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		Beginning of year			End of year		
		(a) Book Value		(b) Book Value		(c) Fair Market Value	
ASSETS	1	Cash -- non-interest-bearing .....					
	2	Savings and temporary cash investments .....					
	3	Accounts receivable ►					
		Less: allowance for doubtful accs. ►					
	4	Pledges receivable ►					
		Less: allowance for doubtful accs. ►					
	5	Grants receivable .....					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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 .....					
	10a	Investments -- J.S. and state govt. obligations (attach schedule);					
	b	Investments -- corporate stock (attach schedule) .....		75,450	70,665	52,307	
	c	Investments -- corporate bonds (attach schedule) .....					
	11	Investments -- end, bldgs. and equipment: basis ►					
	Less: accumulated depreciation						
12	Investments -- mortgage loans .....						
13	Investments -- other (attach schedule) .....						
14	Land, bldgs, and equipment: basis ►						
	Less: accumulated depreciation						
15	Other assets (describe ►)						
16	Total assets (to be completed by all filers -- see the instructions. Also, see page 1, item 1) .....		80,118	71,028	52,670		
L	17	Accounts payable and accrued expenses .....					
A	18	Grants payable .....					
B	19	Deferred revenue .....					
L	20	Loans from officers, directors, trustees, and other disqualified persons .....					
T	21	Mortgages and other notes payable (attach schedule) .....					
E	22	Other liabilities (describe ►)					
S	23	Total liabilities (add lines 17 through 22) .....		0	0		
Foundations that follow SFAS 117, check here ► <input type="checkbox"/>							
and complete lines 24 through 26 and lines 30 and 31.							
N	24	Unrestricted .....					
F	25	Temporarily restricted .....					
E	26	Permanently restricted .....					
A	27	Foundations that do not follow SFAS 117, ck. here ► <input checked="" type="checkbox"/>					
S	28	and complete lines 27 through 31.					
S	29	Capital stock, trust principal, or current funds .....					
A	30	Paid-in or capital surplus, or land, bldg., and equipment fund .....					
T	31	Retained earnings, accumulated revenue, endowment, or other funds .....		80,118	71,028		
S	32	Total net assets or fund balances (see the instructions) .....		80,118	71,028		
O	33	Total liabilities and net assets/fund balances (see the inst.) .....		80,118	71,028		
E	34	Total liabilities and net assets/fund balances (see the inst.) .....		80,118	71,028		
R	35	Total liabilities and net assets/fund balances (see the inst.) .....		80,118	71,028		

## 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	80,118
2	Enter amount from Part I, line 27a .....	2	-9,444
3	Other increases not included in line 2 (itemize) ► SEE ATTACHMENT #2	3	354
4	Add lines 1, 2, and 3 .....	4	71,028
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	71,028

**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 sha. MLC Co.)		(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SEE ATTACHMENT #3</b>				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/09				
(i) F.M.V. as of 12/31/09	(j) Adjusted basis as of 12/31/09	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss).....	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		2	-5,039
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions)..... If (loss), enter -0- in Part I, line 8 .....			3	0

**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 the instructions before making any entries.

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

- 2 Total of line 1, column (d) .....
- 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.....
- 4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 .....
- 5 Multiply line 4 by line 3 .....
- 6 Enter 1% of net investment income (1% of Part I, line 27b).....
- 7 Add lines 5 and 6 .....
- 8 Enter qualifying distributions from Part XII, line 4 .....

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4945 -- see the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1. Data of ruling or determination letter: _____ (attach copy of letter if necessary -- see Inst.)		
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 .....	1	
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 51* (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).	2	
3	Add lines 1 and 2 .....	3	
4	Subtract A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).	4	
5	Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0- .....	5	
6 Credit/Payments:			
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) .....	6c	
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	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8a	X	
9	X	
10	X	

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? .....

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.

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? .....

1c Did the foundation file Form 1120-POL for the year? .....

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  
(1) On the foundation ..  8  3 (2) On foundation managers ..  5  3

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ..  5  0

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? .....

If "Yes," attach a detailed description of the activities.

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.

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? .....

b If "Yes," has it filed a tax return on Form 990-T for this year? .....

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? .....

If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  
a By language in the governing instrument, or  
b 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? .....

7 Did the foundation have at least \$5,000 in assets at any time during the yr.? If "Yes," complete Part I, col. (c), & Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see the instructions)  
 NONE

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designee) of each state as required by General Instruction G? If "No," attach explanation .....

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)? If "Yes," complete Part XIV .....

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

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

11		X
12		X
13		X
Website address ► <u>X/A</u>		
14	The books are in care of ► <u>SEE ATTACHMENT #4</u>	Telephone no. ►
Located at ►		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -- Check here	ZIP+4 ►
and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u>		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16 Yes No X
See the instructions for exceptions and filing requirements for Form TD 90-22.1. If "Yes," enter the name of the foreign country ►		

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

	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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>1b</u>		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? .....		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 8d and 8e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years .....	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
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 instructions) .....		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. ► <u>2b</u>		
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 28, 1989; (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) .....		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....		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? .....		X

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

5a	During the year did the foundation pay or incur any amount to:				
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2) or (3), or section 4940(d)(2)? (see 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 instructions)? .....			5b	X
	Organizations relying on a current notice regarding disaster assistance check here .....				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? .....	N/A	<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? .....			6b	X
	If "Yes" to 6b, file Form 5870.				
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? .....			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 instructions).				
(a) Name and address	(b) Title, and avg. hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
SEE ATTACHMENT #5				

2 Compensation of five highest-paid employees (other than those included on line 1 -- see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and avg. 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 V** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see the instructions). If none, enter "NONE."**

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

**Total number of others receiving over \$50,000 for professional services** ►**Part VI** Summary of Direct Charitable Activities

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

Expenses

1		
2		
3		
4		

**Part VII** Summary of Program-Related Investments (see the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1		
2		
3		

**Total. Add lines 1 through 3** ►

**Part X: Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	46,204
b Average of monthly cash balances .....	1b	3,139
c Fair market value of all other assets (see the instructions) .....	1c	
d Total (add lines 1a, b, and c) .....	1d	49,343
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	
3 Subtract line 2 from line 1d .....	3	49,343
4 Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions) .....	4	740
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	48,603
6 Minimum Investment return. Enter 5% of line 5 .....	6	2,430

**Distributable Amount** (see 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	2,430
2a Tax on investment income for 2010 from Part VI, line 5 .....	2a	
b Income tax for 2010. (This does not include the tax from Part VI) .....	2b	
c Add lines 2a and 2b .....	2c	
3 Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	2,430
4 Recoveries of amounts treated as qualifying distributions .....	4	
5 Add lines 3 and 4 .....	5	2,430
6 Deduction from distributable amount (see the instructions) .....	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	2,430

**Part XII: Qualifying Distributions** (see 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 2a .....	1a	5,589
b Program-related investments -- total from Part IX-B .....	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required) .....	3a	
b Cash distribution test (attach the required schedule) .....	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 .....	4	5,589
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 the instructions) .....	5	0
6 Adjusted qualifying distributions. Subtract line 5 from line 4 .....	6	5,589

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 XI** Undistributed Income (see the Instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7 .....				2,430
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only .....				
b Total for prior years: 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005 .....	195			
b From 2006 .....				
c From 2007 .....	1,884			
d From 2008 .....				
e From 2009 .....	2,829			
f Total of lines 3a through e .....		4,908		
4 Qualifying distributions for 2010 from Part XI, line 4: ► 3 5,589				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required -- see the instructions) .....				
c Treated as distributions out of corpus (Election required -- see the instructions) .....				
d Applied to 2010 distributable amount .....				2,430
e Remaining amount distributed out of corpus .....	3,159			
5 Excess distributions carryover applied to 2010 .....				
(If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b .....				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4842(a) tax has been previously assessed .....				
d Subtract line 6c from line 6b. Taxable amount -- see the instructions .....				
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount -- see the instructions .....				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 .....				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4842(g)(3) (see the instructions) .....				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see the instructions) .....				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a .....		195		
10 Analysis of line 8:				
a Excess from 2006 .....	1,884			
b Excess from 2007 .....				
c Excess from 2008 .....				
d Excess from 2009 .....	2,829			
e Excess from 2010 .....	3,159			

**Part VII** Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling, .....	>			N/A
b Check box to indicate whether the foundation is a private operating foundation described in section	4942(j)(3) or		4942(j)(5)	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed .....				
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 exempt act. ....				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c. ....				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test -- enter:				
(1) Value of all assets .....				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) .....				
b "Endowment" alternative test -- enter 2/3 of min. investment return shown in Part X, line 8 for each year listed. ....				
c "Support" alternative test -- enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) .....				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) .....				
(3) Largest amount of support from an exempt organization. ....				
(4) Gross investment income. ....				

**Part VIII** Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets 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).)

**SEE ATTACHMENT # 6**

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

NONE

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

- 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:

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

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year  SEE ATTACHMENT #7				
<b>Total</b> .....			► 3a	<b>5,589</b>
b Approved for future payment				
<b>Total</b> .....			► 3b	

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

Enter gross amounts unless otherwise indicated.

**1 Program service revenue:**

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_  
 f \_\_\_\_\_

**g Fees & contracts from government agencies****2 Membership dues and assessments****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate:**

a Debt-financed property .....  
 b Not debt-financed property .....

**6 Net rental income or (loss) from personal property****7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue:** a \_\_\_\_\_

b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_

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

(See worksheet in line 13 instructions to verify calculations.)

**Part VI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

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

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

	Yes	No
1 a Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
b Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash .....	X	
(2) Other assets .....	X	
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization .....	X	
(2) Purchases of assets from a noncharitable exempt organization .....	X	
(3) Rental of facilities, equipment, or other assets .....	X	
(4) Reimbursement arrangements .....	X	
(5) Loans or loan guarantees .....	X	
(6) Performance of services or membership or fundraising solicitations .....	X	
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees .....		
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

2 a 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** *Kathryn Lichfield* **Date** *3/21/14* **Title** *TRUSTEE*  
 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.

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► KRAIG KOBERT CPA PC			Firm's EIN ►	
	Firm's address ► P O BOX 3889			Phone no. (307) 733-4274	

**990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS**

**ATTACHMENT 1: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10B**

<b>OPEN TO PUBLIC</b>	<b>INSPECTION</b>	For calendar year 2010, or tax period beginning  <b>THE ELATION FOUNDATION</b>	, and ending	<b>Employer Identification Number</b>
				<b>87-0571966</b>
Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
445 SH GENERAL ELECTRIC			23,420	8,139
65 SH HEALTH NET INC			2,067	1,774
40 SH HUMANA INC			2,076	2,189
287.051 SH BLACKROCK GLBL				
ALLOCATION			5,255	5,207
195.053 SH CGM TR FOCUS				
FUND			10,103	6,788
353.107 SH COLUMBIA MGMT				
MARSICO 21ST CENTURY			5,000	4,474
212.978 SH IVY FDS ASSET				
STRATEGY C			5,440	5,054
480.193 SH NATIXIS CGM ADV				
TARGETED EQ CL C			5,216	4,783
393.963 SH T ROWE PRICE				
INTL FD			12,088	13,899
<b>Total:</b>			<b>70,665</b>	<b>52,307</b>

**990 SCHEDULE OF OTHER INCREASES****ATTACHMENT 2: PAGE 1 - 990- PF PAGE 2, PART III, LINE 3****OPEN TO PUBLIC  
INSPECTION****For calendar year 2010, or tax period beginning \_\_\_\_\_, and ending \_\_\_\_\_****Name of Organization****THE ELATION FOUNDATION****Employer Identification Number  
87-0571966**

Description of Increase	Total Amount
PRIOR PERIOD ADJUSTMENT	354
Total:	354

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

**ATTACHMENT 3 : PAGE 1 - 990-PF PAGE 3, PART IV, LINE 1**

OPEN TO PUBLIC INSPECTION	For calendar year 2010 or tax period beginning _____, and ending _____			Employer Identification Number <b>87-0571966</b>
Name of Organization <b>THE ELATION FOUNDATION</b>				
(a) List and Describe the Kind(s) of Property Sold (e.g., Real Estate, 2-story Brick Warehouse; or Common Stock, 200 sha. MLC Co.)		(b) How Acquired P -- Purchase D -- Donation	(c) Date Acquired (mo., day, yr.)	(d) Date Sold (mo., day, yr.)
1	VERASUN ENERGY	P	01-01-2008	08-19-2010
(e) Gross Sales Price		(f) Depreciation Allowed (or allowable)	(g) Cost or Other Basis Plus Expenses of Sale	(h) Gain or (loss) (e) Plus (f) Minus (g)
1			5,039	-5,039
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/09				
(i) F.M.V. as of 12/31/09	(j) Adjusted Basis as of 12/31/09	(k) Excess If Col. (i) Over Col. (j), If Any	(l) Gain (Col. (h) Gain Minus Col. (k), But Not Less Than -0-) or Losses (from col. (h))	
1			-5,039	

**990 BOOKS ARE IN CARE C.**

**ATTACHMENT 4 - 990-PF PAGE 5, PART VII-A, LINE 14**

<b>OPEN TO PUBLIC</b>	For calendar year 2010, or tax period beginning	, and ending
<b>Name of Organization</b> <b>THE ELATION FOUNDATION</b>		<b>Employer Identification Number</b> <b>87-0571966</b>
<b>Part VII-A - Line 14</b>		
Individual Name .....		
or		
Business Name: <b>KRAIG KOBERT CPA PC</b>		
Street Address .....		
<b>PO BOX 3889</b>		
U.S. Address:		
Zip code	<b>83001</b>	City <b>JACKSON</b>
or		
Foreign Address		
City	.....	
Province or State	.....	
Country	.....	
Postal code	.....	
Phone Number	<b>(307) 733-4274</b>	
Fax Number	.....	

**990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

**ATTACHMENT 5: PAGE 1 - 990-PF PAGE 6, PART VIII**

<b>OPEN TO PUBLIC INSPECTION</b>	For calendar year 2010, or tax period beginning _____, and ending _____			
<b>Name of Organization</b> <b>THE ELATION FOUNDATION</b>		<b>Employer Identification Number</b> <b>87-0571966</b>		
<b>(A) Name and Address</b>	<b>(B) Title and Average Hrs. per Week</b>	<b>(C) Compensation (If not paid, enter 0)</b>	<b>(D) Cont. to Employee Ben. Plans &amp; Def. Comp.</b>	<b>(E) Expense Account &amp; Other Allowances</b>
KATHRYN LICHFIELD 325 FRONT ST 161 EVANSTON, WY 82930	TRUSTEE 0.00	0	0	0
EMILY CANNON 1963 MAPLE HOLLOW WAY BOUNTIFUL, UT 84010	TRUSTEE 0.00	0	0	0
SCOTT CANNON 1963 MAPLE HOLLOW WAY BOUNTIFUL, UT 84010	TRUSTEE 0.00	0	0	0

## 990 INFORMATION REGARDING FOUNDATION MANAGERS

**ATTACHMENT 6: PAGE 1 - 990-PF PAGE 10, PART XV, LINE 1A**

OPEN TO PUBLIC INSPECTION	For calendar year 2010, or tax period beginning _____, and ending _____
Name of Organization <b>THE ELATION FOUNDATION</b>	Employer Identification Number <b>87-0571966</b>
Contributing Manager	
<b>KATHRYN LICHFIELD</b>	