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

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

2010

For calendar year 2010, or tax year beginning

, 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

A Employer identification number

84-1569045

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

Room/suite

B Telephone number (see page 10 of the instructions)

(303) 830-1200

City or town, state, and ZIP code

C If exemption application is pending check here ► 

ENGLEWOOD, CO 80110

D 1 Foreign organizations, check here ► H Check type of organization  Section 501(c)(3) exempt private foundation2 Foreign organizations meeting the 85% test, check here and attach computation ►  Section 4947(a)(1) nonexempt charitable trustE If private foundation status was terminated under section 507(b)(1)(A), check here ► 

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$

J Accounting method  Cash  AccrualF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

552,592.

Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	0			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	295	295		ATCH 1
4	Dividends and interest from securities	8,108	8,108		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	10,645			
b	Gross sales price for all assets on line 6a	137,148			
7	Capital gain net income (from Part IV, line 2)		10,645		
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)				
12	<b>RECEIVED</b> Total. Add lines 1 through 11	19,048	19,048		
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) ATCH 3	1,115	1,115	0	0
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) **	12	12		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	6,006	6,006		
24	Total operating and administrative expenses				
	Add lines 13 through 23	7,133	7,133	0	0
25	Contributions, gifts, grants paid	19,000			19,000
26	Total expenses and disbursements. Add lines 24 and 25	26,133	7,133	0	19,000
27	Subtract line 26 from line 12	-7,085			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		11,915		
c	Adjusted net income (if negative, enter -0-)				

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

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\*\* ATCH 4

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PAGE 1

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	141,286.	219,892.	219,892.
	3	Accounts receivable ►			
		Less. allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	238,595.	301,292.	332,700.
	c	Investments - corporate bonds (attach schedule)			
<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ► (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
<b>Net Assets or Fund Balances</b>		Less accumulated depreciation ► (attach schedule)			
	15	Other assets (describe ► )			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) .	379,881.	521,184.	552,592.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
<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>	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► )			
	23	Total liabilities (add lines 17 through 22) .		0.	
<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/></b>	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	27	Capital stock, trust principal, or current funds	230,231.	378,594.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
<b>30</b>	29	Retained earnings, accumulated income, endowment, or other funds	149,650.	142,590.	
	30	Total net assets or fund balances (see page 17 of the instructions)	379,881.	521,184.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	379,881.	521,184.	

**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	379,881.
2	Enter amount from Part I, line 27a	2	-7,085.
3	Other increases not included in line 2 (itemize) ► ATTACHMENT 6	3	148,388.
4	Add lines 1, 2, and 3	4	521,184.
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	521,184.

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**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 SEE PART IV SCHEDULE</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>		
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>	<b>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</b>		<b>2</b>	<b>10,645.</b>	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> 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>{</b>		<b>3</b>	<b>.</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**

<b>(a) Base period years Calendar year (or tax year beginning in)</b>	<b>(b) Adjusted qualifying distributions</b>	<b>(c) Net value of noncharitable-use assets</b>	<b>(d) Distribution ratio (col. (b) divided by col. (c))</b>
2009			
2008			
2007			
2006			
2005			

<b>2 Total of line 1, column (d) . . . . .</b>	<b>2</b>
<b>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 . . . . .</b>	<b>3</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 . . . . .</b>	<b>4</b>
<b>5 Multiply line 4 by line 3 . . . . .</b>	<b>5</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .</b>	<b>6</b>
<b>7 Add lines 5 and 6 . . . . .</b>	<b>7</b>
<b>8 Enter qualifying distributions from Part XII, line 4 . . . . .</b>	<b>8</b>
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	(attach copy of ruling letter if necessary - see instructions)	1	238 .
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		
3	Add lines 1 and 2 . . .	3		238 .
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		238 .
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010 . . .	6a		
b	Exempt foreign organizations-tax withheld at source . . .	6b		0 .
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		0 .
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		238 .
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10		
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	Refunded	►	11

**Part VII-A Statements Regarding Activities**

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? . . .	Yes	No
1b	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	
1c	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . .	X	
3	<i>If "Yes," attach a detailed description of the activities</i>		
4a	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	X	
4b		X	
5	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	X	
6	<i>If "Yes," has it filed a tax return on Form 990-T for this year?</i> . . .		
7	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .	X	
8a	<i>If "Yes," attach the statement required by General Instruction T</i>		
8b	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	
9	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i> . . .		
10	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► CO, . . .		
	<i>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</i> . . .	X	
	<i>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</i> . . .	X	
	<i>10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

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

11		X
12		X
13	X	
Website address ► N/A		
14	Telephone no ►	
Located at ► 35 VIKING DRIVE DENVER, CO ZIP + 4 ► 80110		
15	► [15]	
16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .	1b	X
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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
If "Yes," list the years ► 2006		
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	X
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	X
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b. If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	X	
Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input checked="" type="checkbox"/>				
c. If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a. Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b. Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X	
If "Yes" to 6b, file Form 8870				
7a. At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	X	

**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
KENNETH P HAUGHEY 35 VIKING DRIVE	PRESIDENT	-0-	-0-	-0-
ELIZABETH H HAUGHEY 35 VIKING DRIVE	SECRETARY			
-----				
-----				
-----				

**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 . . . . . ►

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

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

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

Total number of others receiving over \$50,000 for professional services . . . . . ► NONE

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

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

1	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.

1	NONE	
2		

All other program-related investments. See page 24 of the instructions.

**Total. Add lines 1 through 3 . . . . .**

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes	
a Average monthly fair market value of securities	1a 295,078.
b Average of monthly cash balances	1b 180,589.
c Fair market value of all other assets (see page 25 of the instructions)	1c 0.
d <b>Total</b> (add lines 1a, b, and c)	1d 475,667.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2 Acquisition indebtedness applicable to line 1 assets	2 0.
3 Subtract line 2 from line 1d	3 475,667.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4 7,135.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 468,532.
6 Minimum investment return. Enter 5% of line 5	6 23,427.

**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 23,427.
2a Tax on investment income for 2010 from Part VI, line 5	2a 238.
b Income tax for 2010. (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b	2c 238.
3 Distributable amount before adjustments Subtract line 2c from line 1	3 23,189.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 23,189.
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 23,189.

**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 19,000.
b Program-related investments - total from Part IX-B	1b 0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2 0.
3 Amounts set aside for specific charitable projects that satisfy the	
a Suitability test (prior IRS approval required)	3a 0.
b Cash distribution test (attach the required schedule)	3b 0.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 19,000.
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 N/A
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 19,000.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7 . . . . .				23,189.
2 Undistributed income, if any, as of the end of 2010			17,759.	
a Enter amount for 2009 only . . . . .				
b Total for prior years 20 08 20 07 20 06		926.		
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .				
b From 2006 . . . . .				
c From 2007 . . . . .				
d From 2008 . . . . .				
e From 2009 . . . . .	0.			
f Total of lines 3a through e . . . . .	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 19,000.			17,759.	
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 . . . . .				1,241.
e Remaining amount distributed out of corpus . . . . .	0.			
5 Excess distributions carryover applied to 2010. (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		926.		
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 . . . . .		926.		
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. . . . .				21,948.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	0.			
10 Analysis of line 9				
a Excess from 2006 . . . . .				
b Excess from 2007 . . . . .				
c Excess from 2008 . . . . .				
d Excess from 2009 . . . . .				
e Excess from 2010 . . . . .	0.			

**Part XIV. Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE**

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

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

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

N/A

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

N/A

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

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

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

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

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

Recipient	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i>				
ATTACHMENT 7				
<b>Total</b>			► 3a	19,000.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities . . . . .			14	8,403.	
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory			18	10,645.	
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . . . .					
11 Other revenue a					
b					
c OTHER INCOME			18		
d					
e					
12 Subtotal Add columns (b), (d), and (e) . . . . .				19,048.	
13 Total Add line 12, columns (b), (d), and (e)					19,048.

**Relationship of Activities to the Accomplishment of Exempt Purposes**

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

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

**b** If "Yes," complete the following schedule

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

Sign  
Here

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

Kenneth P. Hawley  
Signature of officer or trustee

5/12/2011

Date

→ Managing Member

>Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<i>Tec Niles</i>		<i>5/14/2011</i>		P00437383
	Firm's name ► BKD, LLP			Firm's EIN ► 44-0160260	
Firm's address ► 1700 LINCOLN STREET, SUITE 1400 DENVER, CO		80203		Phone no 303-861-4545	

**Form 990-PF (2010)**

JSA

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PAGE 13

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		MERRILL LYNCH #04155 (SEE ATTACHED) PROPERTY TYPE: SECURITIES				P	VARIOUS 69.	VARIOUS
		MERRILL LYNCH #04155 (SEE ATTACHED) PROPERTY TYPE: SECURITIES				P	VARIOUS 10,576.	VARIOUS
TOTAL GAIN(LOSS) .....							<u>10,645.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MERRILL LYNCH	295.	295.
TOTAL	<u>295.</u>	<u>295.</u>

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERRILL LYNCH	8,108.	8,108.
TOTAL	<u>8,108.</u>	<u>8,108.</u>

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BKD, LLP	1,115.	1,115.	1,115.	0.
TOTALS	<u>1,115.</u>	<u>1,115.</u>	<u>1,115.</u>	<u>0.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
TAXES	12.	12.
TOTALS	<u><u>12.</u></u>	<u><u>12.</u></u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
<u>INVESTMENT FEES</u>	<u>6,006.</u>	<u>6,006.</u>
<b>TOTALS</b>	<b><u>6,006.</u></b>	<b><u>6,006.</u></b>

ATTACHMENT 5

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CASH CONTRIBUTIONS	148,363.
OTHER MISCELLANEOUS	25.
TOTAL	<u>148,388.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ALLIANCE FOR CHOICE IN EDUCATION 1201 EAST COLFAX AVENUE SUITE 302 DENVER, CO 80218		CHARITABLE CAUSES	2,000.
ANCHOR CENTER FOR BLIND CHILDREN 2550 ROSLYN STREET DENVER, CO 80238		CHARITABLE CAUSES	500.
RONALD McDONALD HOUSE CHARITIES OF DENVER, INC 1300 EAST 21ST AVENUE DENVER, CO 80205		CHARITABLE CAUSES	2,000.
HOMES FOR OUR TROOPS 37 MAIN STREET TAUNTON, MA 02780		CHARITABLE CAUSES	1,000.
AMERICAN LEGION AUXILIARY 7465 EAST 1ST AVENUE #D DENVER, CO 80230		CHARITABLE CAUSES	1,000.
THE SALVATION ARMY P.O. BOX 2369 DENVER, CO 80201		CHARITABLE CAUSES	2,000.

ATTACHMENT 7

## FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

## ATTACHMENT 7 (CONT'D)

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

## RECIPIENT NAME AND ADDRESS

SUSAN G. KOMEN FOUNDATION  
1895 SOUTH FRANKLIN STREET  
DENVER, CO 80210

THE CHALLENGE FOUNDATION  
4545 SOUTH UNIVERSITY AVENUE  
ENGLEWOOD, CO 80113

BOLD, BRAVE, COURAGEOUS  
48 BL/STATE PLAZA  
OLD TAPPAN, NJ 07675

WOUNDED WARRIOR PROJECT  
P.O. BOX 75816  
TOPEKA, KS 66675

COLORADO ACADEMY - HORIZONS PROGRAM  
3800 SOUTH PIERCE STREET  
DENVER, CO 80235

CHELEY FOUNDATION  
1 RED STONE COURT  
BLOOMINGTON, CO 81704

## FOUNDATION STATUS OF RECIPIENT

CHARITABLE CAUSES

CHARITABLE CAUSES

CHARITABLE CAUSES

CHARITABLE CAUSES

CHARITABLE CAUSES

CHARITABLE CAUSES

## PURPOSE OF GRANT OR CONTRIBUTION

1,000.

2,000.

1,000.

2,000.

1,000

1,000

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

## FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

EVANS SCHOLARS FOUNDATION  
ONE BRIAR ROAD  
GOLF, IL 60029

UNIVERSITY OF DENVER - WOMEN'S GOLF  
2199 SOUTH UNIVERSITY BLVD  
DENVER, CO 80210

CANCER CARE

## PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

1,000.

CHARITABLE CAUSES

500.

CHARITABLE CAUSES

1,000

## TOTAL CONTRIBUTIONS PAID

19,000

**SCHEDULE D  
(Form 1041)**Department of the Treasury  
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

**2010**► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for  
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

Name of estate or trust

HAUGHEY FAMILY FOUNDATION

Employer identification number

84-1569045

Note: Form 5227 filers need to complete **only** Parts I and II**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	1b	69.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet . . . . .	4 ( )	
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ► 5		69.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	6b	10,576.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	8	
9 Capital gain distributions . . . . .	9	
10 Gain from Form 4797, Part I . . . . .	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet . . . . .	11 ( )	
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ► 12		10,576.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see instr)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
<b>Caution: Read the instructions before completing this part.</b>				
13 Net short-term gain or (loss) . . . . .	13			69.
14 Net long-term gain or (loss):				
a Total for year . . . . .	14a			10,576.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	14b			
c 28% rate gain . . . . .	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ►	15			10,645.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

<b>Part IV Capital Loss Limitation</b>	
16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16 ( )
a The loss on line 15, column (3) or b \$3,000	

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover.

#### **Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	17			
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	18			
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	19			
20 Add lines 18 and 19 . . . . .	20			
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ►	21			
22 Subtract line 21 from line 20 If zero or less, enter -0- . . . . .	22			
23 Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	23			
24 Enter the smaller of the amount on line 17 or \$2,300 . . . . .	24			
25 Is the amount on line 23 equal to or more than the amount on line 24?				
<input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box	25			
<input type="checkbox"/> No. Enter the amount from line 23 . . . . .	26			
26 Subtract line 25 from line 24 . . . . .	26			
27 Are the amounts on lines 22 and 26 the same?				
<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	27			
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	28			
28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	28			
29 Subtract line 28 from line 27 . . . . .	29			
30 Multiply line 29 by 15% ( 15 ) . . . . .	30			
31 Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	31			
32 Add lines 30 and 31 . . . . .	32			
33 Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	33			
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	34			

Schedule D (Form 1041) 2010

## Continuation Sheet for Schedule D (Form 1041)

2010

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

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**Name of estate or trust**

HAUGHEY FAMILY FOUNDATION

**Employer identification number**  
84-1569045

## Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co )	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a MERRILL LYNCH #04155 (SEE ATTACHED)	VARIOUS	VARIOUS			69.

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . . 69 .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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**Schedule D-1 (Form 1041) 2010**

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JSA

JCA  
0F1221 1 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

**Employer identification number**

## Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

**6b Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . . 10,576.

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**Schedule D-1 (Form 1041) 2010**

JSA  
0F1222 1 000

# EMA® Fiscal Statement

HAUGHEY FAMILY FOUNDATION

## FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
<b>Dividends and Interest</b>						
04/07/10	Divd Reinv	13	FPA NEW INCOME INC	124.26		
07/08/10	Dividend		FPA NEW INCOME INC		124.26	
07/08/10	Reinvestment		FPA NEW INCOME INC			124.26
07/08/10	Divd Reinv	11	FPA NEW INCOME INC	146.17		
10/07/10	Dividend		FPA NEW INCOME INC		146.17	
10/07/10	Reinvestment		FPA NEW INCOME INC			146.17
10/07/10	Divd Reinv	13	FPA NEW INCOME INC			146.17
			Sub Total		418.06	
			Net Total	8,100.15		8,105.31
<b>Other Activity</b>						
01/05/10	Journal Entry		MFA QTRLY FEE	1,271.29		
04/06/10	Journal Entry		MFA QTRLY FEE		1,528.41	
07/07/10	Journal Entry		MFA QTRLY FEE		279.00	
07/14/10	Journal Entry		MFA QTRLY FEE		1,246.47	
10/13/10	Journal Entry		MFA QTRLY FEE		1,531.22	
12/31/10	Journal Entry		TRANSFERRED FROM			48,363.22
			Net Total		5,856.39	
						48,363.22

## REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1,760.5700	TCW TOTAL RETURN BOND I	10/13/09	04/22/10	17,640.90	17,816.95	(176.05) ST
11.0000	TCW TOTAL RETURN BOND I	11/02/09	04/22/10	110.21	112.20	(1.99) ST
11.0000	TCW TOTAL RETURN BOND I	11/30/09	04/22/10	110.22	112.64	(2.42) ST
1.0000	TCW TOTAL RETURN BOND I	12/01/09	04/22/10	10.02	10.23	(0.21) ST
25.0000	TCW TOTAL RETURN BOND I	12/30/09	04/22/10	250.50	248.25	2.25 ST
333.0000	TCW TOTAL RETURN BOND I	01/04/10	04/22/10	3,336.66	3,303.36	33.30 ST
1.0000	TCW TOTAL RETURN BOND I	01/05/10	04/22/10	10.02	9.95	0.07 ST

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Account No 51v-04155

# EMA<sup>®</sup> Fiscal Statement

HAUGHEY FAMILY FOUNDATION

## REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
14.0000	TCW TOTAL RETURN BOND I	01/29/10	04/22/10	140.42	140.42	(0.14) ST
13.0000	TCW TOTAL RETURN BOND I	02/26/10	04/22/10	129.48	130.26	0.78 ST
1.0000	TCW TOTAL RETURN BOND I	03/01/10	04/22/10	9.96	10.02	0.06 ST
12.0000	TCW TOTAL RETURN BOND I	03/31/10	04/22/10	118.92	120.26	1.34 ST
290.3150	PIMCO REAL RETURN FUND	10/15/08	04/22/10	3,193.47	3,191.53	301.94 LT
573.1940	WF GOVT SEC'S FD INV CL	05/05/08	04/22/10	6,167.55	6,052.92	114.63 LT
118.0000	WF GOVT SEC'S FD INV CL	05/05/08	04/22/10	1,269.68	1,246.08	23.60 LT
1.0000	WF GOVT SEC'S FD INV CL	05/06/08	04/22/10	10.76	10.55	0.21 LT
3.0000	WF GOVT SEC'S FD INV CL	05/30/08	04/22/10	32.28	31.38	0.90 LT
1.0000	WF GOVT SEC'S FD INV CL	06/02/08	04/22/10	10.76	10.49	0.27 LT
4.0000	WF GOVT SEC'S FD INV CL	06/30/08	04/22/10	43.04	41.80	1.24 LT
4.0000	WF GOVT SEC'S FD INV CL	07/31/08	04/22/10	43.04	41.60	1.44 LT
1.0000	WF GOVT SEC'S FD INV CL	08/01/08	04/22/10	10.76	10.41	0.35 LT
4.0000	WF GOVT SEC'S FD INV CL	08/29/08	04/22/10	43.04	41.80	1.24 LT
3.0000	WF GOVT SEC'S FD INV CL	09/30/08	04/22/10	32.28	31.41	0.87 LT
1.0000	WF GOVT SEC'S FD INV CL	10/01/08	04/22/10	10.76	10.50	0.26 LT
333.0000	WF GOVT SEC'S FD INV CL	10/15/08	04/22/10	3,583.08	3,449.87	133.21 LT
142.0000	WF GOVT SEC'S FD INV CL	10/15/08	04/22/10	1,527.94	1,471.11	56.83 LT
273.0310	FPA NEW INCOME INC	02/25/08	04/22/10	3,000.61	3,022.45	(21.84) LT
229.0000	COLMB VALUE & RESTRUCT Z	10/13/09	07/07/10	9,047.79	9,469.15	(421.36) ST
0.6200	COLMB VALUE & RESTRUCT Z	06/24/10	07/07/10	24.50	25.66	(1.16) ST
59.0000	HARBOR INT'L FD INVEST CL	05/05/08	07/07/10	2,964.75	4,237.39	(1,272.64) LT
0.4670	HARBOR INTERNATIONAL	05/06/08	07/07/10	23.47	33.54	(10.07) LT
0.1370	HARBOR INT'L FD INVEST CL	06/18/10	07/07/10	6.88	6.98	(0.10) ST
191.0000	EV LG CAP VAL I	04/08/09	07/07/10	3,015.89	2,447.30	568.59 LT
0.2240	EV LG CAP VAL I	06/18/10	07/07/10	3.54	3.71	(0.17) ST
46.0000	HARTFORD CAPITAL APP I	02/25/08	07/13/10	1,353.78	1,726.00	(372.22) LT
0.5580	HARTFORD CAPITAL APP I	06/18/10	07/13/10	16.42	16.64	(0.22) ST
70.0000	COLMB VALUE & RESTRUCT Z	10/13/09	10/12/10	3,165.40	2,894.50	270.90 ST
0.3260	COLUMBIA VALUE &	10/13/09	10/12/10	14.75	13.49	1.26 ST
0.3880	COLMB VALUE & RESTRUCT Z	09/23/10	10/12/10	17.54	16.52	1.02 ST
114.0000	DWS CAPITAL GRWTH INST	11/18/08	10/12/10	5,690.88	4,196.35	1,494.53 LT
352.0000	DWS CAPITAL GRWTH INST	11/18/08	10/12/10	17,571.84	12,957.11	4,614.73 LT
1.0000	DWS CAPITAL GRWTH INST	11/19/08	10/12/10	49.92	35.11	14.81 LT
3.0000	DWS CAPITAL GRWTH INST	12/19/08	10/12/10	149.76	111.84	37.92 LT
136.0000	DWS CAPITAL GRWTH INST	01/02/09	10/12/10	6,789.12	5,305.36	1,483.76 LT
14.0000	DWS CAPITAL GRWTH INST	04/08/09	10/12/10	698.87	509.74	189.13 LT
1.0000	DWS CAPITAL GRWTH INST	04/09/09	10/12/10	49.92	37.32	12.60 LT
4.0000	DWS CAPITAL GRWTH INST	12/21/09	10/12/10	199.68	186.84	12.84 ST
108.0000	DWS CAPITAL GRWTH INST	01/04/10	10/12/10	5,391.37	5,199.11	192.26 ST

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# EWI® Fiscal Statement

HAUGHEY FAMILY FOUNDATION

## REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
0	DWS CAPITAL GRWTH INST	06/18/10	10/12/10	33.15	31.40	1.75 ST
1	HARBOR INTL FD INSTL CL	05/05/08	10/12/10	58.69	72.61	(13.92) LT
1.0000	HARBOR INTL FD INSTL CL	05/05/08	10/12/10	58.69	72.61	(13.92) LT
142.0000	HARBOR INTL FD INSTL CL	11/18/08	10/12/10	8,333.98	5,087.97	3,246.01 LT
1	HARBOR INTL FD INSTL CL	11/19/08	10/12/10	58.69	54.28	4.41 LT
4.0000	HARBOR INTL FD INSTL CL	12/19/08	10/12/10	234.76	151.52	83.24 LT
80.0000	HARBOR INTL FD INSTL CL	01/02/09	10/12/10	4,695.19	1,362.85	3,332.34 LT
1	HARBOR INTL FD INSTL CL	01/05/09	10/12/10	58.69	39.47	19.22 LT
3.0000	HARBOR INTL FD INSTL CL	12/18/09	10/12/10	176.07	148.68	27.39 ST
50.0000	HARBOR INTL FD INSTL CL	01/04/10	10/12/10	2,934.50	2,817.59	116.91 ST
1	HARBOR INTL FD INSTL CL	01/05/10	10/12/10	58.70	56.36	2.34 ST
0	HARBOR INTL FD INSTL CL	01/05/10	10/12/10	23.28	22.36	0.92 ST
0.0002	HARBOR INTL FD INSTL CL	08/03/10	10/12/10	0.02	N/A	N/C
48.0000	HARTFORD CAPITAL APP I	02/25/08	10/12/10	1,529.76	1,801.04	(271.28) LT
0.2250	HARTFORD CAPITAL APP I	02/25/08	10/12/10	7.18	8.45	(1.27) LT
0.3260	HARTFORD CAPITAL APP I	06/18/10	10/12/10	10.38	9.72	0.66 ST
270.0000	IVY ASSET STRATEGY FD I	02/25/08	10/12/10	6,374.70	7,541.10	(1,166.40) LT
0.0840	IVY ASSET STRATEGY	02/25/08	10/12/10	1.99	2.35	(0.36) LT
0.0870	IVY ASSET STRATEGY FD I	06/18/10	10/12/10	2.05	1.86	0.19 ST
332.0000	FPA NEW INCOME INC	02/25/08	10/12/10	3,638.71	3,675.25	(36.54) LT
11.0000	FPA NEW INCOME INC	04/04/08	10/12/10	120.56	121.22	(0.66) LT
1.0000	FPA NEW INCOME INC	04/07/08	10/12/10	10.96	11.01	(0.05) LT
238.0000	FPA NEW INCOME INC	05/05/08	10/12/10	2,608.48	2,618.00	(9.52) LT
14.0000	FPA NEW INCOME INC	07/07/08	10/12/10	153.44	153.16	0.28 LT
14.0000	FPA NEW INCOME INC	10/06/08	10/12/10	153.44	153.44	0.00 ST
1.0000	FPA NEW INCOME INC	10/07/08	10/12/10	10.95	11.01	(0.06) LT
10.0000	FPA NEW INCOME INC	12/19/08	10/12/10	109.60	109.30	0.30 LT
264.0000	FPA NEW INCOME INC	01/02/09	10/12/10	2,893.44	2,890.79	2.65 LT
8.0000	FPA NEW INCOME INC	04/06/09	10/12/10	87.68	87.92	(0.24) LT
1.0000	FPA NEW INCOME INC	04/07/09	10/12/10	10.96	10.97	(0.01) LT
145.0000	FPA NEW INCOME INC	04/08/09	10/12/10	1,589.20	1,593.54	(4.34) LT
10.0000	FPA NEW INCOME INC	07/07/09	10/12/10	109.60	109.70	(0.10) LT
1.0000	FPA NEW INCOME INC	07/08/09	10/12/10	10.96	11.00	(0.04) LT
10.0000	FPA NEW INCOME INC	10/06/09	10/12/10	109.60	110.10	(0.50) LT
1.0000	FPA NEW INCOME INC	10/07/09	10/12/10	10.96	11.01	(0.05) LT
34.0000	FPA NEW INCOME INC	10/13/09	10/12/10	372.64	374.33	(1.69) ST
11.0000	FPA NEW INCOME INC	12/18/09	10/12/10	120.56	120.67	(0.11) ST
1.0000	FPA NEW INCOME INC	12/21/09	10/12/10	10.96	10.94	0.02 ST
259.0000	FPA NEW INCOME INC	01/04/10	10/12/10	2,838.65	2,830.87	7.78 ST
1	FPA NEW INCOME INC	01/05/10	10/12/10	10.96	10.94	0.02 ST

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# EMA<sup>®</sup> Fiscal Statement

HAUGHEY FAMILY FOUNDATION

## REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
13.0000	FPA NEW INCOME INC	04/06/10	10/12/10	142.48	142.48	0.00
1.0000	FPA NEW INCOME INC	07/07/10	10/12/10	10.96	11.02	(0.06) ST
11.0000	FPA NEW INCOME INC	07/07/10	10/12/10	120.56	120.56	0.00
0.4180	FPA NEW INCOME INC	10/06/10	10/12/10	4.57	4.58	0.01 ST
13.0000	FPA NEW INCOME INC	10/06/10	10/12/10	142.49	142.21	0.28 ST

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