 496.405 with the State of Florida.

Registration #: CH21553.

A COPY OF THE OFFICIAL REGISTRATION AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DIVISION OF CONSUMER SERVICES BY CALLING TOLL-FREE (800-435-7352) WITHIN THE STATE. REGISTRATION DOES NOT IMPLY ENDORSEMENT, APPROVAL, OR RECOMMENDATION BY THE STATE.

Warmest regards,

Laura

Kindred Spirits Sanctuary
(352) 629-0009

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$4,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 19 April 2010

Kailakuri Health Care Project through
Partners in Sustainable Development
International (PSDI-formerly,
IIRDnorthamerica)

P.O. Pirgacha
Madhupur, Tangail -1996
BANGLADESH

GRANT PURPOSE: Health Care for the Poor, by the Poor.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. See Audit
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): See Annual Report
3. Grant funds paid as of the end of Grant Period: See Audit
4. Amount of grant funds unspent as of the end of Grant Period: \$200 (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Eric S. Baker DATE: 29th October

TITLE: Dr. Eric S. Baker

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by October 31, 2013 to

Rita Trujillo, Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035
El Prado, NM 87529

**Annex to KHCP Annual Report 2010: Village Programme Expenditure with
Breakdown & Utilisation of QRF Donation**

SI No	Description	Expenditure (BDT)	Expenditure (USD)*	QRF Payment (USD)
1	Programme staff (17 workers)	7,74,000	10,651	4,000**
2	Provident fund	58,000	798	-
3	Travel & Conveyance	7,000	96	-
4	Stationary	10,000	137	-
5	Medicines	85,000	1,170	-
6	Medical Equipment	5,000	69	-
7	Cycle Repairs	14,000	193	-
8	Other	14,000	193	-
	TOTAL	9,67,000	13,307	4,000

*Exchange rate: 1 USD = 72.67 BDT.

**QRF Payment = 4,000 USD. $4,000 \times 72.67 = 2,90,698$ BDT

I, Edric Baker, Medical Officer in Charge, Kailakuri Health Care Project, confirm the above is an accurate account of Village Programme expenditure in 2010.

Date:

12/15/2013

Signature:

Edric S. Baker

Edric Baker
Medical Officer in Charge
KAILAKURI HEALTH CARE PROJECT

The Annual Report of the Kailakuri Health Care Project (KHCP) for the year 2010

Aim: Sustainable Health Care for the Poor by the Poor

Contents:

1. Introduction.
2. 2010 Statistics at a Glance.
3. Gender Disparity.
4. Low Cost Health Care at a Glance.
5. Annual Account for 2010.
6. Donor List.
7. Financial Situation and Budget.
8. The State of the Project.
9. The Mother-Child Village Programme.
10. The TB Programme.
11. General Patient Care.
12. The Diabetes Programme.
13. Staff, Training and Health Education.
14. Conclusion.

(1) Introduction:

Poverty and its deprivations are dehumanizing and destructive of health. The numbers are enormous. Funds are always tight. Services must be basic and low cost and the people must do them. External assistance is necessary because the scientific knowledge, skills and funding required are not available in the poor community. They have to be built in and built up.

Gradual building up of health services appropriate to needs is necessary in all communities. Going slowly allows recognition of needs and adjustment to changes and the nurturing of decision making and involvement. It allows the spreading of health awareness and messages through the community and it allows the community to understand the services, protect and support them and identify them as its own. Health service means health problem action. The common problems of the poor are overwhelmingly the most important problems. So actions not directed to these cannot be priority actions and are often commercially, employment-creation or academically motivated.

The present KHCP is the product of a 28 year development starting from a little run down church dispensary. Such clinics and dispensaries are not usually very relevant to community needs. Besides in mixed religio-ethnic communities it is difficult to reach the needs of the wider poor from a project based on one group. Even so the Thanarbaid Clinic gradually became the Thanarbaid Health Care Project and the pressure for services so great that it outgrew its capacity and had to divide. The KHCP which is now part of a secular NGO continues the service development process but has been able to develop more slowly and adjust more appropriately. However it has still had to struggle to solve its problems, find its funding and maintain medical supervision.

To hope for even moderately complete financial self reliance is unrealistic in the case of health care for the poor. Whatever the reasons the basic problem is maldistribution of resources and expertise. Kailakuri is a move to rectify this but it must keep itself appropriate, low cost and realistic. Bangladesh has a population of over 150 million. About half are so poor that they have difficulty accessing their basic needs. The economic advance of the upper strata raising the prices of basic commodities, their control of inadequate public health services and the overall commercialization of health activities in general make things worse for the poor. The Kailakuri model should be developed and copied to meet their needs.

(2) 2010 Statistics at a Glance:

1. The Village Mother-Child Health Programme (VHP):

Number of villages	17	0% increase
Population	13,800	
End of yr. under 4y children under care	1,093	-8%
No. of women given antenatal care	357	+14%
Number of assisted deliveries	51	+16%

2. No. of Persons Receiving Health Education: 22,000

3. Outpatient Visits:

General	20,296	+10%
TB	1,550	-13%
Diabetes	13,212	+15%
Total	35,058	+10%

4. Inpatient Admissions:

General	743	+21%
Diabetes	243	-3%
Total	986	+14%

5. End of Year Diabetes Patient No: 1,119 +7%

6. No. of TB Patients Treated 89 0%

7. No. of Surgical Transfer Patients 33 -18%

8. Total No. of Staff 90 +3%

9. Total Expenditure BDT 12,500,000 +11%
(USD 172,000, NZD 229,000)

The KHCP provides a model of low cost health care for the poor.

- (3) Gender Disparity:** In a heavily male dominated society it is striking that all the Kailakuri statistics apart from TB and insulin patients show a high female predominance (outpatient 64%, inpatients 58%, tablet diabetes patients 58%, insulin patients 50% and TB 34%)!

(4) Low-Cost Health Care at a Glance:

- (1) Antenatal care in the home for one mother/12 months health nutrition care in the home for one child: BDT 690 (USD 9, NZD 13)
- (2) Six months multidrug treatment course for one TB patient (cost of KHCP): BDT 1,100 (USD 15, NZD 20)
- (3) One general outpatient visit (incl. medications): BDT 84 (USD 1.2, NZD 1.5)
- (4) Cost of keeping one inpatient admitted for one day (incl. medication, food for patient and attendant etc.) BDT 260 (USD 3.6, NZD 4.8)
- (5) Cost of supervision and treatment of one diabetes patient for one year (cost to KHCP) BDT 3,000 (USD 41, NZD 55)
- (6) Staff pay for 89 staff for one year (including doctor): BDT 4,287,000 (USD 59,000, NZD 78,000)
- (7) Average pay, one staff member for one month: BDT 4,000 (USD 55, NZD 73)
- (8) Total project expenditure for one year: BDT 12,500,000 (USD 172,000, NZD 229,000)
- (9) Approximate cost per person touched (appr. 25,000): BDT 500 (USD 7, NZD 9)
- (10) Fixed expenditure (total salary bill) per person touched: BDT 170 (USD 2, NZD 3)

The provision of health care for the poor at extremely low cost is possible because actions are simple, investigations minimal, staff non-professional, salaries low, medical supervision committed and correctly orientated and there is close cooperation with other organizations for cost sharing.

(5) Annual Account for the Year 2010

<u>Income/Receipts</u>	<u>BDT</u> (thous. of taka)	<u>USD</u> (rounded)	<u>NZD</u> (rounded)
Opening Balance	1,577	22,000	29,000
Donations via Head Office	11,500	159,000	210,000
Patient fees	605	8,000	11,000
Staff meals	87	1,000	2,000
Local donations	170	2,000	3,000
Miscellaneous	11	-	-
Total	13,950	192,000	255,000

Expenditure

General, Diabetes and TB Programmes

<u>Income/Receipts</u>			
Salaries	3,752	53,000	68,000
Education materials, etc.	28	-	1,000
Insulin	484	7,000	9,000
Diabetes tablets	89	1,000	2,000
Other medicines	1,397	19,000	25,000
Diabetes equipment	330	5,000	6,000
Other medical equipment	38	1,000	1,000
Supplies & equipment	45	1,000	1,000
Patient & staff feeding	2,285	31,000	41,000
Garden, grounds	127	2,000	2,000
Firewood	210	3,000	4,000
Lamps & kerosene	61	1,000	1,000
Bedding	35	-	1,000
Travel & conveyance	387	5,000	7,000
Poor patients	337	5,000	6,000
Surgical transfers	534	7,000	10,000
Home visits	35	-	1,000
Diabetes meetings	51	1,000	1,000
Miscellaneous	25	-	-
Total	10,250	143,000	187,000
VHP	967	13,000	18,000

Administration

Administration	535	7,000	9,000
Provident fund	169	2,000	3,000
Stationary	96	1,000	2,000
Electricity	41	1,000	1,000
Phone & e-mails	38	1,000	1,000
Furniture	55	1,000	1,000
Cycle repairs	36	-	1,000
Building repairs	101	1,000	2,000
Bank fees	2	-	-
Total	1,073	15,000	20,000

Capital Expenditure

New Cycles	12	-	-
New buildings	175	2,000	3,000
Electrical installations	20	-	-
Total	207	3,000	3,000
Grand Total	12,497	172,000	228,000
Closing Balance	1,453	20,000	27,000

Notes:**(1) Expenditure Breakdown According to Programme:**

	<u>BDT</u>	<u>USD</u>	<u>NZD</u>	<u>%</u>
General inpatients	2,300	32,000	42,000	18%
(Total inpatients	3,800	52,000	69,000	31%)
Diabetes	4,300	59,000	78,000	34%
VHP	1,000	14,000	18,000	8%
Administration	1,300	18,000	24,000	11%
General outpatients	1,700	23,000	31,000	14%
Poor patient referrals and surgical transfers	900	12,000	16,000	7%
Other	700	10,000	13,000	6%
Capital	200	3,000	4,000	2%
TB	100	1,000	2,000	1%
Total	12,500	172,000	228,000	

(2) Approx. Exchange Rates. USD 1 = BDT 72.8, NZD 1 = BDT 54.7, Euro 1 = BDT 98.0, But Stg. 1=BDT 1,153 (Feb 2011)

(3) Income, receipts and expenditures relate to the project not to the IIRD central office.

(4) Differences from the official audit are due to i) different time period (audit 15th February to the 14th February), ii) different format, iii) inclusion of rotating fund, etc.

(5) Total expenditure 15% more than 2009 correlates roughly with inflation rate.

(6) 2010 Donor, Supporter List:**I. Overseas Donors and Supporters.****1. The Morgan Family Foundation (New Zealand).**

Our very special thanks go to Mr.Garath Morgan a prominent New Zealand philanthropist and economist whose threefold support increase has moved us from a position of struggling to keep going to a position where we can concentrate on national leadership development (particularly search for a national doctor) and the development of an incountry funding base; both essential for long term sustainability.

2. New Zealand donors giving via the NZ Link Group, the NZ Anglican Mission Board and the NZCMS (including some very large private donations).
3. American donors (including some very generous donations) via the Maryknoll Fathers and P.S.D.I.
4. The members of the NZ Link Group.
5. Asia Connection Incorporated (USA).
6. Probash Bongo (Belgium)and the ten students who raised funds and erected a delivery suite building at Kailakuri.
7. S. Patrick's Catholic Church, Lincoln, NZ.
8. The Quail Roost Foundation, USA.
9. Howick Presbyterian Church, NZ.
10. A British private doctor.
11. S. Stephen's Anglican Church, Whangaparoa, NZ.

12. Rotary Club of Newmarket, Auckland, NZ.
13. S. Patrick's Catholic Church, Greymouth, NZ.
14. S. Luke's Anglican Church, Havelock North, NZ.
15. An Italian private donor.
16. Other Churches in NZ.
17. NZCMS, AAW and CWS for friendship, support and prayer back-up.
18. The NZ Bangladeshi Association and especially Mr. Ataur Rahman for enabling essential contacts in NZ and Bangladesh.
19. Fr. Bob McCahill (BD), The Maryknoll Fathers and PSDI (USA).

National-International Highlight: Md. Risal Mahmud, a young Muslim in Dhaka, presented the project with a gift of BDT 80,000, equivalent to almost two years' wages, raised by donations from friends who sponsored him in keeping the thirty day Muslim fast as poor people keep it.

II. In-Country Support:

1. The Institute of Integrated Rural Development (IIRD), our parent NGO provides government authorization and liaison, the project manager's salary and other support.
2. BIRDEM Hospital (Diabetes Association of Bangladesh) gives support to our poor diabetics, channels government aid in the form of concession priced insulin and provides free insulin for young diabetics.

Over the years BIRDEM Hospital has probably given more support to our work than any other group.

3. The Government of Bangladesh gives authorization, support through BIRDEM and Damien Foundation and local support at sub-district level.
4. Damien Foundation provides free investigations and medicines for TB patients and brings the Kailakuri TB service into the National TB Programme.
5. The Bangladesh National Society for the Blind Eye Hospital in Mymensingh provides free or low cost eye surgery for cataract and other eye patients.
6. Notre Dame College, Dhaka, provides almost free accommodation for our diabetes patients.
7. The Pirgacha Mission, the Maryknoll Father and Sisters, the Taize Brothers and the Marist Brothers and Sisters give various kinds of help including important advice when needed.
8. Prominent Bangladeshi friends in Dhaka and Madhupur give important advice, encouragement and promotional assistance.
9. The Bangladesh media has given publicity to the project, important for development of an incountry funding base and finding a national doctor.

(7) Financial Situation and Budget:

I. Income, Expenditure and Balances for 2009-10, 2010-11 and 2011-12(projected):

	<u>2009-10</u>	<u>2010-11</u>	<u>2011-12</u>
	<u>USD</u>	<u>USD</u>	<u>USD</u>
Opening Balance	31,000	22,000	20,000
Income	<u>152,000</u>	<u>170,000</u>	<u>193,000</u>
Total	182,000	192,000	213,000
Expenditure	<u>-160,000</u>	<u>-172,000</u>	<u>-200,000</u>
Balance	22,000	20,000	13,000

II. Income Breakdown (%):

Opening Balance	18%	11%	9%
Patient fees	5%	4%	4%
Other local income	0%	0%	0%
Foreign donations	77%	85%	87%

III. Source of Foreign Donations:

USA	56%	25%	20%
NZ	46%	73%	78%
Other	4%	2%	2%

Notes:

- (1) Financial data shown relate to January to December financial years (contrast February to February years of official audit).
- (2) Incomes and balances relate to the project except for the 2011-12 projected income and closing balance which are global.
- (3) Forward projection estimates are very rough because of the uncertainties involved.
- (4) Almost all income comes from private donations.
- (5) The huge increase in New Zealand proportion of donations is due mainly to the three-fold increase given by the Morgan Family Foundation (and the loss of Fr. Douglas Venne)
- (6) This plus several other large donations look to give us a balance to carry into 2012.
- (7) The low contribution of patient fees indicates the need to raise fees in line with inflation

(8) The State of the Project:

Essential health care for the poor being done by the poor themselves is ongoing. Very many people are helped, health awareness is disseminated through the community and the project is a stabilizing influence in the community. It has had media publicity so that it is now quite widely respected. However it still has a lot of problems. The efforts of daily health care delivery, administration, ensuring funding and securing sustainability compete with each other. Mutual understanding and support of staff, community and central office still need to be fostered and strengthened.

The project comprises five departments: home-based mother-child care, TB programme, general outpatients, inpatients department and diabetes programme, backed up by garden-grounds-cows-and-buildings and by finance and administration. Each is technically quite good but with significant problems of appropriacy, efficiency and optimum staff utilization. Village workers as well as providing good primary mother child care should also be the monitors of community nutrition and health problems in constant dialogue with the rest of the project to enable adjustment to immediate and changing needs.

The loss of the project's two principal funding and donor communication coordinators, Mrs. Libby Laing and Fr. Doug Venne has diverted even more of the medical officer-in-charge's time to these roles. This along with increasing age and decreasing work capacity takes an increasing toll on programme supervision, problem solving, staff training and patient care. The counterside has been senior paramedic advance in responsibility taking for patient care, staff training and programme leadership. This however has its limitations and the needs are obvious and pressing.

Dr. Mariko Inui (from JICS, Japan) comes for three month periods. Having given special priority to study of language, community and project methods she is now increasingly filling the gaps and making her own special contributions. She is very committed and has become essential to the project. Pijon Nongmin the project manager also accepted a long period of orientation and is similarly committed. He is active in management and problem solving. Problems are being solved and efficiency is improving.

Medical leadership should not just be for medical consultation, staff training and ensuring funding but should constantly evaluate the project's appropriacy and efficiency in relation to the needs of the poor and be constantly active in programme problem solving. This requires long term undiverted leadership from a person with understanding of community health and ready to immerse and understand the local community, the situation of the poor and their health needs. Such a medical doctor must be sought to replace the present medical officer-in-charge. In the face of inadequate medical supervision the roles of fund seeking, monitoring and correspondence should not be medical roles.

(9) The Mother, Child Village Health Programme (VHP):

Just as primary health mother-child care provides the basic groundwork for community health, so the Kailakuri network of mother child workers in the villages must be developed to be the basic health intelligence and executive agency of the KHCP in the local community.

Statistics for 2010

Number of Villages 17 (population about 13,800)

Staff 17: village workers 11, supervisors 6

Under-4 yr Child Care: 1093 children (8% less than 2010) at years' end. Weight survey at years' end showed nutrition problems in 4% (failure to gain weight over three consecutive months, drop of 0.8 Kg not yet regained or below 3rd centile on weight chart). This very low figure shows the quality of care and teaching given.

Immunizations: Staff continue to support the government's E.P.I. programme.

Antenatal Care: 357 mothers were given ANC (14% more than 2010. The government provides only one oral contraceptive brand. Alternatives have to be bought on the local market. The commercial sector engineered an artificial crisis in availability and hence price increase of other brands. Hence more pregnancies).

Delivery Care: 37% of ANC mothers had staff assisted deliveries. 51 deliveries (16% more than 2010) were assisted by KHCP staff, 44 in their homes and 7 at the health centre.

Family Planning: Staff continue to motivate for the government programme and 24 couples received oral contraceptives from the VHP.

Religio-ethnic Breakdown:

	Bengali <u>Muslim</u>	Mandi <u>Christian</u>	Bormon <u>Hindu</u>
Village workers	46%	54%	0%
Supervisors	17%	50%	33%
U4y children	61%	30%	9%
Antenatal mothers	69%	22%	9%
Assisted deliveries	84%	16%	0%
Family planning (tablets)	29%	63%	8%

The total cost of the VHP for 12 months was BDT 1000,000 (USD 14,000, NZD 18,000) about BDT 690 (USD 9 and NZD 13) per mother or child cared for. This is highly cost effective

(10) The TB Programme :

This programme carried out by KHCP staff under Damien Foundation is a part of the government's national TB programme and a sub-centre of the Madhupur TB clinic.

Kailakuri Results:

I. Success Rate:

43 sputum positive patients started treatment between July 2009 and June 2010. Eight were subsequently transferred to other centres. Of the remaining 35, 34 were cured, i.e. 97% cure rate (spectacular result).

II. 2010 Statistics

Total number treated	86 (3% decrease)
No. continuing from 2009	34
Started in 2010	+52
Completed - 55	- 62
Transferred - 3	
Failed - 1	
Defaulted - 1	
Died - 2	
Continuing into 2010	24
(Preventive treatment)	3

III. Patient Analysis:

Category 1 (new sputum positives) : 51 (60%)

Category 2 (retreatment) : 8 (10%)

Category 3 (non-pulmonary) : 27 (30%)

100% followed treatment regularly.

Distance of home: 65% were from within five miles (25% within two miles).

39% were under 30 years' age.

(Male 66%, female 34%, Muslim 69%, Christian 25%, Hindu 6%)

31 patients (35%) were hospitalized, 25 at Kailakuri and 6 at Jalchatra.

6% of patients also had diabetes.

IV. Case Finding:

With excellent treatment results and decreasing patient numbers, the programme obviously needs to undertake active TB case finding.

The total cost to KHCP of the TB programme was BDT 100,000 (USD 1,500, NZD 1,800).

(11) General Patient Care :

General patient care and diabetes patient care each involve about a third of project expenditure and a quarter of project staff. These two primary health care programmes carried out by locally trained ordinary village people are the project's most innovative interventions, probably the two most appreciated by the community and the two which attract the greatest outside interest.

2010 Statistics:

I. Outpatients:

Total no. of patient visits: 20,296 (10% more than 2009)

Muslim 85%, Christian 11%, Hindu 4%

Male 36%, female 64%. Under 5 y. age children 6%.

Distance of home: 0 – 2 miles 42%, 3 – 5 miles 46%, over 5 miles 12%.

Top ten problems: pain, peptic ulcer, weakness, asthma, skin infection/sores, emotional/psychiatric problems, gynecological problems, urinary tract infection, epilepsy and hypertension.

Followed by: anaemia, worms, otitis media, bronchitis, diarrhoeal diseases, virus infections, allergies and arthritis/sciatica.

Note: The overwhelming preponderance of Muslim women almost all from within five miles and of patients with pains, weakness and emotional-psychiatric problems presents a picture of a dense rural Muslim population whose women folk probably suffer emotional problems due to social restriction.

The cost of running the general outpatient department for 12 months was approximately BDT 1,700,000 (USD 23,000, NZD 31,000) making cost per visit BDT 84 (USD 1.2, NZD 1.5) which includes salaries, medicines, stationary, etc. This is low cost health care.

II. Inpatients:

Total no. of admissions (general plus diabetes) 986 (14% more than 2009). General patients 743 (21% increase), diabetes patients 243 (3% decrease).

The average number of admitted patients (general plus diabetes) was 34 and the average duration of stay for the general patients was 13 days.

General Patients

Muslim 65%, Christian 28%, Hindu 7%.

Male 42%, female 58%, under five years 20%

Top Ten Problems

Pregnancy-delivery-newborns, malnutrition, followed far behind by: diarrhoeal diseases, then virus fevers, injuries and burns, peptic ulcer, pneumonia, kidney problems, asthma and TB.

(Followed by: insecticide poisoning, sores, anaemia, psychiatric problems, kala azar, hypertension, gynecological problems, arthritis, bronchitis/emphysema.)

The cost of running the inpatient department (general plus diabetes) for 12 months was BDT 3,800,000 (USD 52,000, NZD 69,000). This comes to BDT 2,500 (USD 34, NZD 46) per patient. With average stay 16 days that is BDT 160 (USD 2, NZD 3) per patient per day, which is extremely low cost.

Surgical Transfers:

33 patients (18% less than 2009) were transferred. The cost to the project was BDT 534,000 (USD 7,000, NZD 10,000) or BDT 16,000 (USD 200, NZD 300) per patient. This is a problem for the project. However there are many patients needing surgery which they cannot afford.

(12) The Diabetes Programme :

In a country of overwhelming poverty and rapidly increasing diabetes prevalence, KHCP has the only significant primary health care diabetes programme for the poor. It is essential for the masses of the people and the future of the country that its methods be studied, refined and copied.

Kailakuri Statistics for 2010

End of Year Patient Analysis

Total number: 1,119 (7% more than 2009).

Treatment: Insulin 59%, tablets (glibenclamide) 41%.

Religio-ethnic breakdown: Muslim 97%, Hindu 2%, Christian 1%.

Gender: male 47%, female 53%

Insulin Patients

Total number treated in year: 711 (3% increase)

Continuing from 2009 639

Started in 2010 +72

Transferred out - 4

Defaulted -25 } -54

Died -25 }

Continuing into 2011 657

(Four less-poor patients were transferred to BIRDEM district branches, too costly for the others).

End of Year Insulin Patient Analysis.

Total no. of patients 657.

Regular outpatient attendance 84%.

Diabetes control (Benedict): good 67%, fair 27%.

Distance of home from nearest sub-centre: within 15 miles 98% (0 - 5 miles 29%, 6 - 10 miles 23%).

Functional literacy 64%.

Under age 30y 51%, under 21y 11%.

Economic status: very poor 53%, extremely poor 47% (based on home visit assessment).

Male 50%, female 50%.

Muslim 96%, Hindu 3%, Christian 1%.

Tablet (glibenclamide) patients

Total number treated: 534

Continuing from 2009 409

Started 2010 +125

Transferred - 49 } -72

Defaulted/died - 23 }

Continuing into 2011 462

(49 less poor patient were transferred to BIRDEM district branches).

End of Year Tablet Patients:

Total number of patients 462

Regular 74%

Diabetes control (Benedict): good 64%, fair 22%.

Distance of home from nearest sub-centre, within 15 miles 100% (0 – 5 miles 32%, 6 – 10 miles 35%).

Functional literacy 78%

Under 30y. age 9%, under 21y. 0%

Economic situation: very poor 63%, extremely poor 33% (all treatment by home visit)

Male 42%, female 58%.

Diabetes Patients Admitted at Kailakuri

Total 240 (5% less than 2009).

Duration of admission 20 – 25 days.

Male 42%, female 58%

Reasons for admission: teaching 40%, non-diabetes problems 20%, diabetic ulcers 19%, other chronic complications of diabetes 9%, pregnancy/delivery 7%, severe uncontrolled diabetes 4%

New Insulin Patients sent for concession-insulin

registration to BIRDEM Hospital, Dhaka.

Number of patients sent: 72.

Travel cost BDT 167,000 (USD 2,000, NZD 3,000).

Average cost per patient BDT 2,300 (USD 32, NZD 42).

The high cost of sending patients to Dhaka is quickly recovered from the insulin price concessions.

Cost of Diabetic Stock

	BDT (thous. of Tk.)	USD	NZD	% increase
Insulin:	3,541	47,000	65,000	-5%
{ Project portion	484	7,000	9,000	}
{ BIRDEM portion	3,057	42,000	56,000	
Glibenclamide tablets	89	1,000	2,000	6%
Diabetes equipment	330	4,000	6,000	-3%
Total cost	3,960	54,000	73,000	5%
Cost to Project	903	12,000	17,000	13%

Estimated Cost of the Diabetes Programme (to KHCP)

Stock	903	12,000	16,000
Inpatient care	1,400	19,000	25,000
Staff salaries	1,453	20,000	27,000
Non-diabetes medicine, etc.	369	5,000	7,000
Cost of sending patients to Dhaka	167	2,000	3,000
Meetings/seminars	51	1,000	1,000
Total	4,343	59,000	79,000

The cost to the project was BDT 4,343,000 (USD 59,000, NZD 79,000) about 34% of the KHCP expenditure for the year and about BDT 3,000 (USD 41, NZD 55) per patient. If the BIRDEM subsidy is added it becomes BDT 6,000 (USD 82, NZD 110) per patient per year. Diabetes patients are rehabilitated and able to live normal lives and the cost is extremely low. Serious acute diabetes complications are rare. Chronic complications are late and difficult to change without great cost increase and serious disruption of life-style.

The causes of diabetes in Bangladesh still await clarification. This and the development of primary health care diabetes services for the poor are top national priorities.

(13). Staff, Training and Health Education :

The Kailakuri Health Care Project has 89 staff led by the medical officer-in-charge and the project manager.

I. The Health Action Team: 64 (72% of staff).

- i) Paramedics: 25 (28% of staff).
- ii) Health assistants: 11 (12% of staff)
- iii) Village mother-child care staff: 17 (19% of staff).

iv) Cooks: 9 (10% of staff).

v) Doctors: 2 (2% of staff).

37% of the team work with general patients 34% with diabetes, 26% in village mother child care and 3% with TB. They are supported by the two medically qualified doctors. A new long term doctor is urgently needed to replace the present medical officer-in-charge.

To leave one's own group and join the masses of the people is generally considered to be a non-option by those who are skilled and well educated, but there is no other way to change the problems of society.

II Support Staff: 25 (28% of staff).

i) Project Manager: 1 (1% of staff).

ii) Administration and office staff: 8 (9% of staff).

iii) Finance staff: 3 (3% of staff).

iv) Garden, compound, building maintenance, market, etc: 13 (15% of staff).

The project is labour-intensive. All but two of the staff are paid by the project, the lady doctor (by JOCS) and the project manager (by central office). Staff pay comprises 34% of all project costs. It is essential for the sustainability of the project to find an English speaking person for fund seeking, monitoring & correspondence, etc.

Six senior paramedics have undertaken the six month (LMAF) paramedic training course in Mymensingh. Senior paramedics give ongoing training to the rest of the staff. TB paramedics are trained and supervised by Damien Foundation. The five health educators give constant teaching in the outpatient and inpatient departments and in the diabetes sub-centres. Village staff give regular teaching in the villages. The very strong emphasis on teaching and awareness plus the fact that almost all staff are local ensures the transmission of important health concepts and messages throughout the community and brings about community change.

(14) Conclusion:

Change, Continuity and Sustainability

The KHCP is at a crucial stage. Bangladesh is changing very quickly. Kailakuri and its leadership must change. Local staff must take more and more control. The project must identify what is its essence, what it must hold in continuity and how to remain sustainable. The answers are obvious:

1) Actions:

The aim is health for the poor done by the poor themselves. Five endeavors are involved in the achieving and sustaining of this:

i) Ongoing daily activities of caring carried out by ordinary local people trained in the project. Health care must be scientifically appropriate, low cost, labour-intensive, based on simple clinical and public health logic with minimal investigations and drugs, done by highly motivated low level (but well trained) local staff and with strong emphasis on prevention and health education. It must be designed for, accessible to and effective for the poor.

ii) Staff formation must be ongoing, within the project and appropriate to health and programme needs.

iii) There must be constant evaluation and adjustment of methods and programmes.

iv) Administration, funding security and programme structures must be built up.

v) Critical personnel for sustainability must be instated: a) Ongoing fund-raising and donor communication requiring a fluent English speaking foreigner. Christine Steiner of New Zealand, who will join the project in May 2011 will fulfill this role, initially for a period of twelve months. This is the essential first step. b) Ongoing medical leadership and supervision requiring a new long term medical doctor. Dr. Edric Baker will then move to supporting these two people and gradually phasing out.

2. Ethos (prayer and solidarity).

Bangladesh is a very religious country. The joint prayer of Muslims, Hindus and Christians and staff, patients and attendants is essential for grounding, mutual awareness and acceptance.

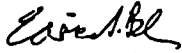
unity, empathy, service ethic and motivation. Solidarity means the unity of the staff and then being one with and a part of the people which is essential for the development of a movement of the people. It requires staff to be from the poor community and not to disidentify, and it requires management committees representing the people, the staff and the central office.

3. Association:

"Work with, live with, pray with and make decisions together with" are the practical context of the aims, ethos and methods of health change. External consultants and skilled staff are needed but must make themselves part of the project, the poor community and the four "withs".

The poor must not remain deprived. Their health must improve without making them poorer in the process. They must know they can do it themselves, but they need support and they need to know that they are not on their own.

Thank you for your help.



Edric S. Baker
Medical Officer in Charge.

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$2,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 19 October 2010

Grantee: Seeds of Help Foundation, Inc.

4253 Windsor Lane
Columbus, IN 47201

GRANT PURPOSE: Promoting education among the impoverished women and children in the western highlands of Guatemala.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed.
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): _____
3. Grant funds spent as of the end of Grant Period: _____
4. Amount of grant funds unspent as of the end of Grant Period: _____. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Walter Ahl DATE: 14 November 2010

TITLE: President

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by November 6, 2013 to Rita Trujillo, Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035
65 NM 522 N, Unit A-1
El Prado, NM 87529

Narrative for Quail Roost Foundation

In October 2010 Seeds of Help Foundation, Inc received a grant from Quail Roost Foundation in the amount of \$2000. These funds were used to support the ongoing work Seeds does in the highlands of Guatemala to improve the lives of women and children through education. 100 % of these funds were used in Seeds 2010 fiscal year in providing a scholarship to two young students at a boarding school in Huehuetenango Fey y Alegria is located in Chusca Huehuetenango and provides an opportunity for education for youths all over Guatemala Seeds spends approximately \$1250 per student per fiscal year at this level. The funds are used to pay for room and board(including bedding and toiletries), uniforms (including shoes), school materials (paper, pens, tape, glue, etc.), and special programs (computer classes). The two girls were Patricia Garcia from the community of Nuevo Pinal, and Celso Savcido Cifuentes from the community of Escaputse. Both communities located in the highlands of Chiantla, Huehuetenango Both students excelled in school and with support from Seeds of Help both have continued with their education and are now studying to be teachers themselves

Vendor	Date	Amount in Quetzales	Amount in USD	Expense (e.g. school materials, uniforms, tuition, etc.)	Paid w/QRF Funds
Libreria y Café-Inter	18-Jan-10	\$ 2,690.75	\$ 349.45	Paper (card, notebook, construction) , Calc	\$ 349.45
Libreria y Café-Inter	18-Jan-10	\$ 1,417.25	\$ 184.06	Notebooks (various) , rulers (various types)	\$ 184.06
Libreria "El Sol"	29-Jan-10	\$ 720.40	\$ 93.56	Dictionaries, paint, agenda, tape dispenser,	\$ 93.56
Papelaria y Libreria	20-Jan-10	\$ 85.00	\$ 11.04	notebook, sheets of high quality paper	\$ 11.04
Compuassi	30-Dec-09	\$ 85.00	\$ 11.04	same as above (one was a sales copy the other was the payment copy)	
Libreria y Café-Inter	02-Jan-10	\$ 90.75	\$ 11.79	masking tape, note cards,	\$ 11.79
Fundacion Fe y Alegría		\$ 500.00	\$ 64.94	Celso Savcido Cifuentes	\$ 64.94
Fundacion Fe y Alegría		\$ 500.00	\$ 64.94	Patricia Rosmeri Garcia Rodriguez	\$ 64.94
La Moderna Sociedad	04-Feb-10	\$ 241.75	\$ 31.40		
Distribuidora Justin	13-Feb-10	\$ 215.00	\$ 27.92		
Compuassi	01-Feb-10	\$ 455.00	\$ 59.09		
Libreria "El Sol"	01-Feb-10	\$ 465.00	\$ 60.39		
Oto Estudio Rivas 2	04-Feb-10	\$ 160.00	\$ 20.78		
Libreria y Papelaria	05-Feb-10	\$ 48.30	\$ 6.27		
Libreria y Papelaria	12-Feb-10	\$ 520.00	\$ 67.53		
Fundacion Fe y Alegría		\$ 750.00	\$ 97.40	Celso Savcido Cifuentes	\$ 97.40
Fundacion Fe y Alegría		\$ 750.00	\$ 97.40	Patricia Rosmeri Garcia Rodriguez	\$ 97.40
Unitex	27-Apr-10	\$ 825.00	\$ 107.14		
Mill's	25-May-10	\$ 2,850.00	\$ 370.13		
Libreria y Café-Inter	25-Apr-10	\$ 174.00	\$ 22.60	teaching materials	\$ 22.60
Libreria "El Sol"	24-May-10	\$ 55.45	\$ 7.20	markers, pens, paper	\$ 7.20
Variedades y Manua	17-May-10	\$ 419.25	\$ 54.45		
Manualidades y Muñ	06-May-10	\$ 120.55	\$ 15.66		
Florarte	05-May-10	\$ 181.00	\$ 23.51	pipe cleaners, art sponge	\$ 23.51
Compuassi	29-May-10	\$ 390.00	\$ 50.65	usb thumb drive	\$ 50.65
Codessa Internacion.	23-Jul-10	\$ 1,560.00	\$ 202.60	special class for grammar and geography	\$ 202.60
Fundacion Fe y Alegría		\$ 500.00	\$ 64.94	Patricia Rosmeri Garcia Rodriguez	\$ 64.94
Fundacion Fe y Alegría		\$ 500.00	\$ 64.94	Celso Savcido Cifuentes	\$ 64.94
Unitex	14-Jul-10	\$ 310.00	\$ 40.26		
Manualidades y Muñ	28-Jul-10	\$ 94.00	\$ 12.21	materials	
Variedades y Manua	14-Jul-10	\$ 71.75	\$ 9.32		
Libreria "El Sol"	30-Jul-10	\$ 413.50	\$ 53.70	bag of globes, markers, cards, post-its, cart	\$ 42.97
Fundacion Fe y Alegría		\$ 750.00	\$ 97.40	Patricia Rosmeri Garcia Rodriguez	\$ 97.40

Vendor	Date	Amount in Quetzales	Amount in USD	Expense (e.g. school materials, uniforms, tuition, etc.)	Paid w/QRF Funds		
Libreria y Café-Inter	18-Jan-10	\$ 2,690.75	\$ 349.45	Paper (card, notebook, construction) , Calc	\$ 349.45		
Fundacion Fe y Alegría		\$ 750.00	\$ 97.40	Celso Savcido Cifuentes	\$ 97.40		
Tecla de Menda	30-Aug-10	\$ 138.00	\$ 17.92	tubes of paint	\$ 17.92		
Variedades y Manua	30-Aug-10	\$ 765.00	\$ 99.35				
Librería El Calvario	25-Aug-10	\$ 82.00	\$ 10.65	forms, china paper, card paper	\$ 10.65		
CyberBlue Internet t	06-Aug-10	\$ 560.00	\$ 72.73	Ink (printer)	\$ 72.73		
Helmacro	03-Aug-10	\$ 137.00	\$ 17.79	usb thumb drive and internet usage	\$ 17.79		
King Fiesta	27-Sep-10	\$ 1,164.00	\$ 151.17				
King Fiesta	27-Sep-10	\$ 1,903.00	\$ 247.14				
Carpenteria El Divin	05-Sep-10	\$ 2,780.00	\$ 361.04	Book shelf and desk			
Variedades y Manua	29-Sep-10	\$ 1,147.50	\$ 149.03	90 box of gloss			
Variedades y Manua	22-Sep-10	\$ 754.75	\$ 98.02	plaster mold box of gloss	\$ 98.02		
Libreria Ricardo Na	29-Sep-10	\$ 210.00	\$ 27.27	extention cord			
Deposito Carolina 2	05-Oct-10	\$ 1,212.00	\$ 157.40	roll of wire, special nails,			
Adolfo Rubilio Vasq	02-Oct-10	\$ 672.00	\$ 87.27	Transport	\$ 87.27		
Oto Estudio Rivas 2	27-Oct-10	\$ 1,431.50	\$ 185.91				
Libreria y Café-Inter	13-Oct-10	\$ 85.00	\$ 11.04	Memory chip	\$ 11.04		
Variedades y Manua	20-Nov-10	\$ 226.25	\$ 29.38	Silicon (glue)	\$ 29.38		
Libreria "El Sol"	20-Nov-10	\$ 49.50	\$ 6.43	Plaster, plaster molds	\$ 6.43		
Libreria "El Sol"	13-Nov-10	\$ 50.00	\$ 6.49	plaster			
Super Barata No 2	13-Nov-10	\$ 60.00	\$ 7.79	bars of silicon (for a hot glue gun)			
Señor Xplorer	26-Nov-10	\$ 75.00	\$ 9.74	computer chip			
Mega Infomatica	15-Nov-10	\$ 135.00	\$ 17.53	Ink (printer)			
TOTAL		\$ 33,296.20	\$ 4,324.18		\$ 2,000.00		

From info@seedsofhelp.org
Subject RE: Prior QRF Grant to Seeds of Help Foundation
Date November 28, 2013 at 8:51 AM
To Rita Trujillo admin@quailroostfoundation.org

Hi Rita

As i explained earlier i will have to get back to you on the itemized expenditure as all those receipts are in Guatemala.

As for three and four all the monies were spent in the year donated so three would be \$2000.00 and four \$0.00.

I will get you the itemized expenditures in two weeks when i am down in Guatemala.

Sorry for the delay

Walter Able

----- Original Message -----

[See More](#) from Rita Trujillo

From Rita Trujillo admin@quailroostfoundation.org
Subject: Re: Prior QRF Grant to Seeds of Help Foundation
Date: November 27, 2013 at 4:27 PM
To: info@seedsofhelp.org

Dear Mr. Able,
Thank you for the documents. I have finally had a chance to review them thoroughly. The Grant Expenditure Report is not fully completed. We received the narrative report, but we did not receive number one (1) on the report *Financial Accounting* ("Itemization of expenditures made from grant funds," etc.), nor were numbers three (3) and four (4) filled in. I have attached the report as we received it and would ask that you complete the missing information and return it to us at your earliest convenience. Thank you so much for your assistance in this matter. Please don't hesitate to contact me with any questions.

Have a Happy Thanksgiving!

Warm regards,

Rita Trujillo
Executive Director

Quail Roost Foundation ~ Investing in the creation of a more just, healthy, and sustainable world

www.quailroostfoundation.org
PO Box 2035, El Prado, NM 87529
admin@quailroostfoundation.org
575-613-6990

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$2,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 19 October 2010

Grantee: Seeds of Help Foundation, Inc. 4253 Windsor Lane
Columbus, IN 47201

GRANT PURPOSE: Promoting education among the impoverished women and children in the western highlands of Guatemala.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed.
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): _____
3. Grant funds spent as of the end of Grant Period: _____
4. Amount of grant funds unspent as of the end of Grant Period: _____. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are

true, correct and complete.

BY: Walter Ahl DATE: 14 November 2011

TITLE: President

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by November 6, 2013 to Rita Trujillo,
Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035
65 NM 522 N, Unit A-1
El Prado, NM 87529

See More from info@seedsofhelp.org

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$3,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 23 February 2010

Windhorse Sanctuary

597 N.E. Ridge Loop
Madison, FL 32340

GRANT PURPOSE: Financial assistance to support the care, shelter, feeding and medical/veterinary needs of the abandoned, abused, disabled and displaced animals in the care of Windhorse Sanctuary.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. We spent \$2000 on hay and feed for the horses, \$500 on dog and cat food and \$500 on veterinary care/medicine.
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): We were able to negotiate a discount on the purchase of bulk hay, stock up on horse, dog and cat food and provide emergency medical care for our dog, Maggie who developed a serious bone infection. Her problem required surgery and expensive antibiotics which were paid for in part by this grant.
3. Grant funds paid as of the end of Grant Period: \$3,000.00
4. Amount of grant funds unspent as of the end of Grant Period: \$0.00. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Colleen Burns-Ferguson DATE: 11/11/2013

TITLE: Vice President / Director

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Please submit this sheet and all additional documents by October 31, 2013 to

Rita Trujillo, Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

PO Box 2035

El Prado, NM 87529



a non-profit 501(c)(3) organization providing a home-for-life
to displaced and special needs horses, dogs and cats

18400 NW 150th Ave , Williston, FL 32696 • BB4Windhorse@aol.com • 352-529-1007

Mr. Kerry Heubeck
Quail Roost Foundation
P.O. Box 114
San Cristobal, New Mexico 87564

April 15, 2010

Dear Kerry,

THANK YOU for your very generous donation of \$3000 to the horses, dogs and cats of Windhorse Sanctuary! Quail Roost's donation has gone a long way...we have been able to purchase enough hay to get us through the end of the winter, stock up on medications, dog and cat food and take care of some veterinary emergencies.

Most recently Maggie, one of our elderly dogs had a serious bone infection in her leg caused by a rare bacteria which required surgery and expensive antibiotics. Your donation is helping Maggie recover and continue to amble around the farm as dogs are meant to do.

Kerry, Windhorse Sanctuary is honored to be recognized by Quail Roost Foundation and we are inspired by your commitment to help so many others in need of assistance. In behalf of Apache, Maggie, Teenie, Lola, Corista, Java and the rest of us, we thank you.

Sincerely,

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

GRANT YEAR 2010

GRANT AWARDED IN THE AMOUNT OF \$1,000.00

GRANT PERIOD: 1 January 2010 to 31 December 2010, authorized on 23 December 2010

Windhorse Sanctuary

597 N.E. Ridge Loop
Madison, FL 32340

GRANT PURPOSE: Financial assistance to support the care, shelter, feeding, and medical/veterinary needs of the abandoned, abused, disabled, and displaced animals in the care of Windhorse Sanctuary.

1. **Financial Accounting:** Itemization of expenditures made from grant funds, including salaries, travel, supplies, etc. Include any additional accounting information relative to the grant. Attach additional pages if more space is needed. We spent \$200 on hay and feed, \$100 on veterinary care/medications and reserved \$700 to be put toward the purchase of a farm vehicle.
2. **Narrative Account:** Progress made in accomplishing the above Grant Purpose (attach additional pages if necessary): We were able to satisfy the immediate needs of the animals for hay, feed and medication and we immediately started to search for an appropriate farm vehicle. Our neighbor had offered us the opportunity to purchase his farm truck but later decided to keep the truck which started our search for a truck or golf cart.
3. Grant funds paid as of the end of Grant Period: \$300.00
4. Amount of grant funds unspent as of the end of Grant Period: \$700.00. (This Annual Report shall constitute Grantee's Final Report if all grant funds have been spent.)
5. Grantee asserts that it has made all expenditures in furtherance of the stated purpose of the grant.
6. Grantee asserts that it has complied with all of the terms and conditions of the grant specified in the Grant Agreement signed by the Grantee and Quail Roost Foundation OCTOBER 2013.

I declare that I am authorized to sign this report on behalf of the above organization, that I have examined the foregoing statements and to the best of my knowledge they are true, correct and complete.

BY: Philip Burns DATE: 11/11/2013
TITLE: Vice President / Director

Reports may be mailed, faxed, send via electronic mail or any other online method. As reports must be signed by an appropriate officer of Grantee, report forms must be printed and scanned if submitting electronically.

Please submit this sheet and all additional documents by October 31, 2013 to

QUAIL ROOST FOUNDATION
GRANT EXPENDITURE REPORT

Rita Trujillo, Executive Director at:
admin@quailroostfoundation.org or

Quail Roost Foundation
PO Box 2035
El Prado, NM 87529



a non-profit 501(c)(3) organization providing a home-for-life
to displaced and special needs horses, dogs and cats

18400 NW 150th Ave , Williston, FL 32696 • BB4Windhorse@aol.com • 352-529-1007

Quail Roost Foundation
P.O. Box 2035
El Prado, NM 87529-2035

December 31, 2010

Dear Friends,

THANK YOU for your very generous donation of \$1,000 to the animals of Windhorse Sanctuary! With Quail Roost's donation, we have been able to purchase hay in bulk for the horses, dog and cat food and to stock up on frequently used medications. We are also putting a portion of the funds aside to put toward a farm/work truck that our neighbor is selling.

We truly appreciate the continuing support of Quail Roost Foundation and thank Mr. Doerr for his part in issuing this grant. We value the relationships we have established with Quail Roost and its board members.

In behalf of Teddy, Java, Sage, Josie, LuLu, Maverick, Layla, Jerry Lee Lewis, Cotton and the rest of us at Windhorse Sanctuary, we thank you.

Sincerely,

Bobbie Burnes Ferguson

cc: F. Doerr