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

OMB No 1545-0052

2010

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

G Check all that apply [ ] Initial return [ ] Initial Return of a former public charity [ ] Final return
[ ] Amended return [ ] Address change [ ] Name change

Name of foundation
AE & JUANITA RICHARDSON CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 432

City or town State ZIP code
NOWATA OK 74048

A Employer identification number
91-1914497

B Telephone number (see the instructions)
(918) 273-1227

C If exemption application is pending, check here ► [ ]
D 1 Foreign organizations, check here ► [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation . ► [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . ► [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 5,112,629.

J Accounting method. [X] Cash [ ] Accrual
[ ] 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 the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	33.	33.	33.	
	4 Dividends and interest from securities	105,360.	85,088.	85,088.	
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	-11,467.			
	b Gross sales price for all assets on line 6a 597,578.				
	7 Capital gain net income (from Part IV, line 2)				
	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/(loss) (att sch)				
	11 Other income (attach schedule) See Line 11 Stmt	4,707.	2,827.	2,827.	
	12 **Total.** Add lines 1 through 11	98,633.	87,948.	87,948.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	12,800.	12,800.	12,800.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) L-16a Stmt	2,518.	2,518.	2,518.	
	b Accounting fees (attach sch) L-16b Stmt	1,200.	1,200.	1,200.	
	c Other prof fees (attach sch) L-16c Stmt	37,050.	37,050.	37,050.	
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Line 18 Stmt	935.	495.	495.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	1,987.	1,987.	1,987.	
	24 **Total operating and administrative expenses.** Add lines 13 through 23	56,490.	56,050.	56,050.	
	25 Contributions, gifts, grants paid	245,190.			245,190.
	26 **Total expenses and disbursements.** Add lines 24 and 25	301,680.	56,050.	56,050.	245,190.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-203,047.			
	b **Net investment income** (if negative, enter -0-)		31,898.		
	c **Adjusted net income** (if negative, enter -0-)			31,898.	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	385,541.	204,097.	204,097.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	4,356,608.	3,899,008.	4,235,782.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	92,936.	527,361.	557,995.
	11 Investments – land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments – mortgage loans	113,177.	114,749.	114,749.
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ MISCELLANEOUS)	6.	6.	6.
	16 **Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	4,948,268.	4,745,221.	5,112,629.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	**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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,948,268.	4,745,221.	
	30 **Total net assets or fund balances** (see the instructions)	4,948,268.	4,745,221.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	4,948,268.	4,745,221.	

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	4,948,268.
2	Enter amount from Part I, line 27a	2	-203,047.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,745,221.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,745,221.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (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**

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**

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	207,083.	4,735,790.	0.043727
2008	242,979.	5,336,004.	0.045536
2007	243,409.	4,875,586.	0.049924
2006	242,682.	5,137,188.	0.047240
2005	315,003.	5,070,566.	0.062124

2	**Total** of line 1, column (d)	2	0.248551
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049710
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,899,924.
5	Multiply line 4 by line 3	5	243,575.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	319.
7	Add lines 5 and 6	7	243,894.
8	Enter qualifying distributions from Part XII, line 4	8	245,190.

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 4948 – see the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1 Date of ruling or determination letter: ________ (attach copy of letter if necessary – see instr.) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] 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, column (b)		1	319.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	319.
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	319.
6 Credits/Payments			
a 2010 estimated tax pmts 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 1,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	1,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	681.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ► 681. **Refunded** ►		11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (Continued)

			Yes	No
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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► REGENT BANK & TRUST CO Telephone no. ► (918) 273-1227

Located at ► PO BOX 432 NOWATA OK ZIP + 4 ► 74048

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 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

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

			Yes	No
1 a	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? ☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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 the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
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? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
BENJAMIN KILLION 111 S. WALNUT NOWATA OK 74048	TRUSTEE 2.00	2,400.	0.	0.
PHYLLIS WILLIS HC 61 BOX 283 LENAPAH OK 74042	TRUSTEE 2.00	2,400.	0.	0.
W. E. MADDUX 322 N. PINE NOWATA OK 74048	TRUSTEE 2.00	2,400.	0.	0.
See Information about Officers, Directors, Trustees, Etc		5,600.	0.	0.

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 average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
0				
0				
0				
0				
Total number of other employees paid over $50,000 ►				None

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 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.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	4,679,723.
b	Average of monthly cash balances	1b	294,819.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,974,542.
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	4,974,542.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	74,618.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,899,924.
6	**Minimum investment return.** Enter 5% of line 5	6	244,996.

Part XI Distributable Amount (see 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	244,996.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	319.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	319.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	244,677.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	244,677.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	244,677.

Part XII Qualifying Distributions (see 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	245,190.
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	245,190.
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 instructions)	5	319.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	244,871.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				244,677.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			832.	
b Total for prior years: 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010.				
a From 2005 0.				
b From 2006 0.				
c From 2007 0.				
d From 2008 0.				
e From 2009 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► $ 245,190.				
a Applied to 2009, but not more than line 2a			832.	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2010 distributable amount				244,358.
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).)*				
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		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 assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				319.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006 0.				
b Excess from 2007 0.				
c Excess from 2008 0.				
d Excess from 2009 0.				
e Excess from 2010 0.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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 of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see 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 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

REGENT BANK & TRUST
PO BOX 432
NOWATA OK 74048 (918) 273-1227

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

GRANT APPLICATION, PROOF OF EXEMPT STATUS, STATEMENT OF PURPOSE, PROJECT SUMMARY

c Any submission deadlines

NONE

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

COMMUNITIES AND ORGANIZATIONS FOR MEDICAL, HEALTHCARE, EDUCATION AND SPIRITUAL OBJECTIVES WITHOUT RESTRICTIONS AS TO GEOGRAPHIC LOCATION

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN CANCER SOCIETY PO BOX 432 NOWATA OK 74048	NONE	EXEMPT	RELAY FOR LIFE	3,000.
BLUESTEM FOUNDATION 3500 E FRANK PHILLIPS BLVD BARTLESVILLE OK 74006	NONE	EXEMPT	AWNING & MOVE ELECTRIC	30,785.
BOYS AND GIRLS CLUB OF NOWATA 217 W MODOC NOWATA OK 74048	NONE	EXEMPT	FINANCIAL AID & SURVEILLANCE EQUIPMENT	8,281.
CHURCH OF CHRIST NOWATA 121 S PECAN ST NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	250.
CHURCH OF THE NAZERENE 139 S PINE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	150.
COOKSON HILLS MINISTRIES RT 3 BOX 200 KANSAS OK 74347	NONE	EXEMPT	EQUINE THERAPY	7,000.
CORNERSTONE COMMUNITY CHURCH 220 N MAPLE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	750.
DELAWARE MASONIC LODGE PO BOX 255 DELAWARE OK 74027	NONE	501(c)(10) see ATTACHMENT	BENEVOLENT FUND (EYE SURGERY)	1,000.
ELDER CARE 1223 SWAN DRIVE BARTLESVILLE OK 74006	NONE	EXEMPT	PRIME SPONSORSHIP HEALTH CLINIC	27,500.
See Line 3a statement				166,474.
Total			► 3a	245,190.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see 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			14	33.	
4 Dividends and interest from securities			14	105,360.	
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			14	4,707.	
8 Gain or (loss) from sales of assets other than inventory			14	-11,467.	0.
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)				98,633.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	98,633.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-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)
N/A	

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

		Yes	No
1 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?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

▶ Sandra Moore | 8-24-2011 ▶ TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if ☒ if self-employed	PTIN
DOUGLAS SPEIR	DOUGLAS SPEIR	08/23/11		P00184208

Firm's name ▶ DOUGLAS SPEIR, CPA — Firm's EIN ▶

Firm's address ▶ PO BOX 667, 111B W. CHEROKEE, NOWATA OK 74048 — Phone no (918) 273-0919

Form 990-PF Part I, Line 6a	Net Gain or Loss From Sale of Assets	2010

Name	Employer Identification Number
.AE & JUANITA RICHARDSON CHARITABLE FOUNDATION	91-1914497

Asset Information:

Description of Property 2400 SH CITIGRP CP TR IX TRUP 6%
Date Acquired: 11/06/03 How Acquired: Purchased
Date Sold 06/30/10 Name of Buyer
Sales Price 46,464. Cost or other basis (do not reduce by depreciation) 60,864.
Sales Expense Valuation Method
Total Gain (Loss) -14,400. Accumulation Depreciation

Description of Property 300 SH CICIGRP CP TR IX TRUP 6%
Date Acquired How Acquired Purchased
Date Sold 06/30/10 Name of Buyer
Sales Price: 5,811. Cost or other basis (do not reduce by depreciation) 7,608.
Sales Expense Valuation Method:
Total Gain (Loss) -1,797. Accumulation Depreciation·

Description of Property 3132.03 SH ING SR INCOME FD CL A
Date Acquired 08/04/03 How Acquired. Purchased
Date Sold: 04/15/10 Name of Buyer
Sales Price 40,528. Cost or other basis (do not reduce by depreciation) 46,002.
Sales Expense Valuation Method.
Total Gain (Loss)· -5,474. Accumulation Depreciation.

Description of Property· 2427 SH ISHRS TR MSCI EMRG ETF
Date Acquired 05/08/09 How Acquired Purchased
Date Sold 11/23/10 Name of Buyer
Sales Price 109,215. Cost or other basis (do not reduce by depreciation) 76,571.
Sales Expense Valuation Method
Total Gain (Loss) 32,644. Accumulation Depreciation

Description of Property 33189.14 SH PIMCO FDS PAC INVT INSTL
Date Acquired. Various How Acquired Purchased
Date Sold 06/30/10 Name of Buyer
Sales Price 391,964. Cost or other basis (do not reduce by depreciation) 418,000.
Sales Expense Valuation Method
Total Gain (Loss). -26,036. Accumulation Depreciation. .

Description of Property· COLUMBIA ACORN TR FD Z - LONG TERM CAP GAIN DIST.
Date Acquired Various How Acquired: Purchased
Date Sold· 12/16/10 Name of Buyer
Sales Price 3,596. Cost or other basis (do not reduce by depreciation) 0.
Sales Expense Valuation Method
Total Gain (Loss): 3,596. Accumulation Depreciation·

Description of Property
Date Acquired How Acquired
Date Sold: Name of Buyer
Sales Price Cost or other basis (do not reduce by depreciation)
Sales Expense Valuation Method
Total Gain (Loss) Accumulation Depreciation

Description of Property
Date Acquired How Acquired
Date Sold Name of Buyer.
Sales Price Cost or other basis (do not reduce by depreciation) .
Sales Expense· Valuation Method: .
Total Gain (Loss)· . Accumulation Depreciation·

Form 990-PF, Page 1, Part I, Line 11
Line 11 Stmt

Other income.	Rev/Exp Book	Net Inv Inc	Adj Net Inc
MINERAL INTEREST - NET	2,431.	2,431.	2,431.
PRUDENTIAL SECURITIES	64.	64.	64.
PRUDENTIAL SECURITIES	36.	36.	36.
BRISTOL MYERS	296.	296.	296.
REFUND OF TAX OVERPAYMENT	862.	0.	0.
BALANCE ADJUSTMENT	1,018.	0.	0.
Total	**4,707.**	**2,827.**	**2,827.**

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAX PAID	495.	495.	495.	
4TH QTR EST TAX	440.	0.	0.	
Total	**935.**	**495.**	**495.**	

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
LIABILITY INSURANCE	1,420.	1,420.	1,420.	
FLORAL	158.	158.	158.	
SECURITIES COMMISSIONS	109.	109.	109.	
LAWN CARE	80.	80.	80.	
PO BOX RENTAL	220.	220.	220.	
Total	**1,987.**	**1,987.**	**1,987.**	

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person [X] Business [ ] JESSIE BLACKWELL RT 2 BOX 156 NOWATA OK 74048	TRUSTEE 2.00	2,400.	0.	0.
Person [X] Business [ ] B. C. LEE 1414 S. TROOST AVE TULSA OK 74120	TRUSTEE 2.00	800.	0.	0.
Person [X] Business [ ] SANDRA MOORE PO BOX 432 NOWATA OK 74048	TRUSTEE 2.00	2,400.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1 Continued
Information about Officers, Directors, Trustees, Etc.

(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
Total		5,600.	0.	0.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
FIRST BAPTIST CHURCH 211 S PINE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 1,000.
FIRST CHRISTIAN CHURCH 211 S PINE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 750.
FIRST CHURCH OF GOD 408 S PINE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 1,000.
FIRST PRESBYTERIAN CHURCH 208 W DELAWARE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 250.
FIRST UNITED METHODIST CHURCH PO BOX 129 NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 750.
FIRST WESLEYAN CHURCH 1776 SE SILVER LAKE RD BARTLESVILLE OK 74006	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 1,000.
FULL GOSPEL APOSTOLIC CHURCH 214 W MODOC NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 750.
HILLSIDE CHRISTIAN CHURCH 1348 W DAVIS DRIVE NOWATA OK 74048	NONE	EXEMPT	GOOD SAMARITAN FUND	Person or [ ] Business [X] 11,000.
K-LIFE MINISTRIES PO BOX 720 NOWATA OK 74048	NONE	EXEMPT	OPERATING FUND	Person or [ ] Business [X] 5,000.
LENAPAH UNITED METHODIST CHURCH HC 61 BOX 233 LENAPAH OK 74042	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or [ ] Business [X] 250.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
LIVING WORD FAMILY CHURCH PO BOX 762 NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or Business X 1,000.
MT OLIVE BAPTIST CHURCH 241 N WILLOW NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or Business X 500.
NEW LIFE ASSEMBLY OF GOD 126 N CEDAR ST NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or Business X 500.
NOWATA COUNTY SPRING LIVESTOCK PO BOX 46 NOWATA OK 74048	NONE	EXEMPT	PREMIUMS JUNIOR LIVESTOCK SHOW	Person or Business X 1,000.
NOWATA PUBLIC SCHOOLS 707 W OSAGE NOWATA OK 74048	NONE	EXEMPT	VARIOUS PROJECTS & SCHOOL SUPPLIES	Person or Business X 24,374.
OKLAHOMA UNION SCHOOL RT 1 BOX 377-7 SOUTH COFFEYVILLE OK 74072	NONE	EXEMPT	VARIOUS PROJECTS & SCHOOL SUPPLIES	Person or Business X 24,700.
OZARK CHRISTIAN COLLEGE 1111 N MAIN JOPLIN MO 64801	NONE	EXEMPT	RICHARDSON SCHOLARSHIP & CAPITAL CAMPAIGN	Person or Business X 70,000.
ROTARY FOUNDATION 605 S BROAD NOWATA OK 74048	NONE	EXEMPT	POLIO PLUS	Person or Business X 1,000.
SEVENTH DAY ADVENTIST CHURCH 111 N MAPLE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or Business X 250.
ST CATHERINES CATHOLIC CHURCH 225 W MODOC NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or Business X 500.
TRI COUNTY TECHNOLOGY CENTER FOUNDATION 6101 SE NOWATA ROAD BARTLESVILLE OK 74006	NONE	EXEMPT	ROTARY CLUB SCHOLARSHIP	Person or Business X 750.
WILLOW STREET BAPTIST CHURCH 347 N SYCAMORE NOWATA OK 74048	NONE	EXEMPT	CHARITABLE PURPOSE RELIGIOUS	Person or Business X 150.
NOWATA EMS - CITY OF NOWATA 701 EAST MODOC NOWATA OK 74048	NONE	EXEMPT	GENERAL OPERATING ACTIVITIES	Person or Business X 10,000.
ROGERS STATE UNIVERSITY 1701 WEST WILL ROGERS BLVD CLAREMORE OK 74017	NONE	EXEMPT	ADDITION TO SCHOLARSHIP	Person or Business X 10,000.
Total				166,474.

Form 990-PF, Page 1, Part I
Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DAN BEIRUTE	LEGAL	293.	293.	293.	
TODD CONE	LEGAL	2,518.	2,518.	2,518.	
TODD CONE	REFUND	-293.	-293.	-293.	
Total		2,518.	2,518.	2,518.	

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ARCHAMBO-	INCOME TAX	1,200.	1,200.	1,200.	
MUEGGENBORG, CPA	PREPARATION	0.	0.	0.	
Total		1,200.	1,200.	1,200.	

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REGENT BANK	ADMIN FEE	26,043.	26,043.	26,043.	
LPL FINANCIAL	ADVISORY FEE	11,007.	11,007.	11,007.	
Total		37,050.	37,050.	37,050.	

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
PREFERRED STOCK	228,760.	149,051.
EQUITY MUTUAL FUNDS	1,348,324.	1,735,521.
INT'L EQUITY MUTUAL FUNDS	145,459.	149,912.
BALANCED MUTUAL FUNDS	1,500,000.	1,612,079.
MUTUAL FUNDS	76,465.	97,053.
REIT PRIVATE	600,000.	492,166.
Total	3,899,008.	4,235,782.

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
WEYERHAUSER CO 6.95% 8/1/17	92,936.	108,015.
CORPORATE BOND MUTUAL FUNDS	145,078.	145,310.
FIXED INCOME MUTUAL FUNDS	289,347.	304,670.
Total	527,361.	557,995.

Supporting Statement of:

Form 990-PF, p2/Line 2(b)

Description	Amount
MONEY MARKET FUND	254,620.
REGENT MONEY MARKET	24,677.
LESS 2010 GIFTS IN 2011	-75,200.
Total	**204,097.**

Supporting Statement of:

Form 990-PF,p12/Line 3 Column (d)

Description	Amount
UNITED STATES TREASURY - 2009 TAX REFUND	6.
REGENT BANK - MONEY MARKET	27.
Total	**33.**

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (d)

Description	Amount
INLAND AMERICAN REAL ESTATE TRUST 1099-DIV	10,373.
INLAND AMERICAN REAL ESTATE TRUST NON-DIV	20,272.
LPL FINANCIAL 1099-DIV	49,886.
LPL FINANCIAL 1099-INT	15,293.
LPL FINANCIAL 1099-OID	3,916.
LESS TIMING DIFFERENCES - LPL FINANCIAL	-3,120.
RICHARDSON P-NOTE 5.4375%	4,324.
ML CAP TR IV CUM TOPRS 7.12%	3,916.
CARTER JUDGEMENT 5.25% DTD 11/20/09	500.
Total	**105,360.**

COPY

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

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

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

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

Type or print

File by the extended due date for filing the return See instructions

Name of exempt organization: AE & JUANITA RICHARDSON CHARITABLE FOUNDATION

Employer identification number: 91-1914497

Number, street, and room or suite number If a P O box, see instructions: PO BOX 432

City, town or post office, state, and ZIP code For a foreign address, see instructions: NOWATA OK 74048

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

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

- The books are in care of ►
  Telephone No ► FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ► [ ] If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until Nov 15, 20 11

5 For calendar year 2010, or other tax year beginning ______, 20__, and ending ______, 20__

6 If the tax year entered in line 5 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension The taxpayers is requesting additional time to gather the necessary information to prepare a complete and accurate income tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0.
c **Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

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

Signature ► COPY Title ► CPA Date ► 8/15/2011

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization AE & JUANITA RICHARDSON CHARITABLE FOUNDATION	**Employer identification number** 91-1914497
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions PO BOX 432	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NOWATA	OK 74048

Enter the Return code for the return that this application is for (file a separate application for each return) [01]

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

- The books are in the care of ► ________________

Telephone No ► ________________ FAX No. ► ________________

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Aug 15, 20 11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.

► [X] calendar year 20 10 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 1,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit .	3b	$ 0.
c Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 1,000.

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