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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 Treated as a Private Foundation

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

2010

OMB No 1545-0052

For	caler	dar year 2010, or tax year beginning		, and ending	<u></u>	
G	Check	all that apply Initial return	Initial return of a fo	ormer public charity	Final return	1
Amended return Address change					Name change	
Na	me of	foundation			A Employer identification	number
		JIM B COOPER & LILLIA				
		FOUNDATION		86-0899329	<u> </u>	
Nu	nber a	nd street (or P O box number if mail is not delivered to stree	•	Room/suite	B Telephone number	7.0
		4144 F. SOUTH SHORE D	RIVE		641-357-30	12
Cit	y or t	own, state, and ZIP code			C If exemption application is p	
L.		CLEAR LAKE, IA 50428			D 1. Foreign organizations	s, check here
H_ (_	type of organization X Section 501(c)(3) ex			2. Foreign organizations me check here and attach co	pmputation
<u></u>			Other taxable private foundaing method X Cash		E If private foundation sta	
		rket value of all assets at end of year J Account	· · · · · · · · · · · · · · · · · · ·	Accrual	under section 507(b)(1)	
	rom i • \$	Part II, col. (c), line 16)	ther (specify)	hasis)	F If the foundation is in a under section 507(b)(1)	
	art I					(d) Disbursements
	21 ()	(The total of amounts in columns (b), (c), and (d) may not necessanly equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	for chantable purposes (cash basis only)
_	1	Contributions, gifts, grants, etc., received	2,349.	action a north contraction	N/A	(cash basis only)
	2	Check X If the foundation is not required to attach Sch B	2,013			
	3	Interest on savings and temporary cash investments				{
	4	Dividends and interest from securities	26,653.	26,653.		STATEMENT 1
	5a	Gross rents				
<i>^</i> -	Ь	Net rental income or (loss)				
0	6a	Net gain or (loss) from sale of assets not on line 10	4,942.		*	
Ž	b	Gross sales price for all assets on line 6a 212, 383.			RECE	VED
Revenue	7	Capital gain net income (from Part IV, line 2)		4,942.	6)	
	8	Net short-term capital gain			OS MAY 1	2011
	9	Income modifications Gross sales less returns		······	C MAY A	l to
	10a	and allowances			OGDE	
	1	Less Cost of goods sold			OGDE	<u>V. U I</u>
		Gross profit or (loss) Other income				· · · · · · · · · · · · · · · · · · ·
	11 12	Total. Add lines 1 through 11	33,944.	31,595.	<u> </u>	
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
nses		Legal fees STMT 2	100.	0.		100.
ĕ	١.	Accounting fees STMT 3	2,125.	0.		2,125.
Ĕ	C	Other professional fees STMT 4	2,581.	2,581.		0.
<u>`</u> ≥	17	Interest				
trat	18	Taxes STMT 5	114.	0.		0.
nis	19	Depreciation and depletion				
Ē	20	Occupancy				
ΨÞ	21	Travel, conferences, and meetings				
an	22	Printing and publications	10.	0.		10
ii	23	Other expenses STMT 6	10.	U •		10.
era	24	Total operating and administrative	1 920	2,581.		2 225
Operating and Administrative Expe	25	expenses. Add lines 13 through 23	4,930. 33,350.	2,301.		2,235. 33,350.
	20	Contributions, gifts, grants paid Total expenses and disbursements.	33,330.			33,330.
	26	Add lines 24 and 25	38,280.	2,581.		35,585.
	27	Subtract line 26 from line 12	337230.	2/301.		33,333.
	1	Excess of revenue over expenses and disbursements	<4,336.	>		
	1	Net investment income (if negative, enter -0-)		29,014.		
	1	Adjusted net income (if negative, enter -0-)			N/A	
0000						

Page 2

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of ye	ar
column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing	1.		
2 Savings and temporary cash investments	12,828.	47,549.	47,549.
3 Accounts receivable ►			
Less allowance for doubtful accounts		İ	
4 Pledges receivable			
Less allowance for doubtful accounts	Ì		
5 Grants receivable		· · · · · · · · · ·	
6 Receivables due from officers, directors, trustees, and other			
disqualified persons			
			
7 Other notes and loans receivable	ŀ	1	
Less allowance for doubtful accounts			
8 Inventories for sale or use 9 Prepaid expenses and deferred charges			
9 Prepaid expenses and deferred charges			<u></u>
10a Investments - U.S. and state government obligations			
b Investments - corporate stock			
c Investments - corporate bonds STMT 7	5,146.	0.	0.
11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation			
12 Investments - mortgage loans			
13 Investments - other STMT 8	686,585.	652,675.	612,315.
14 Land, buildings, and equipment basis		00270.00	
Less accumulated depreciation			
			
15 Other assets (describe ►)			
	704 560	700 224	650 064
16 Total assets (to be completed by all filers)	704,560.	700,224.	659,864.
17 Accounts payable and accrued expenses			
18 Grants payable			
g 19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
Deterred revenue Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable			
22 Other liabilities (describe ► DUE LU SCHELL)	439.	439.	
23 Total liabilities (add lines 17 through 22)	439.	439.	
Foundations that follow SFAS 117, check here			
and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
	· · · · · · · · · · · · · · · · · ·		
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here			
25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances			
27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	704,121.	699,785.	
30 Total net assets or fund balances	704,121.	699,785.	
31 Total liabilities and net assets/fund balances	704,560.	700,224.	
Part III Analysis of Changes in Net Assets or Fund Ba	latices		
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	704,121.
2 Enter amount from Part I, line 27a		2	704,121. <4,336.
Other increases not included in line 2 (itemize)		3	0.
Add lines 1, 2, and 3		4	699,785.
5 Decreases not included in line 2 (itemize)		5	0,000,000
Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, colu	ımı (h) line 30	6	699,785.
Total not assets of fund balances at one of year fille 4 filling line 3) - Fall II, Coll	um (n) inio an		Form 990-PF (2010)

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	nd Losses for Tax on In	vestment	t Income					
(a) List and descri 2-story brick war			(b) How P - Pu D - Do	rchase	(c) Date acq (mo , day,		(d) Date sold (mo , day, yr)	
1a								
b SEE ATTACHED	STATEMENTS							<u></u>
<u>C</u>								
_d								
<u>e</u>	(f) Depreciation allowed	(n) Cos	st or other basis			(h) Gain	or (loss)	
(e) Gross sales price	(or allowable)		expense of sale			(e) plus (f))
<u>a</u>								
<u>b</u>					···		-	
C d								
e 212,383.		-	207,44	1.				4,942.
	gain in column (h) and owned by	the foundation	оп 12/31/69			Gains (Col		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col (I) col (J), if any		col	(k), but not l Losses (fro	less than one (h)	·0-) or ·)
a								
<u>b</u>								
C	· · · · · · · · · · · · · · · · · · ·				,			
d								4,942.
<u>e</u>	C 14	D- 41 h		$\overline{}$				1/312.
2 Capital gain net income or (net cap	oital loss) If gain, also enter If (loss), enter -0-	in Part I, line - in Part I, line	<i>7</i> 7) <u>2</u>		<u> </u>		4,942.
3 Net short-term capital gain or (loss	s) as defined in sections 1222(5) an	d (6)						
If gain, also enter in Part I, line 8, c		, ,		 			37 / 3	
Part V Qualification Ur	adox Costion 4040/o) for	Dodugod	Toy on Not	J 3	mont Inc		N/A	
						JIIIC		
(For optional use by domestic private	toundations subject to the section -	+940(a) (ax UII	Het myestment m	come ,				
If section 4940(d)(2) applies, leave thi	is part blank							
Was the foundation liable for the secti	on 4942 tax on the distributable am	ount of any ye	ear in the base per	10 d?			[Yes X No
If "Yes," the foundation does not qualif								
1 Enter the appropriate amount in ea	ach column for each year, see instri	uctions before	making any entri			1	 7	<u>d)</u>
Base period years	(b) Adjusted qualifying dist	tributions	Net value of no	(C) alue of noncharitable-use assets		Distribution ratio (col (b) divided by col (c))		
Calendar year (or tax year beginnin 2009	9 "'/	7,096.	1401 44140 07 110		48,581			
2008		3,261.			80,474			.063575
2007		2,270.			77,982			.054333
2006		1,555.		7.	53,311	•		.055163
2005	3	6,200.		8	16,870	•		.044315
						1 1		005000
2 Total of line 1, column (d)						2		.285008
3 Average distribution ratio for the 5	·	on line 2 by 5,	or by the number	of years				.057002
the foundation has been in existen	ce ir iess than 5 years					3		.037002
4 Enter the net value of noncharitable	e-use assets for 2010 from Part X,	line 5				4		629,345.
5 Multiply line 4 by line 3						5		35,874.
6 Enter 1% of net investment income	e (1% of Part I line 27h)					6		290.
	- (7		36,164.
7 Add lines 5 and 6								
8 Enter qualifying distributions from If line 8 is equal to or greater than	Part XII, line 4 line 7, check the box in Part VI, line	1b, and comp	olete that part usin	g a 1% tax	c rate	8		35,585.
See the Part VI instructions		.,						

JIM B COOPER & LILLIAN F COOPER

86-0899329 Form 990-PF (2010) FOUNDATION Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions) Part VI 1a Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1 (attach copy of letter if necessary-see instructions) Date of ruling or determination letter 580. b Domestic foundations that meet the section 4940(e) requirements in Part V, check here | 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 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 580 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0-6 Credits/Payments 240. a 2010 estimated tax payments and 2009 overpayment credited to 2010 6a **b** Exempt foreign organizations - tax withheld at source 6b c Tax paid with application for extension of time to file (Form 8868) 60 d Backup withholding erroneously withheld 6d 240. 7 Total credits and payments Add lines 6a through 6d 8 340. 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 11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded > 11 Part VII-A | Statements Regarding Activities Yes No 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Х any political campaign? 1a Х b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. X c Did the foundation file Form 1120-POL for this year? 10 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year 0. 0 • (2) On foundation managers ▶ \$ (1) On the foundation > \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation X 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 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 3 X 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? N/A b If "Yes," has it filed a tax return on Form 990-T for this year? 4b Х 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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 Х remain in the governing instrument? 6 X 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) AZb If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) Х of each state as required by General Instruction G? If "No," attach explanation 8b 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 X year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV

10

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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FOUNDATION

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Pa	art 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 instructions)	11		<u>X</u>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
	August 17, 2008?	12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ▶ LU SCHELL Telephone no ▶641-35			
	Located at ► 4144 F. SOUTH SHORE DRIVE, CLEAR LAKE, IA ZIP+4 ►50	428		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		, -	Щ
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,	1	Yes	No
	securities, or other financial account in a foreign country?	16	<u></u>	<u>X</u>
	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> </u>		
PE	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required		r	
	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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)			
þ	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	Ì		
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			v
•	before the first day of the tax year beginning in 2010?	1c		<u>X</u>
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)) At the end of towners 2010, did the foundation have any undertributed income (lines 6d and 6c. Part XIII) for towners (a) have any			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? Yes X No	Ì		
	If "Yes," list the years ▶			
h	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 instructions) N/A	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
٠	The providing of section to retard and some applies to any or the years noted in Ea, not the years note.			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2010) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	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		<u>X</u> _
		m 990	-PF (2	2010)

JIM B COOPER & LILLIAN F COOPER FOUNDATION

Form 990-PF (2010) FOUNDATION			86-08993	329	Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be I	Required (contir	ued)		
5a During the year did the foundation pay or incur any amount to					
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es X No		
(2) Influence the outcome of any specific public election (see section 4955), or	or to carry on, directly or indir				
any voter registration drive?			es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Y	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organizatio	n described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or				
the prevention of cruelty to children or animals?		Yı	es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described	in Regulations	,_		
section 53 4945 or in a current notice regarding disaster assistance (see instru	ictions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h	ere		▶∟		
${f c}$ If the answer is "Yes" to question 5a(4), does the foundation claim exemption f		_ /			
expenditure responsibility for the grant?	N	I/A [] Yı	es L No		
If "Yes," attach the statement required by Regulations section 53 494	• *				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?		Yı	es X No		1
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		ļ	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 s		Ye	es X No		
b If "Yes," did the foundation receive any proceeds or have any net income attribu			N/A	7b	
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	inagers, Highly	y		
List all officers, directors, trustees, foundation managers and their	compensation				
	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) E	xpense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred	accou	nt, other wances
	to position	Cittor -0-7	compensation	dilo	1003
SEE STATEMENT 9		0.	0.	-	0.
- The state of the				ļ	
				İ	
	: "				
		1			
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	1.6		
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	(e) E	xpense nt, other
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	hours per week devoted to position	(C) Compensation	and deferred compensation	allov	vances
NONE					
		1			

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

JIM B COOPER & LILLIAN F COOPER

orm	990-PF	(2010)	,	FO	ľ

FOUNDATION

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Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)	ion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	<u>.</u>	
	_	
	-	
With the same	-	
Total number of others receiving over \$50,000 for professional services		▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic number of organizations and other beneficiaries served, conferences convened, research papers produ	cal information such as the	Expenses
1 N/A	000, 010	
1 41/44		
2		
3		
4		
Part IX-B Summary of Program-Related Investments	I	
Describe the two largest program-related investments made by the foundation during the tax year on hi	nes 1 and 2	Amount
1 N/A		
·		
2		
	The last	
All other program-related investments. See instructions		
3		
Total Add has 1 through 2	•	0.
Total. Add lines 1 through 3		

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P	art X Minimum Investment Return (All domestic foundations mu	ust complete this part. Foreign fou	ndations, see	e 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	618,018.
b	Average of monthly cash balances		1b	618,018.
	Fair market value of all other assets		1c	
d	Total (add lines 1a, b, and c)		1d	638,929.
е	Reduction claimed for blockage or other factors reported on lines 1a and			
	1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	638,929.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, s	see instructions)	4	9,584.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on	Part V, line 4	5	629,345.
6	Minimum investment return. Enter 5% of line 5		6	31,467.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and foreign organizations check here and do not complete this part)	I (j)(5) private operating foundations ar	nd certain	
1	Minimum investment return from Part X, line 6		1	31,467.
2a		2a 580.		
b	· · · · · · · · · · · · · · · · · · ·	2b		
c	Add lines 2a and 2b		20	580.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	30,887.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	30,887.
6	Deduction from distributable amount (see instructions)		6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part X	III, line 1	7	30,887.
	art XII Qualifying Distributions (see instructions)			
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposess, contributions, gifts, etc total from Part I, column (d), line 26	J565	1a	35,585.
	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	a atc. nurnosas	2	
3	Amounts set aside for specific charitable projects that satisfy the	5, 6t6 , purposes		
_	Suitability test (prior IRS approval required)		3a	
	Cash distribution test (attach the required schedule)		3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and	I Part XIII line 4	4	35,585.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net invest			
•	income Enter 1% of Part I, line 27b		5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		6	35,585.
-	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years wh	en calculating whether the foundation		
	4940(e) reduction of tax in those years	•	,	

Form **990-PF** (2010)

Part XIII Undistributed Income (see instructions)

2 Undistributed income, if any, as of the end of 2010 a Enter amount for 2009 only b Total for prior years 0 . 3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d 7 681. d From 2008 9 7 9 0 5. e From 2009 10 7 135.		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
2 Undistributed income, if any, as of the end of 2010 a Enter amount for 2009 only b Total for prior years 0 . 3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d 7 681. d From 2008 9 7 9 0 5. e From 2009 10 7 135.	1 Distributable amount for 2010 from Part XI,				
a Enter amount for 2009 only b Total for prior years 0. Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 9 , 9 0 5. e From 2009 10 , 1 3 5.	line 7			,	30,887.
b Total for prior years 3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 9 9 9 0 5 e From 2009 10 , 1 3 5	2 Undistributed income, if any, as of the end of 2010		,,		
3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 9,905 e From 2009 10,135	a Enter amount for 2009 only			0.	
3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 9,905 e From 2009 10,135	b Total for prior years		_		
a From 2005 b From 2006 c From 2007 d From 2008 9,905. e From 2009 10,135.			0.	ъния ная	
b From 2006 4,469. c From 2007 4,681. d From 2008 9,905. e From 2009 10,135.	3 Excess distributions carryover, if any, to 2010				
c From 2007 4,681. d From 2008 9,905. e From 2009 10,135.					
d From 2008 9,905. e From 2009 10,135.					
e From 2009 10,135.					
00 100					
	•	20 100			
	f Total of lines 3a through e	29,190.			
4 Qualifying distributions for 2010 from					
Part XII, line 4 ▶\$ 35,585 •				0	
a Applied to 2009, but not more than line 2a		######################################		U •	
b Applied to undistributed income of prior vears (Election required - see instructions) 0			^		
/ Indiana	The state of the s		U •	- 	···· ·· ·· ·· ·· ··· ·· ·· ·· ·· · · · ·
c Treated as distributions out of corpus (Election required - see instructions) 0		0			
(=::::::::::::::::::::::::::::::::::::	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·			20 007
4 600		1 600			30,887.
	* ' 				0.
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	(If an amount appears in column (d), the same amount	0.			0.
6 Enter the net total of each column as indicated below.					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	a Corpus Add lines 3f, 4c, and 4e Subtract line 5	33,888.			
b Prior years' undistributed income Subtract	b Prior years' undistributed income. Subtract				
line 4b from line 2b O .	line 4b from line 2b		0.		
c Enter the amount of prior years'					
undistributed income for which a notice of deficiency has been issued, or on which					
the section 4942(a) tax has been previously		1			
assessed O.	·····		0.		
d Subtract line 6c from line 6b Taxable					
amount - see instructions 0 •	·····		U .		
e Undistributed income for 2009 Subtract line				0	
4a from line 2a Taxable amount - see instr 0 •	••••			U •	
f Undistributed income for 2010 Subtract	t e e e e e e e e e e e e e e e e e e e				
lines 4d and 5 from line 1. This amount must	.				^
					0.
7 Amounts treated as distributions out of					
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(q)(3) 0		0			
section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2005					
not applied on line 5 or line 7	•	0 .			
9 Excess distributions carryover to 2011.					
Subtract lines 7 and 8 from line 6a 33,888.	· I	33.888.			
IO Analysis of line 9					
a Excess from 2006 4, 469.					
b Excess from 2007 4,681.					
c Excess from 2008 9,905.					
d Excess from 2009 10,135.					
e Excess from 2010 4,698.	4 600				

JIM B COOPER & LILLIAN F COOPER

86-0899329 Page 10 FOUNDATION Form 990-PF (2010) Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 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) Prior 3 years Tax year 2 a Enter the lesser of the adjusted net (b) 2009 (c) 2008 (d) 2007 (e) Total (a) 2010 income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt activities e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets (2) Value of assets qualifying under section 4942(j)(3)(B)(i) b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) (3) Largest amount of support from an exempt organization (4) Gross investment income Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets Part XV at any time during the year-see 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)) NONE 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 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here Lift 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 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 SEE STATEMENT 10 b The form in which applications should be submitted and information and materials they should include c Any submission deadlines

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

Form 990-PF (2010) FOUNDATION

Part XV Supplementary Information (continued)

86-0899329

3 Grants and Contributions Paid During the Year or Approved for Future Payment								
Recipient Name and address (home or_business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount				
	or substantial contributor	recipient						
a Paid during the year								
		ĺ						
		<u> </u>						
SEE STATEMENT 11								
Total		T	► 3a	33,350.				
b Approved for future payment								
NONE								
NONE								
Total			▶ 3b	0.				

Form 990-PF (2010)

Analysis of Income-Producing Activities Part XVI-A

Enter gross amounts unless otherwise indicated		Unrelate	Unrelated business income		ded by section 512, 513, or 514	(e)
-		(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
	service revenue	code		Code		
b						
c				ļ		
d						
e						
t						
-	nd contracts from government agencies					
2 Membersh	nip dues and assessments					
3 Interest or	n savings and temporary cash					
ınvestmen	its					
4 Dividends	and interest from securities			14	26,653.	
5 Net rental	income or (loss) from real estate					
a Debt-fi	nanced property					
	bt-financed property					
	income or (loss) from personal		-			
property						
	stment income					
	oss) from sales of assets other					
than inven				18	4,942.	
	e or (loss) from special events				- 7,5120	
	fit or (loss) from sales of inventory	ļ				
11 Other reve		 				
						· · · · · · · · · · · · · · · · · · ·
		-				
						
е			0		21 505	
	Add columns (b), (d), and (e)		0.		31,595.	0.
	I line 12, columns (b), (d), and (e) et in line 13 instructions to verify calculations)				13	31,595.
Line No.	Explain below how each activity for which incomplete foundation's exempt purposes (other than	me is reported i	n column (e) of Part XVI-A			plishment of
	7.12					
					- 1.75	
				·		
						· · · · · · · · · · · · · · · · · · ·

023621 12-07-10						Form 990-PF (2010)

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FOUNDATION

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Part XVII	Information Re Exempt Organ		sfers To	and Transactions	and R	elationships With Noncha	ritable	9	
1 Did the d	organization directly or indi		of the following	ng with any other organiza	ition descr	ibed in section 501(c) of		Yes	No
	(other than section 501(c								
	s from the reporting found								ĺ
(1) Cas	h						1a(1)		X
(2) Oth	(2) Other assets								X
b Other tra	b Other transactions								l
(1) Sale	(1) Sales of assets to a noncharitable exempt organization								Х
(2) Pur	chases of assets from a no	ncharitable exempt	organization				1b(2)		X
	tal of facilities, equipment,						1b(3)		X
• •	nbursement arrangements						1b(4)		X
	ns or loan guarantees						1b(5)	-	X
	formance of services or me		-				1b(6)	\vdash	X
	of facilities, equipment, ma	-			aliina ia alai	the few market value of the seeds	10		
or servic		oundation If the fou	ndation receiv			ow the fair market value of the goods, transaction or sharing arrangement, s		seis,	
(a) Line no	(b) Amount involved	•		e exempt organization	(0	Description of transfers, transactions, and	shanno ar	rangeme	nts
\-/	(-,	(0)	N/A			,			
									
						· · · · · · · · · · · · · · · · · · ·			
					+				
			····						
ın sectioi	andation directly or indirect in 501(c) of the Code (other complete the following schi	r than section 501(c edule		tion 527?			Yes	X] No
	(a) Name of org	amzalivii		(b) Type of organization		(c) Description of relations	iiih		
	N/A				 				
				<u> </u>					
	der penatties of penury, I declaration of preparation of preparati	rer (other than taxpayer Lekel				nts, and to the best of my knowledge and be as any knowledge Puseloud Title	lief, it is tri	је, согтес	et,
t	Print/Type preparer's na		Preparer's s		Date	Check If PTIN			
Paid	Kenneth O S	Sch I: pmy	Ven	iteo Jas	2s	self- employed			
Preparer	Firm's name ► KEN	NETHO. S	CHLIPM	AN JR. P.	<i>y</i>	Firm's EIN ▶	_		
Use Only		87 S. FOR		URT	 -	Dh			
	Firm's address ► CE	MICNNIAL,	CO 80	122		Phone no			
	<u></u>		-			!F0	rm 990	-PF (2	2010)

FOUNDATION Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse, or common stock, 200 shs MLC Co (mo, day, yr) (mo, day, yr) D - Donation 04/26/0704/19/10 INCOME FUND P 1a OPPENHEIMER STRAT 04/26/0712/17/10 b OPPENHEIMER STRAT INCOME FUND P P 05/29/07|12/17/10 c OPPENHEIMER STRAT INCOME FUND INCOME d OPPENHEIMER STRAT **FUND** P 106/26/07|12/17/10 $\overline{\mathbf{p}}$ 07/26/0712/17/10 e OPPENHEIMER STRAT INCOME **FUND** P 07/31/0712/17/10 1 OPPENHEIMER STRAT INCOME FUND g EVERGREEN DIV INC P 04/20/1006/15/10 **BLDR** 05/03/1006/15/10 h EVERGREEN DIV INC **BLDR** P 06/01/1006/15/10 , EVERGREEN DIV P INC **BLDR** | ARTISAN SMALL P 11/29/0404/20/10 CAP **FUND** k ARTISAN SMALL CAP FUND P 11/23/0504/20/10 CAP P 11/23/0504/20/10 | ARTISAN SMALL **FUND** P 12/21/0604/20/10 m ARTISAN SMALL CAP FUND 12/21/0604/20/10 SMALL CAP FUND Ρ n ARTISAN 12/20/0704/20/10 0 ARTISAN SMALL CAP **FUND** (g) Cost or other basis (h) Gain or (loss) (f) Depreciation allowed (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 12,848. 11,980. <868.> a 11,959. 12,451. <492.> b 345. 359. <14.> C <9.> 338. 347. d 349. 359. <10.> e 11,990. 12,255 <265.> f 14,325. 15,005 <680.> g 22. 21. <1.> h 64. 64. 0. 10,008. 11,006. <998.> 182. <29.> 153. 174. 207. <33.> 1 $\overline{8}1.$ 66. <15.> m 171. <32.> 139. П 825. 932. <107.> 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col (h)) Gains (excess of col (h) gain over col (k), (i) Adjusted basis (k) Excess of col (i) (i) FMV as of 12/31/69 but not less than "-0-") as of 12/31/69 over col (j), if any <868.> a <492.> b <14.> C <9.> d <10.> е <265.> <680.> g <1.> h 0. ŀ <998.> T <29.> k <33.> <15.> $\underline{\mathsf{m}}$ $\overline{<32.>}$ n <107.> 0 { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } 2 Capital gain net income or (net capital loss) 2 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)

If (loss), enter "-0-" in Part I, line 8

3

CONTINUATION FOR 990-PF, PART IV 86-0899329 PAGE 2 OF 5

Part. IV Capital Gains and Lo	2262 TOL LAX ON INVESTMENT INCOME			
(a) List and	describe the kind(s) of property solution of the kind(s) of property solution (s) and the kind (s) of property solution (s) of the kind (s) of property solution (s) of pro	d, e g , real estate,	(b) How acquired P - Purchase D - Donation	(c) Date acquired (d) Date sold (mo, day, yr)
······································	CAP FUND		P	12/20/0704/20/10
			P	12/18/0804/20/10
			P	05/11/0904/20/10
	CAP FUND		P	11/02/0904/20/10
	CAP FUND			
	M CAP VAL INST		P	03/30/0404/20/10
	M CAP VAL INST		P	12/27/0404/20/10
3	M CAP VAL INST		P	12/27/0504/20/10
	M CAP VAL INST		P	12/27/06/04/20/10
·	M CAP VAL INST		P	12/26/07/04/20/10
1	M CAP VAL INST		P	05/11/0904/20/10
	M CAP VAL INST		P	11/02/09/04/20/10
	INV II FUND		P	05/11/0906/15/10
	INV II FUND		P	12/16/09/06/15/10
n INCOME FUND OF			P	VARIOUS 06/15/10
0 IVY GLOBAL NAT	RES		P	04/28/0904/20/10
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) plus (f) minus (g)
a 347.		393.		<46.>
b 21.		13.		8.
c 2,863.		2,000.		863.
7,403.		6,207.		1,196.
e 9,100.		9,027.		73.
f 167.		180.		<13.>
283.		313.		<30.>
h 496.		572.		<76.>
1,158.		1,121.	"	37.
4,567.		3,005.		1,562.
k 3,204.		2,481.		723.
7,346.		6,027.	· · · · · · · · · · · · · · · · · · ·	1,319.
20		30.		0.
A F 3 4		5,078.		<544.>
14 060		9,700.		5,162.
·	ig gain in column (h) and owned by t		//\ 1	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (l) over col (j), if any	Gains (excess	ses (from col (h)) of col (h) gain over col (k), ot less than "-0-")
a				<46.>
b				8.
C				863.
d				1,196.
е				73.
f				<13.>
g				<30.>
h				<76.>
1				37.
j				1,562.
k			•	723.
ı				1,319.
n				0.
n			72.	<544.>
0				5,162.
Control	f If gain, also enter	in Part I, line 7		<u> </u>
Capital gain net income or (net ca	1 11 (1033), 611(61-0	3	2	
If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line 8		}		
in (1033), enter -0- in Fait 1, line C	<u>, </u>		3	

CONTINUATION FOR 990-PF, PART IV 86-0899329 PAGE 3 OF 5

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase (a) List and describe the kind(s) of property sold, e.g., real estate, (c) Date acquired (d) Date sold 2-story brick warehouse, or common stock, 200 shs MLC Co (mo , day, yr) (mo, day, yr) D - Donation 11/02/0904/20/10 INTL EQUITY P 1a ARTIO 12/30/09/04/20/10 INTL EQUITY P b ARTIO IIP 10/30/0906/15/10 GLOBAL HIGH INCOME c ARTIO P 11/13/0906/15/10 GLOBAL HIGH INCOME d ARTIO e ARTIO HIGH INCOME P 11/30/0906/15/10 GLOBAL GLOBAL P 12/30/0906/15/10 f ARTIO HIGH INCOME g ARTIO GLOBAL HIGH INCOME P 01/29/1006/15/10 GLOBAL HIGH P 02/26/1006/15/10 h ARTIO INCOME \overline{P} 03/31/1006/15/10 GLOBAL HIGH | ARTIO INCOME ARTIO P 04/30/1006/15/10 GLOBAL HIGH INCOME P 05/28/1006/15/10 k ARTIO GLOBAL HIGH INCOME | MFS Х **EMERG** MKTS P |11/02/09|11/16/10 DEB 11/13/09|11/16/10 $_{\sf m}$ MFS X **EMERG** MKTS DEB P X EMERG MKTS DEB P 12/01/09|11/16/10 n MFS 01/04/1011/16/10 0 MFS X EMERG MKTS P DEB (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) (e) plus (f) minus (g) plus expense of sale 114. 5,005. 5,119. а 5. 245. 250. b 64. 14,069. 14,005. C 17,926. <79.> 18,005. d 189. 190. <1.> 0 257. 252. <5.> 181. 186. <5.> g $\overline{2}00$. <3.> 197. h 221. 231. <10.> _1 204. 216. <12.> 213. 214. <1.> 7,005548. 7,553. 702. 10,005. 10,707. m 59. 55. 4. n 138. 128. 10. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col (h)) Gains (excess of col (h) gain over col (k), (j) Adjusted basis (k) Excess of col (i) (i) FMV as of 12/31/69 but not less than "-0-") as of 12/31/69 over col (j), if any 114. 5. b 64. C <79.> đ <1.> е <5.> f <5.> g <3.> h <10.> <12.> J <1.> 548. 702. m 4. Π 10. 0 { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } 2 Capital gain net income or (net capital loss) 2 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) If (loss), enter "-0-" in Part I, line 8

Part IV Capital Gains and Losses for	Tax on investment income	· · · · · ·			
(a) List and describ 2-story brick war	D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)		
	DEB		P	02/01/10	11/16/10
	DEB		P	03/01/10	
_ *	DEB		P	04/01/10	1 1 1 2 1 2
_ ``	DEB		P	04/20/10	
	DEB		P	05/03/10	11111
	DEB			06/01/10	11/16/10
	DEB			07/01/10	11/16/10
	DEB			08/02/10	11/16/10
	DEB DEB			09/01/10	11/16/10
	P	10/01/10	11/16/10		
	DEB BOULERY		P	11/01/10	$\frac{11/16/10}{24/30/10}$
MORGAN STANLEY INT				03/30/04	
m MORGAN STANLEY INT			P	12/28/04(12/28/04(
n MORGAN STANLEY INC			P P		
0 MORGAN STANLEY INT			_		04/20/10
(e) Gross sales price	() Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		Gain or (loss) lus (f) minus (g)	
a 92.		85.			7.
b 92.		85.			7.
c 89.		85.			4.
d 9,287.		9,005.			282.
e 100.		96.			4.
f 134. g 128.		124. 121.			$\frac{10.}{7.}$
100		118.		· · · · · ·	2.
110		115.			0.
113.		115.			<1.>
k 112.		114.	· ···		<2.>
1 4,265.		6,301.	-		<2,036.>
m 715.		1,113.	<u>-</u>		<398.>
n 160.		250.			<90.>
0 962.		1,461.	***		<499.>
Complete only for assets showing gain i	n column (h) and owned by th	·	(I) Los	ses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (I) over col (J), if any	Gains (excess o	of col (h) gain over ot less than "-0-")	col (k),
a					7.
b					7.
С					4.
d					282.
e					4.
f					10.
9					7.
h					2.
1				· · · · · · · · · · · · · · · · · · ·	0. <1.>
k					<2.> <2,036.>
<u> </u>			·		<398.>
m					<90.>
<u>n</u>					<499.>
0				<u> </u>	<u> </u>
2 Capital gain net income or (net capital los	s) { If gain, also enter i if (loss), enter "-0-	n Part I, line 7 In Part I, line 7	2		
3 Net short-term capital gain or (loss) as de		(6)			
If gain, also enter in Part I, line 8, column If (loss), enter "-0-" in Part I, line 8	(c)	}	3		

CONTINUATION FOR 990-PF, PART IV 86-0899329 PAGE 5 OF 5

Part IV Capital Gains and Lo	sses for Tax on Investment Income	!		Y-111-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	
(a) List and	I describe the kind(s) of property so rick warehouse, or common stock, 2	ld, e g , real estate, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a MORGAN STANLEY			P	12/27/05	
b MORGAN STANLEY			P	12/22/06	
c MORGAN STANLEY			P	12/22/06	
d MORGAN STANLEY			P	 	04/20/10
e MORGAN STANLEY			P	 	04/20/10
† MORGAN STANLEY		· · ·	P	12/22/08	04/20/10
g RDEWRTH SEIX F			P	04/20/10	06/15/10
h THIRD AVE VALU	E FUND		P	05/11/09	
THIRD AVE VALU	E FUND		P	12/23/09	06/15/10
<u> </u>					
<u>k</u>	 -				
m					
n					-
0	(5) Depresention ellowed	(a) Cost or other book		Coup or (loca)	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) Nus (f) minus (g)	
a 102.		155.			<53.
1,080.		1,652.			<572.
c 50.		76.			<26.
d 1,134.		1,567.			<433.
e 114.	· · · · · · · · · · · · · · · · · · ·	158.	 		<44.
f 950.		752.			198.
g 9,996.		10,352.			<356.
h 5,928.		5,005.			923.
149.		153.			<4.
<u>k</u>			······································	·	
<u> </u>		.			
m n					
0					
	ig gain in column (h) and owned by	the foundation on 12/31/69	(1) Los	ses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	Gains (excess of	of col (h) gain over ot less than "-0-")	col (k),
a					<53.
b					<572.
c					<26.
d			•	•	<433.
e					<44.
f					198.
g	· · · · · · · · · · · · · · · · · · ·				<356.
h					923.
<u> </u>					<4.
	· · · · · · · · · · · · · · · · · · ·				
<u>k</u>		 	 		
<u> </u>					
m n					
n o					
<u>y</u>		D. Al Los 7			
Capital gain net income or (net caNet short-term capital gain or (los		r in Part I, line 7)-" in Part I, line 7 and (6)			4,942.
If gain, also enter in Part I, line 8,	column (c)	}		/-	
If (loss), enter "-0-" in Part 1, line 8			_ [N/A	

FORM 990-PF DIVIDEND	S AND	INTER	EST FROM	SECUE	RITIES	STATEMENT	1
SOURCE		GROSS	AMOUNT		ITAL GAINS	COLUMN (A AMOUNT	.)
LINSCO/PRIVATE LEDGER			26,653.		0.	26,6	53.
TOTAL TO FM 990-PF, PART I, I	N 4		26,653.		0.	26,6	53.
FORM 990-PF		LEGAL	FEES			STATEMENT	2
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
ATTORNEY		100.		0.		1	00.
TO FM 990-PF, PG 1, LN 16A =		100.		0.		1	00.
FORM 990-PF	AC	COUNTI	NG FEES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
ACCOUNTING		2,125.		0.		2,1	25.
TO FORM 990-PF, PG 1, LN 16B		2,125.		0.		2,1	25 .
FORM 990-PF O	THER	PROFES	SIONAL F	EES		STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
INVESTMENT EXPENSES		2,581.	2	,581.			0.
TO FORM 990-PF, PG 1, LN 16C		2,581.	2	,581.			0.

FORM 990-PF	TAXES			STATEMENT		
DESCRIPTION	(A) EXPENSES PER BOOKS		ST-	(C) ADJUSTED NET INCOM		
EXCISE TAX	114.		0.			0.
TO FORM 990-PF, PG 1, LN 18	114.	:	0.			0.
FORM 990-PF	OTHER E	XPENSES			STATEMENT	6
DESCRIPTION		NET INVE	ST-	(C) ADJUSTED NET INCOM	CHARITA	
FILING FEE	10.		0.			10.
TO FORM 990-PF, PG 1, LN 23	10.		0.		:	10.
FORM 990-PF	CORPORAT	E BONDS			STATEMENT	7
DESCRIPTION	,		вос	OK VALUE	FAIR MARKE	Г
INCOME FUND OF AMERICA		•		0.		0.
TOTAL TO FORM 990-PF, PART II	I, LINE 10C			0.	4 / 2 / 4 / 4 / 4 / 4 / 4 / 4 / 4 / 4 /	0.
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	8
DESCRIPTION		LUATION ETHOD	вос	OK VALUE	FAIR MARKET	r
MUTUAL FUNDS		COST	•	652,675.	612,3	15.
TOTAL TO FORM 990-PF, PART II		•		652,675.	612,3	

	LIST OF OFFICERS, D AND FOUNDATION MANA	STATEMENT 9		
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HOLLY BURNER 6040 VICKSBURG NEW ORLEANS, LA 70124	DIRECTOR 0.00	0.	0.	0.
DAMIE COOPER 3215 FUNSTON AUSTIN, TX 78703	DIRECTOR 0.00	0.	0.	0.
KELLY HARRIS 4200 EDMONDS DRIVE CARSON CITY, NV 89701	DIRECTOR 0.00	0.	0.	0.
COOPER SCHELL 811 SOUTHWEST STRATTON R. WHITE SALMON, WA 98672	DIRECTOR 0.00	0.	0.	0.
LU SCHELL 4144 F. SOUTH SHORE DRIVE CLEAR LAKE, IA 50428	PRESIDENT/MANA 0.00	GER 0.	0.	0.
ROBIN WILSON 915 CORDOVA STREET DALLAS, TX 75223	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE	GE 6, PART VIII	0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LU SCHELL 4144 F. SOUTH SHORE DRIVE CLEAR LAKE, IA 50428

TELEPHONE NUMBER

641-357-3072

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS ARE REQUIRED TO STATE THE PURPOSE TO WHICH GRANTS WILL BE APPLIED, THE AMOUNT REQUIRED FOR THE APPLICABLE PURPOSE, AND THE ORGANIZATIONAL & EXEMPT STATUS

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

STATEMENT 11

GRANTS AND CONTRIBUTIONS

FORM 990-PF

PAID DURING THE YEAR					
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT		
PLAINVIEW MANOR 101 W. HARPER AVE. PLAINVIEW, NE 68769	NONE UNRESTRICTED	PUBLIC CHARITY	1,500.		
PIERCE CO 4H & SADDLE CLUB 85377 559 AVE. HOSKINS, NE 68740	NONE UNRESTRICTED	PUBLIC CHARITY	1,500.		
CASA OF NEBRASKA 2501 LAKERIDGE DR SUITE 104A NORFOLK, NE 68701	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.		
LUTHERAN HIGH SCHOOL ASSOC OF NE 2010 N. 37TH STREET NORFOLK, NE 68702		PUBLIC CHARITY	1,000.		
PARK HAVEN NURSING HOME 1203 4TH STREET DESHLER, NE 68340	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.		
THAYER COUNTY HEALTH 615 4TH STREET DESHLER, NE 68340	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.		
CITY OF DESHLER PARK BOARD P.O. BOX 189 DESHLER, NE 68340	NONE UNRESTRICTED	PUBLIC CHARITY	600.		
FAITH REGIONAL HEALTH SERVICES 1500 KOENIGSTEIN AVE. NORFOLK, NE 68701	NONE UNRESTRICTED	PUBLIC CHARITY	1,000.		

JIM B COOPER & LILLIAN F COOPER	FOUNDATI		86-0899329
YORK ADOPT A PET 1511 N. PLATTE AVE. YORK, NE 68467	NONE UNRESTRICTED	PUBLIC CHARITY	500.
EARLY HEAD START OF YORK 225 W 5TH STREET YORK, NE 68467		PUBLIC CHARITY	1,000.
YORK ELEMENTARY PRIDE PARK 1501 WASHINGTON AVE YORK, NE 68467		PUBLIC CHARITY	2,000.
YORK BAND BOOSTER 1005 DUKE DRIVE YORK, NE 68467	NONE UNRESTRICTED	PUBLIC CHARITY	500.
CASA OF YORK COUNTY 510 LINCOLN AVE. YORK, NE 68467		PUBLIC CHARITY	1,000.
YORK COLLEGE 1125 EAST 8TH STREET YORK, NE 68467		PUBLIC CHARITY	750.
CREIGHTON COMMUNITY SCHOOLS P.O. BOX 10 CREIGHTON, NE 68729		PUBLIC CHARITY	2,000.
CREIGHTON COMMUNITY SCHOOLS 1609 REDICK AVE. CREIGHTON, NE 68729		PUBLIC CHARITY	1,500.
DESHLER HIGH SCHOOL SCHOLARSHIP PROGRAM 1402 3RD STREET DESHLER, NE 68340	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
DESHLER LUTHERAN SCHOOL 509 E. HEBRON AVE. DESHLER, NE 68340	NONE UNRESTRICTED	PUBLIC CHARITY	700.

JIM B COOPER & LILLIAN F COOPER	FOUNDATI		86-0899329
LINCOLN NE SCHOLARSHIP FUND 5700 THOMPSON CREEK BLVD #3 LINCOLN, NE 68516	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
NORFOLK FAMILY YMCA 301 W. BENJAMIN AVE. NORFOLK, NE 68468	NONE UNRESTRICTED	PUBLIC CHARITY	2,000.
NORFOLK SCHOLARSHIP FUND 801 RIVERSIDE BLVD NORFOLK, NE 68701	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
PIERCE HIGH SCHOOL SCHOLARSHIP PROGRAM 201 N. SUNSET STREET PIERCE, NE 68767	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
PILGER HIGH SCHOOL SCHOLARSHIP PROGRAM P.O. BOX 580 WISNER, NE 68791	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
PLAINVIEW HIGH SCHOOL 301 W. PILCHER AVE. PLAINVIEW, NE 68769	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
ST. JOSEPH SCHOOL 428 EAST AVE. YORK, NE 68467	NONE UNRESTRICTED	PUBLIC CHARITY	800.
YORK HIGH SCHOOL SCHOLARSHIP FUND 1005 DUKE DRIVE YORK, NE 68467	NONE SCHOLARSHIP	PUBLIC CHARITY	1,500.
ZION LUTHERAN SCHOOL 102 N. 6TH STREET PLAINVIEW, NE 68769	NONE UNRESTRICTED	PUBLIC CHARITY	1,500.
TOTAL TO FORM 990-PF, PART XV, LI	NE 3A		33,350.