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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052

**2010**

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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 MDC/RICHMOND AMERICAN HOMES FOUNDATION		A Employer identification number 84-1561013
Number and street (or P O box number if mail is not delivered to street address) 4350 S. MONACO ST.	Room/suite	B Telephone number (see page 10 of the instructions) (303) 773-1100
City or town, state, and ZIP code DENVER, CO 80237		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 25,663,773	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		246,172	266,287		
4 Dividends and interest from securities			9,512		
5a Gross rents					
b Net rental income (or loss)					
6a Net gain or (loss) from sale of assets not on line 10		151,271			
Gross sales price for all assets on line 6a		151,271			
7 Capital gain net income (from Part IV, line 2)			90,596		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)			-7,948		
12 Total. Add lines 1 through 11		397,443	358,447		
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see page 14 of the instructions)		21,539			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)		19,857	66,351		
24 Total operating and administrative expenses. Add lines 13 through 23		41,396	66,351		
25 Contributions, gifts, grants paid		1,235,670			1,235,670
26 Total expenses and disbursements. Add lines 24 and 25		1,277,066	66,351		1,235,670
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-879,623			
b Net investment income (if negative, enter -0-)			292,096		
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

Form 990-PF (2010)

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .	50,935	67,649	67,649
	2 Savings and temporary cash investments . . . . .	21,174,598	11,032,210	11,032,210
	3 Accounts receivable ▶ 166,596		166,596	166,596
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶	1,000,000		
	Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .	31,776	45,408	45,408
	b Investments - corporate stock (attach schedule) . . . . .			
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans . . . . .				
13 Investments - other (attach schedule) . . . . .	3,821,750	13,964,985	14,428,387	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶) . . . . .				
16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	26,079,059	25,276,848	25,740,250	
<b>Liabilities</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶) . . . . .			
23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .				
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/></b>			
	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 . . . . .	26,079,059	25,276,848	
	30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	26,079,059	25,276,848	
	31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	26,079,059	25,276,848	

**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	26,079,059
2 Enter amount from Part I, line 27a . . . . .	2	-879,623
3 Other increases not included in line 2 (itemize) ▶ Mark to market- Unrealized gain . . . . .	3	363,692
4 Add lines 1, 2, and 3 . . . . .	4	25,563,128
5 Decreases not included in line 2 (itemize) ▶ Reversal of prior year unrealized gain . . . . .	5	286,280
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	25,276,848

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> JP Morgan- Highbridge Opportunity Fund				10/29/08	Various
<b>b</b> Three Peaks Capital Management				07/27/10	Various
<b>c</b> Black Canyon Partnership				Various	Various
<b>d</b> Diamond Castle Partners IV				Various	Various
<b>e</b>					

(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)
<b>a</b>			1,984.00
<b>b</b>			-3,733.00
<b>c</b>			116,047.00
<b>d</b>			-23,702.00
<b>e</b>			

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))
<b>a</b>			1,984.00
<b>b</b>			-3,733.00
<b>c</b>			116,047.00
<b>d</b>			-23,702.00
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	90,596.00
<b>3</b> 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.		<b>3</b>	

**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	837,007	25,180,181	0.0332
2008	1,223,357	26,418,000	0.0463
2007	366,317	26,837,985	0.0136
2006	1,553,274	25,979,682	0.0598
2005	1,492,708	19,447,547	0.0768

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.2297
<b>3</b> 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	<b>3</b>	0.0459
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	25,243,780
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1,158,690
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	2,921
<b>7</b> Add lines 5 and 6	<b>7</b>	1,161,611
<b>8</b> 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.	<b>8</b>	1,235,670

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .		1	2,921
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	
3 Add lines 1 and 2		3	2,921
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,921
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 16,000		
b Exempt foreign organizations-tax withheld at source	6b -		
c Tax paid with application for extension of time to file (Form 8868)	6c 0		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	16,000
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	13,079
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 13,079 Refunded		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0 (2) On foundation managers \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) Colorado, Delaware		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address ▶ _____				
14	The books are in care of ▶ <u>M.D.C. HOLDINGS, INC.</u> Telephone no ▶ <u>303-804-7736</u> Located at ▶ <u>4350 S. MONACO ST., DENVER, CO</u> ZIP + 4 ▶ <u>80237</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes X	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶ <u>Cayman Islands</u>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .	1b	
Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) . . . . .	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) . . . . .	3b	
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))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b**
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b**
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

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

**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 ☐

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services . . . . .		▶

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . .	▶

Form 990-PF (2010)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	7,859,738
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	17,768,465
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions) . . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	25,628,203
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	25,628,203
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) . . . . .	<b>4</b>	384,423
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	25,243,780
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	1,262,189

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	1,262,189
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5 . . . . .	<b>2a</b>	2,921
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	2,921
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	1,259,268
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	1,259,268
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	1,259,268

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	1,235,670
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	1,235,670
<b>5</b>	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) . . . . .	<b>5</b>	2,921
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	1,232,749

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				1,259,268
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only . . . . .			1,196,261	
<b>b</b> Total for prior years 20____, 20____, 20____			.	
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .				
<b>b</b> From 2006 . . . . .				
<b>c</b> From 2007 . . . . .				
<b>d</b> From 2008 . . . . .				
<b>e</b> From 2009 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ 1,235,670			.	
<b>a</b> Applied to 2009, but not more than line 2a . . .			1,196,261	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . .				
<b>d</b> Applied to 2010 distributable amount . . . . .				39,409
<b>e</b> Remaining amount distributed out of corpus . .				
<b>5</b> Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a) )			.	
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . .			.	
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011. . . . .				1,219,859
<b>7</b> 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) . . . . .				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .			.	
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006 . . .				
<b>b</b> Excess from 2007 . . .				
<b>c</b> Excess from 2008 . . .				
<b>d</b> Excess from 2009 . . .				
<b>e</b> Excess from 2010 . . .			.	

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

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

M.D.C. HOLDINGS, INC.

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

NONE

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

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

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

MICHAEL TOUFF/ 4350 S. MONACO ST., DENVER, CO 80237

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

NO PRE-STATED FORM

**c** Any submission deadlines:

NONE

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

NONE

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a Paid during the year</div> <div>SEE ATTACHED</div>				
<div><b>Total</b> . . . . .</div>				<div>▶ <b>3a</b> 1,235,670</div>
<div>b Approved for future payment</div>				
<div><b>Total</b> . . . . .</div>				<div>▶ <b>3b</b></div>

**Part XVI-A Analysis of Income-Producing Activities**

**Enter gross amounts unless otherwise indicated**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a N/A					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities . . . .					
5 Net rental income or (loss) from real estate.					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property .					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e) . . . .					
13 Total. Add line 12, columns (b), (d), and (e) . . . . .					

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

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

[illegible]



Form 990-PF  
Part XV, Item 3(a)

Recipient				
The Denver Post- Season To Share (a McCormick Foundation fund) 101 W Colfax Ave Denver, CO 80202	N/A	501(c)(3)	For support of local nonprofit agencies focusing on serving children, the homeless the hungry and those in need of medical care	100 000
Breakthrough Kent Denver 4000 E Quincy Ave Englewood CO 80113	N/A	501(c)(3)	To support programs to elevate education at the school	2 500
State of Colorado (Office of the Governor) Emergency Assistance Fund 136 State Capitol Denver, CO 80203	N/A	501(c)(3)	To provide emergency assistance to victims of the	100 000
Denver Public Schools Foundation 900 Grant Street, Suite 503 Denver, CO 80203	N/A	501(c)(3)	To raise and manage funds make strategic program investments, and serve as community leaders so that all children have the opportunity to succeed	25 000
Latin American Education Foundation (LAEF) 561 Santa Fe Drive Denver, CO 80204	N/A	501(c)(3)	To provide access to higher education for Hispanics throughout Colorado	3 000
Concerts for Kids 1616 17th Street, Suite 462 Denver, CO 80202	N/A	501(c)(3)	To support National Guard and Military Reserve families	10 000
Colorado State University Foundation 410 University Services Center Fort Collins CO 80523	N/A	501(c)(3)	To assist in promoting educational opportunities at the university	2,500
Ace Mentor Program of Colorado 400 Main St Stamford CT 06901	N/A	501(c)(3)	To provide mentoring services to high school students	1,000
Denver Center for the Performing Arts 1101 13th St Denver, CO 80204	N/A	501(c)(3)	To support cultural activities in Denver	16 000
Bessie's Hope (Formerly Rainbow Bridge) 1761 Ogden Street Denver, CO 80218	N/A	501(c)(3)	To enhance the quality of life for nursing home/ assisted living elders and bring generations together in mutually rewarding relationships	5,000
Alliance for Choice in Education 1201 E Colfax Ave Suite 302 Denver, CO 80218	N/A	501(c)(3)	To provide Colorado's low-income families access to quality K-12 education through scholarships	15,000
Volunteers of America (Colorado Branch) 2660 Lanmer Street Denver, CO 80205	N/A	501(c)(3)	To help those in need to rebuild their lives and reach their full potential	10,000
Project Pave 2051 York St Denver CO 80205	N/A	501(c)(3)	To empower youth to end the cycle of relationship violence	18,000
Biennial of the Americas (City of Denver) 200 W 14th Ave Denver, CO 80202	N/A	501(c)(3)	To create awareness and cohesion between the US and its Latin American neighbors	100,000
Cancer League of Colorado 8453 E Fox Hill Pl Englewood, CO 80112-1857	N/A	501(c)(3)	For support of cancer research and patient care in Colorado	10,000
National Jewish Health 1400 Jackson Street, M106 Denver, CO 80206	N/A	501(c)(3)	For support of medical research benefiting children with life-threatening asthma	10,000
Denver Health Foundation 655 Broadway, Ste 750 Denver, CO 80203	N/A	501(c)(3)	To support research on men's health issues	10 000
Regis University 3333 Regis Boulevard Denver, CO 80221	N/A	501(c)(3)	To support education in accordance with Catholic values	1,000
National Multiple Sclerosis Society 733 Third Avenue New York NY 10017	N/A	501(c)(3)	To fund comprehensive and vital programs and services for people living with MS and their families in Colorado	2,500

Form 990-PF  
Part XV, Item 3(a)

Recipient				
The Denver Foundation (The Denver Rubber Duck Drop) 55 Madison St 8th floor Denver CO 80206	N/A	501(c)(3)	To provide local public elementary schools with needed funds that will enable them to purchase classroom supplies, books, computers, and fund after-school programs	2,000
Angel Eyes (Formerly Colorado SIDS) 425 S Cherry Street, Suite 890 Denver, CO 80246	N/A	501(c)(3)	To help families and others cope with the sudden unexpected death of an infant or toddler while raising awareness, providing education and supporting research regarding SUIC, and SUDC	1,000
Families First 2163 S Yosemite Street Denver, CO 80231	N/A	501(c)(3)	To help fund the prevention and treatment of child abuse and neglect, and support Colorado families in need	5,000
California Homebuilding Foundation 1215 K St Sacramento, CA 95814	N/A	501(c)(3)	Provides scholarships for those students interested in the homebuilding industry	5,000
Porter Hospice Foundation 7995 East Prentice Ave, Suite 204 Greenwood Village CO 80111	N/A	501(c)(3)	To provide financial support to Porter Hospice and help to facilitate and improve end-of-life care for people of its community	5,000
The Muscular Dystrophy Association 8101 E Prentice Ave Suite 815 Englewood, CO 80111	N/A	501(c)(3)	To help raise funds and find treatments and a cure for neuromuscular diseases	5,000
The Denver Hospice 501 S Cherry St Denver CO 80246	N/A	501(c)(3)	To assist those with advanced illness with care and compassion	5,000
Operation TBI Freedom 9900 E Iliff Ave Denver CO 80231	N/A	501(c)(3)	To assist returning soldiers with traumatic brain injuries	1,000
Colorado Symphony Orchestra 1000 14th St Denver CO 80202	N/A	501(c)(3)	To support cultural activities	5,000
U S Ski & Snowboarding Team Foundation 1500 Kearns Blvd Park City UT 84060	N/A	501(c)(3)	To support athletes in all disciplines of the U S Ski Team and U S Snowboarding including alpine, cross country freestyle jumping, as well as the U S Adaptive Ski Team	1,500
Seeds of Peace 370 Lexington Ave, Suite 2103 New York NY 10017	N/A	501(c)(3)	To support efforts to empower young leaders from regions of conflict with leadership skills required to advance reconciliation and coexistence	5,000
Ace Mentor Program of Colorado 400 Main St Stamford CT 06901	N/A	501(c)(3)	To provide mentoring services to high school students	3,000
Mother Mary's Sober Home 9200 West Cross Dr Littleton, CO 80123	N/A	501(c)(3)	To provide healing and empowerment to individuals with addictions	5,000
Denver Scholarship Foundation 303 E 17th Ave Denver, CO 80203	N/A	501(c)(3)	To provide scholarships to needy and deserving individuals	10,000
The Leukemia & Lymphoma Society c/o Rocky Mountain Chapter 5353 W Dartmouth Ave, Suite 400 Denver CO 80227	N/A	501(c)(3)	To cure leukemia lymphoma Hodgkin's disease and myeloma and to improve the quality of life of patients and their families	10,000
Global Down Syndrome Foundation 3300 E First Ave Denver, CO 80206	N/A	501(c)(3)	To assist those with Down's Syndrome	50,000
Diamonds in the Rough Foundation c/o Hyde Park 3000 E 1st Ave, Suite 243 Denver, CO 80206	N/A	501(c)(3)	To support the 11th annual Diamonds in the Rough Charity Golf Classic which will benefit Judi's House, YouthBuz, and Children's Hospital	10,000
Denver Health Foundation 655 Broadway, Ste 750 Denver CO 80203	N/A	501(c)(3)	To support research on men's health issues	1,500
The Kempe Foundation 13123 E 16TH AVE Aurora, CO 80045	N/A	501(c)(3)	To provide training, education and consultation programs to prevent and treat child abuse and neglect in Colorado and throughout the nation	15,000



Form 990-PF  
Part XV, Item 3(a)

Recipient					
AMC Cancer Research Center 3401 Quebec Street Suite 3200 Denver, CO 80207	N/A	501(c)(3)	To raise awareness and funds for the CU Cancer Center to support its outstanding programs in cancer care education, research, and service to the nation	1,000	
The Colorado Thrift Group 10 Lake Circle Colorado Springs, CO 80906	N/A	170(b)(1)(A)(vi)	To provide community services	10,000	
The Cunningham Foundation c/o Noel Cunningham 1700 Humboldt Street Denver, CO 80218	N/A	501(c)(3)	To further work in involving Colorado youth in philanthropy and supporting health and education programs in Ethiopia	1,500	
Mental Health America of Colorado (Denver) 1385 S Colorado Blvd Suite 610 Denver CO 80222	N/A	501(c)(3)	To promote mental health expand access to services and transform systems of healthcare	10,000	
Parents Challenge 2 N Cascade Ave Ste 1280 Colorado Springs, CO 80903	N/A	501(c)(3)	To empower low income parents with educational choices for their children	2,000	
The Cherry Creek Rotary Foundation P O Box 480763 Glendale, CO 80246	N/A	501(c)(3)	To meet the various needs of individuals in the community	500	
Church World Service 4130 Tejon St Suite B Denver, CO 80211	N/A	501(c)(3)	To support the HIV/AIDS program of the Africa Initiative of Church World Service	5,000	
Rocky Mountain Sertoma Club 4670 Diamond Dr Colorado Springs, CO 80918	N/A	501(c)(3)	To aid individuals with hearing problems	1,000	
Nevada Diabetes Association 1005 Terminal Way Reno, NV 89502	N/A	501(c)(3)	To improve the lives of individuals with diabetes	3,500	
Rocky Mountain Children's Law 1325 S Colorado Blvd Denver CO 80222	N/A	501(c)(3)	To provide legal assistance to economically disadvantaged individuals	2,500	
Sense of Security 8774 Yates Drive, Suite 330 Westminster CO 80031	N/A	501(c)(3)	To help individuals dealing with the life-altering effects of breast cancer and its treatments meet their basic financial needs (housing food child care and transportation, etc )	5,000	
The Adoption Exchange 14232 E Evans Ave Aurora CO 80014	N/A	501(c)(3)	To find "forever families" for children in foster care	5,000	
Operation Smile 806 North Rexford Dr Beverly Hills, CA 90210	N/A	501(c)(3)	To cure facial deformities for individuals who cannot otherwise afford surgery	2,000	
Alzheimer's Women's Auxiliary for Research and Education (AWARE) c/o Alzheimer Association of Colorado 455 Sherman Street, Suite 500 Denver, CO 80203	N/A	501(c)(3)	To raise fund and support research to find new treatments and a cure to this fatal disease	3,000	
Safehouse Denver 1649 Downing St Denver CO 80218	N/A	501(c)(3)	To serve victims of domestic violence and provide shelter	5,500	
Seeds of Peace 370 Lexington Ave NY, NY 10017	N/A	501(c)(3)	Dedicated to empowering young leaders from regions of conflict with leadership skills to advance reconciliation	1,000	
Denver Center for Performing Arts 2010 1101 13th St Denver, CO 80204	N/A	501(c)(3)	To support cultural events in Denver	50,000	
Susan G Komen Breast Cancer Foundation 1835 Franklin St Denver, CO 80218	N/A	501(c)(3)	To support research in finding a cure for cancer	6,670	
Arapahoe House	N/A	501(c)(3)	To assist in curing addictions	5,000	

Form 990-PF  
Part XV, Item 3(a)

Recipient					
8801 Lipan St Thornton CO 80280					
Judi's House 1711 Gaylord St Denver, CO 80206	N/A	501(c)(3)	Bereavement support for grieving children and teens		5,200
Jewish Family Service (Reel Hope) 3201 S Tamarac Dr Denver, CO 80231	N/A	501(c)(3)	To assist the economically disadvantaged, the elderly, refugees, and the disabled		2,500
National Western Stock Show/Citizen of the West 4655 Humboldt St Denver CO 80216	N/A	501(c)(3)	To support historic stock show in Colorado		2,200
AMC Cancer Fund 3401 Quebec St Denver CO 80207	N/A	501(c)(3)	To support research for a cure for cancer specific to men		1,100
I have a Dream Foundation 1836 Grant St Denver CO 80203	N/A	501(c)(3)	To assist disadvantaged individuals achieve academic success		12,000
National Jewish Health (Bella Sera) 1400 Jackson St Denver CO 80206	N/A	501(c)(3)	To support research for medical cures		10,000
American Jewish Joint Distribution Committee 9725 E Hampden Ave Denver CO 80231	N/A	501(c)(3)	To provide humanitarian assistance to individuals in crisis and poverty		12,000
Sewall Child Development Center 1360 Vine St Denver, CO 80206	N/A	501(c)(3)	To assist children with autism and other learning disabilities achieve success in life		5,000
Baldwin Elementary School PTA 9705 S Main St Manassas VA 20110	N/A	501(c)(3)	To prevent bullying and build character		500
Legal Aid Foundation of Colorado 1900 Grant St Denver, CO 80203	N/A	501(c)(3)	To provide legal aid to the poor		5,000
Wellspring Community 17011 Lincoln Ave Parker, CO 80134	N/A	501(c)(3)	To empower adults with special needs		500
Colorado State Fair Express 800 18th St Denver, CO 80202	N/A	501(c)(4)	To support a historic train event		8,500
Navy League of the US Colorado Springs Council 711 S Tejon St Colorado Springs CO 80903	N/A	501(c)(3)	To honor remaining Colorado servicemen who survived Pearl Harbor		1,000
Colorado Council for Economic Education 3443 S Galena St Denver, CO 80231	N/A	501(c)(3)	To improve the quality of economic education		1,000
National Homeland Defense Foundation C/O Don Addy 1259 Lake Plaza Dr., Suite 250 Colorado Springs, CO 80906	N/A	Public charity	To provide financial assistance to the families of the armed services		10,000
2010 Denver Post-Season to Share (a McCormick Foundation fund) 101 W Colfax Ave Denver, CO 80202	N/A	501(c)(3)	For support of local nonprofit agencies focusing on serving children, the homeless, the hungry and those in need of medical care		100,000
Denver Health Foundation 655 Broadway, Ste 750 Denver CO 80203	N/A	501(c)(3)	To support research on men's health issues		2,500
Fidelity Investments Charitable Gift Fund 100 Crosby Parkway Mailzone KC1D-FCS Covington, KY 41015-9325	N/A	501(c)(3)	To establish a donor-advised fund program that recommends funds to be distributed to qualified nonprofit organizations		350,000
					<u>1,235,670</u>

FORM 990-PF

Part VIII. Question 1

<u>Name and Address</u>	<u>Title, &amp; Average Hours per Week</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit &amp; Deferred Compensation Plans</u>	<u>Expense Acct. &amp; Other Allowances</u>
Larry A Mizel 4350 S Monaco Street Denver, CO 80237	Chairman, CEO and Assistant Secretary, Trustee 0-5 Hours per Week	\$0 00	\$0 00	\$0 00
Joseph H Fretz 4350 S Monaco Street Denver, CO 80237	Secretary 0-5 Hours per Week	\$0 00	\$0 00	\$0 00
John J Heaney 4350 S Monaco Street Denver, CO 80237	Vice President and Treasurer 0-5 Hours per Week	\$0 00	\$0 00	\$0 00
Steven J Borick 4350 S Monaco Street Denver, CO 80237	Trustee 0-5 Hours per Week	\$0 00	\$0 00	\$0 00
David D Mandarich 4350 S Monaco Street Denver, CO 80237	President & Trustee 0-5 Hours per Week	\$0 00	\$0 00	\$0 00
Michael Touff 4350 S Monaco Street Denver, CO 80237	Vice President 0-5 Hours per Week	\$0 00	\$0 00	\$0 00
Gilbert Goldstein 4350 S Monaco Street Denver, CO 80237	Trustee 0-5 Hours per Week	\$0 00	\$0 00	\$0 00

**Part II, Question 10b**

**Shares held by Foundation**

	01/01/10 Beginning of Year Book Value	12/31/10 End of Year Book Value	12/31/10 End of Year FMV
Citigroup	31,776	45,408	45,408
	31,776	45,408	45,408

**Part II, Question 13**

**Shares held by Foundation**

	01/01/10 Beginning of Year Book Value	12/31/10 End of Year Book Value	12/31/10 End of Year FMV
Black Canyon/Platte River Diamond/Lanx/Hovde/Three Peaks	3,821,750	13,964,985	14,428,387
	3,821,750	13,964,985	14,428,387

**FORM 990-PF**

	Column (a)	Column (b)
<b><u>Part I, Line 11</u></b>		
Other Income		
Partnership Loss	0	(7,948)
Total	<u>0</u>	<u>(7,948)</u>
<b><u>Part I, Line 18</u></b>		
Taxes		
Estimated Excise Tax	16,000	0
Annual Excise Tax	5,539	0
Total	<u>21,539</u>	<u>0</u>
<b><u>Part I, Line 23</u></b>		
Other Expenses.		
Partnership Deductions	0	46,494
Licenses & Fees	349	349
Seminars	2,200	2,200
Bank Service Charges	17,308	17,308
Total	<u>19,857</u>	<u>66,351</u>

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

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

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

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

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

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

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

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

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	MDC/RICHMOND AMERICAN HOMES FOUNDATION	84-1561013
	Number, street, and room or suite no. If a P.O. box, see instructions	
	4350 S. MONACO ST.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	DENVER, CO 80237	

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

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

- The books are in the care of ▶ M.D.C. HOLDINGS, INC.

Telephone No ▶ 303-804-7736FAX No ▶ 720-977-4327

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year 20 10 or
- ▶ ☐ tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	3,245
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	16,000
c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	0

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☐

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

<b>Type or print</b> File by the extended due date for filing your return. See instructions	Name of exempt organization	Employer identification number 84-1561013
	Number, street, and room or suite no. If a P O box, see instructions	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	

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

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

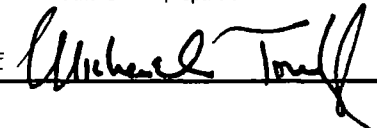
**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of ☐ Telephone No. ☐ FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for
- I request an additional 3-month extension of time until ☐ , 20 ☐
- For calendar year ☐ , or other tax year beginning ☐ , 20 ☐ , and ending ☐ , 20 ☐
- If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension ☐

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

**Signature and Verification**

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

Signature ☐ Michael Touff  Title ☐ VICE PRESIDENT Date ☐ 5/12/11

Form 8868 (Rev. 1-2011)