1105

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 June 1, 2010, and ending May 31, 20 11

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: **Pearl M & Julia J Harmon Foundation**

A Employer identification number: **73-6095893**

Number and street (or P.O box number if mail is not delivered to street address): **PO Box 52568**

Room/suite:

B Telephone number (see page 10 of the instructions): **918-743-6191**

City or town, state, and ZIP code: **Tulsa, OK 74152-0568**

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: ☑ 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, col. (c), line 16)* ► $ 57,071,764

J Accounting method ☑ 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 page 11 of the instructions).)*

	Line	Description	(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 (attach schedule)	0			
	2	Check ► ☑ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	45,666	45,666		
	4	Dividends and interest from securities	222,709	222,709		
	5a	Gross rents	0	0	0	
	b	Net rental income or (loss) 0				
	6a	Net gain or (loss) from sale of assets not on line 10	7,429			
	b	Gross sales price for all assets on line 6a 0				
	7	Capital gain net income (from Part IV, line 2)		7,429		
	8	Net short-term capital gain				
	9	Income modifications			2,198,528	
	10a	Gross sales less returns and allowances 0				
	b	Less: Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0		0	
	11	Other income (attach schedule)	2,047,435	1,731,288	316,147	
	12	**Total.** Add lines 1 through 11	2,323,239	2,007,092	2,514,674	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	158,064	104,045	35,573	18,446
	14	Other employee salaries and wages	71,907	1,975	3,165	66,767
	15	Pension plans, employee benefits	80,416	33,843	10,388	36,185
	16a	Legal fees (attach schedule)	3000	445	938	1617
	b	Accounting fees (attach schedule)	0	0	0	0
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest	0	0	0	0
	18	Taxes (attach schedule) (see page 14 of the instructions)	81,536	61,614	388	174
	19	Depreciation (attach schedule) and depletion	11,015	6,111	1,528	
	20	Occupancy	0	0	0	0
	21	Travel, conferences, and meetings	0	0	0	0
	22	Printing and publications	0	0	0	0
	23	Other expenses (attach schedule)	23,533	16,475	3,529	3,529
	24	**Total operating and administrative expenses.** Add lines 13 through 23	429,470	224,508	55,509	126,719
	25	Contributions, gifts, grants paid	320,505			320,505
	26	**Total expenses and disbursements.** Add lines 24 and 25	749,976	224,508	55,509	447,224
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	1,573,263			
	b	**Net investment income** (if negative, enter -0-)		1,782,584		
	c	**Adjusted net income** (if negative, enter -0-)			2,459,166	

For Paperwork Reduction Act Notice, see page 30 of the instructions. Cat No 11289X Form **990-PF** (2010)

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	9,959	10,567	10,567
2	Savings and temporary cash investments	25,417,063	26,360,154	26,360,154
3	Accounts receivable ▶ Purchased Int			
	Less. allowance for doubtful accounts ▶ 0	526	0	0
4	Pledges receivable ▶ 0			
	Less. allowance for doubtful accounts ▶	0		
5	Grants receivable	0	0	0
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
7	Other notes and loans receivable (attach schedule) ▶ 0			
	Less: allowance for doubtful accounts ▶ 0	0	0	0
8	Inventories for sale or use	0	0	0
9	Prepaid expenses and deferred charges	0	0	0
10a	Investments—U S. and state government obligations (attach schedule)	2,580,321	2,441,664	2,605,202
b	Investments—corporate stock (attach schedule)	3,615,365	3,582,696	5,345,448
c	Investments—corporate bonds (attach schedule)	252,331	251,813	264,296
11	Investments—land, buildings, and equipment basis ▶ Oil Gas Mineral			
	Less: accumulated depreciation (attach schedule) ▶ see schedule	0	0	5,241,579
12	Investments—mortgage loans	0	0	0
13	Investments—other (attach schedule)	0	0	0
14	Land, buildings, and equipment: basis ▶ Office Bldg Furn			
	Less: accumulated depreciation (attach schedule) ▶ per schedule	171,756	165,416	352,982
15	Other assets (describe ▶ Charitable Use)	16,087,396	16,891,535	16,891,535
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	48,134,717	49,703,846	57,071,764
Liabilities 17	Accounts payable and accrued expenses	0	0	
18	Grants payable	0	0	
19	Deferred revenue	0	0	
20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
21	Mortgages and other notes payable (attach schedule)	0	0	
22	Other liabilities (describe ▶)	0	0	
23	**Total liabilities** (add lines 17 through 22)	0	0	
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	0	0	
25	Temporarily restricted	0	0	
26	Permanently restricted	0	0	
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	10,255,647	10,255,647	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	37,879,070	39,448,199	
30	**Total net assets or fund balances** (see page 17 of the instructions)	48,134,717	49,703,846	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	48,134,717	49,703,846	

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	48,134,717
2	Enter amount from Part I, line 27a	2	1,573,263
3	Other increases not included in line 2 (itemize) ▶ Rounding	3	4
4	Add lines 1, 2, and 3	4	49,707,984
5	Decreases not included in line 2 (itemize) ▶ See Attached Schedule	5	4,138
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	49,703,846

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a	**See Schedule in attachments**			
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(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	7,429
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 pages 13 and 17 of 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 page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009	2,513,369	37,538,703	0.066954
2008	2,896,836	39,620,052	0.073115
2007	2,384,565	37,275,772	0.063971
2006	1,491,985	36,126,942	0.041298
2005	2,093,623	32,989,350	0.063464

2	**Total** of line 1, column (d)	2	0.308802
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	0.061760
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	40,679,131
5	Multiply line 4 by line 3	5	2,512,343
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	17,826
7	Add lines 5 and 6	7	2,530,169
8	Enter qualifying distributions from Part XII, line 4	8	3,449,891

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	17,826
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	17,826
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	17,826
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 52,000		
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	52,000
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	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ — **Refunded** ▶	11	34,174

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
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		✓
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	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OK IL CA			
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	✓	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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 page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ **www.HarmonFnd.org**			
14	The books are in care of ▶ **George Hangs** Telephone no. ▶ **918-743-6191**			
	Located at ▶ **PO Box 52568, Tulsa, OK** ZIP+4 ▶ **74152-0568**			
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			
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		✓
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 22 of 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		✓
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 page 22 of the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 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		✓
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		✓

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

5a	During the year did the foundation pay or incur any amount to.			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*	6b		✓
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 **List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

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

2 **Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).** ***If none, enter "NONE."***

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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 SIGNS, BANNERS, DESKTOP PUBLISHING -donation of hundreds of custom signs and banners to charities in the Tulsa, OK region www.HarmonFnd.org/bannerinformation	44,435.06
2	
3 CONSTRUCTION AND MAINTENANCE Provide construction assistance and maintenance services to the Nowata City-County Library, Tulsa City-County Library, Grand Lake Mental Health Center, and Nowata, OK City Schools	75,607.00
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 Riverfield Country Day School, Tulsa, OK., - Expand HS, & Renovations	1,497,750
2 Community Action Project, Tulsa County, OK, - Early Learner / Headstart Cntr Union P.S.	1,500,000
All other program-related investments See page 24 of the instructions 3 None	0
Total. Add lines 1 through 3 ▶	2,997,750

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,802,478
b	Average of monthly cash balances	1b	27,901,571
c	Fair market value of all other assets (see page 25 of the instructions)	1c	5,594,561
d	**Total** (add lines 1a, b, and c)	1d	41,298,610
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	41,298,610
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see page 25 of the instructions)	4	619,479
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	40,679,131
6	**Minimum investment return.** Enter 5% of line 5	6	2,033,957

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	2,033,957
2a	Tax on investment income for 2010 from Part VI, line 5	2a	17,826		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	17,826
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,016,131
4	Recoveries of amounts treated as qualifying distributions			4	2,198,528
5	Add lines 3 and 4			5	4,214,658
6	Deduction from distributable amount (see page 25 of the instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	4,214,658

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	447,224
b	Program-related investments—total from Part IX-B	1b	2,997,750
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	4,917
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,449,891
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	17,826
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,432,065

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

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

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				4,214,658
2	Undistributed income, if any, as of the end of 2010.				
a	Enter amount for 2009 only			2,829,798	
b	Total for prior years: 20___,20___,20___				
3	Excess distributions carryover, if any, to 2010:				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
e	From 2009				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,449,891				
a	Applied to 2009, but not more than line 2a			2,829,798	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2010 distributable amount				620,093
e	Remaining amount distributed out of corpus				
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 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				3,594,565
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9:				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008				
d	Excess from 2009				
e	Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the 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 . . . . . ▶ **NOT APPLICABLE**

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 foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE LIVING

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

NONE

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

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

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

George Hangs, PO Box 52568 Tulsa, OK 74152-0568. 918-743-6191

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

The Foundation makes Program Related Investment Loans, Not Grants. Application forms are online at http://www.harmonfnd.org/programs

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:

Preference to NE OKLA. Program Loans, Not Grants. ONLY charities, no businesses or individuals. OK, KS, AR, TX

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*				
See Attachment	**NONE**	**NONE**		**216,483**
Grants are Trustee Initiated.				
NO				
GRANTS				
TO				
INDIVIDUALS				
OR				
BUSINESSES				
Total ▶ 3a				**216,483**
b *Approved for future payment*				
NONE				
Total ▶ 3b				**0**

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue:					
a PRI INT					316,147
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	45,666	
4 Dividends and interest from securities			14	222,709	
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			14	7,429	
9 Net income or (loss) from special events					
10 *Gross profit or (loss) from sales of inventory*					
11 Other revenue: a Per Attached Schedule			15	1,731,288	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				2,007,092	316,147

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 2,323,239

(See worksheet in line 13 instructions on page 29 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 page 29 of the instructions.)
1a	Below market Interest is charged on Program Loans to discourage arbitrage and to encourage charities to borrow
	only for projects critical to mission AND to preclude attempts to borrow to invest in financial markets.

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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
Pearl M. & Julia J. Harmon Foundation, Inc	**501(c)2 title holding corporation**	**Inc. holds record title to mineral interests of Foundation Trust.**
C.C. Harmon Memorial Park, Inc.	**501(c)2 title holding corporation**	**Park, Inc. holds record title to charitable use assets of Foundation Trust.**

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

Signature of officer or trustee | Date 1/15/2014 | Title **Exec. Dir. & Trustee**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Not Applicable				
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

CIS IMAGE"do not correspond for signature"

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

Part I, Ln 9 - Income Modifications

	Col C
Program Loan Principal Repaid fye 5/31/2011	2,198,528
Total Ln 9 Inc Modifications	**2,198,528**

Part I, Ln 11 — "Other" Income

	Col A	Col B	Col C	Col D
Miscellaneous, rebates, refunds, interest	166	166		N/A
Program Loan Interest	316,147		316,147	N/A
Oil and Gas Lease Bonus	137,588	137,588		N/A
Oil and Gas Royalties & Rents	1,593,535	1,593,535		N/A
TOTAL 11 Oth Inc	**2,047,435**	**1,731,288**	**316,147**	**0**

Part I, Ln 16 — Legal Fees

	Col A	Col B	Col C	Col D
GableGotwals	2,069	445	938	686
Sanchez, Mowrer & Desiderio	931		0	931
Total Legal Fees, By Column	**3,000**	**445**	**938**	**1,617**

Part I, Ln 18 — Taxes

	Col A	Col B	Col C	Col D
Tax on Foreign Dividends	758	758		
Federal Excise Tax	52,000 00			
Net Prior Periods Federal Excise Taxes	(32,639.00)			
State Taxes on Mineral Interests	60,015	60,015		
State Taxes, Fees - Real Estate, Bus Per Prop	1,074	644	322	108
State Unemployment Taxes	328	197	66	66
Total Ln 18 Taxes	**81,536**	**61,614**	**388**	**174**

Part I, Ln 23 — Other Expenses

	Col A	Col B	Col C	Col D
Office & General Expenses				
Bank Charges	138	97	21	20
Furn Fixt <500	3,220	2,254	483	483
Insurance	4,001	2,801	600	600
Miscellaneous Office & General Expense:	1,463	1,024	219	220
Repairs	1,981	1,387	297	297
Supply Subs Post	4,968	3,478	745	745
Utilities	7,763	5,434	1,164	1,165
Total Other Expenses, By Column	**23,533**	**16,475**	**3,529**	**3,529**

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

Part II, Ln 15, Other Assets - Charitable

	- - OPEN - -	RETIRE	ADD	CLOSE	Part 12 Line 2 Amts Paid to Acquire Charitable Assets
DTP Apple Wireless Keyboard/Mouse	105 24	0 00	0 00	105 24	0 00
DTP Full Version Adobe Photoshop	564 19	0 00	0 00	564 19	0 00
DTP Full Version Adobe Acrobat8 Pro	159 00	0 00	0 00	159 00	0 00
DTP Corel Draw 9/18/03	0 00	0 00	0 00	0 00	0 00
DTP Corel Draw 4/2/08	189 99	0 00	0 00	189 99	0.00
DTP Summa WinCut 3 0 9/18/03	111.50	0 00	0 00	111 50	0 00
DTP HP f1903 LCD Monitor 12/2/03	678 43	0 00	0 00	678 43	0 00
DTP Epson Stylus PRO 9600 +M	5,426 81	0 00	0 00	5,426 81	0 00
DTP Allocated Cost Roof 2901	5 272.77	0 00	0 00	5 272.77	0 00
DTP HP 2335 LCD Monitor	1,208 57	0 00	0 00	1,208 57	0 00
DTP Athlon 64 Windows System	1,141.07	0 00	0 00	1,141 07	0 00
DTP Battery Backup IMac	64 96	0 00	0 00	64 96	0 00
DTP Belkin UPS @ Router	48 80	0 00	0 00	48 80	0 00
DTP 8 outlet surge protector	27 12	0.00	0.00	27 12	0 00
DTP dvi cable iMac	27 12	0 00	0 00	27 12	0 00
DTP Wacom Pen Touch Tablet 11/5/09	108 51	0 00	0 00	108 51	108 51
DTP Canon Laser Printer 5/28/09	369 99	0 00	0 00	369 99	0 00
DTP Cmptr Sware Art Text 11/5/10	0 00	0 00	24 95	24 95	24 95
DTP Cmptr Sware Swift Publisher 11/5/10	0 00	0 00	25 00	25 00	25 00
DTP Cmptr Sware SuperFlexSync 11/8/10	0 00	0 00	39 98	39 98	39 98
DTP Hware Belkin 7 USB Port 11/15/19	0 00	0 00	30 27	30 27	30 27
DTP Cmptr Sware Office 2011 11/26/10	0 00	0 00	110 50	110 50	110 50
DTP Hware WD USB 500GB 12/3/10	0 00	0 00	48 99	49 99	49 99
DTP Cmptr Sware True Image 12/7/10	0 00	0 00	83.98	83 98	83 98
DTP Cmptr Sware Win 7 Update 1/22/11	0 00	0 00	130 21	130 21	130 21
DTP Cmptr Sware Logo Design 2/25/11	0 00	0 00	21 69	21 69	21 69
DTP Cmptr Sware Mac Fonts 2/25/11	0 00	0 00	21 69	21 69	21 69
DTP Hware iOmega 2TB 4/26/11	0 00	0 00	163 25	163 25	163.25
DTP Hware Logitech Mic 4/26/11	0 00	0 00	19 54	19 54	19.54
DTP Panasonic DETC Phone 5/3/11	0 00	0 00	170 91	170 91	170 91
Bldg 2901 #4 NW Rooftop Un 3/14/11	0 00	0 00	4 025 00	4,025 00	4,025.00
Totals DTP	**15,504.07**	**0.00**	**4,916.96**	**20,421.03**	**5,025.47**
GLMHC HQ Bldg Nowata	185,641 84	0 00	0 00	185,641 84	0 00
Harmon CommCntr Library - Nowata*	1,070,787 32	0 00	0 00	1,070,787 32	0 00
Tulsa City Cnty Library Genealogy Cntr	799,948 08	0 00	0.00	799,948 08	0 00
WORKSHOP F150 Pickup Truck	16,673 66	0 00	0.00	16,673 66	0 00
WORKSHOP BUILDING	97,465 00	0 00	0 00	97,465 00	0 00
WORKSHOP TOOLS	32,990 75	0 00	0 00	32,990 75	0 00
GRAND Totals begin DTP Total, Down	**2,219,010.72**	**0.00**	**4,916.96**	**2,223,927.68**	**5,025.47**
PROGRAM LOAN RECEIVABLE	13,868,385 69				
Adjust Open.	0 00				
	13,868,385 69	(2 198,527.92)	2,997,750 00	14,667,607 77	
Total Other (Charitable) Assets	**16,087,396.41**	**(2,198,527.92)**	**3,002,666.96**	**16,891,535.45**	

Part III, Ln 5, Decreases Not Included in Ln 2

Adjust BOK Balances	(22 58)
Cash in Lieu Vieston	(5 65)
XRX settlement	(21 57)
Recapture prior period Med Ins Pd	(355 45)
Close Cal Yr 15% Gain to Rtn Earnigs	(3,732 47)
DECREASES	**(4,137.72)**

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

Part IV, Capital Gains & Losses

ISSUE	ALL PURCHASED	ACQUIRED	SOLD	RECEIVED	COST	GAIN/LOSS
Mortgage Backed Securities						
		Multiple Mortgage Back Maturities from Repayments Over Cost Basis				
					See GNMA / FN Detail	7,350 46
Stocks						
VISTEON CORP 131 sh		8/5/99	10/5/10	0 00	1,955 19	(1,955 19)
VISTEON CORP 130 sh		2/26/00	10/5/10	0 00	1,704 66	(1 704 66)
Stock total ($3,659 85)						
Capital Gains per Broker Adjusted 1099s CalYr 2010 & Other Broker Adjustments						
2010 DEC 31 BROKER 1099 STOCK 15% CG		various	various	3,732 47	0.00	3,732 47
Cash in Lieu Visteon Bankruptcy		various	various	5 65	0 00	5 65
Fidelity ST Cap Gain Mutual Fund		various	various	0 11	0 00	0.11
			TOTALS	**3,738.23**	**3,659.85**	**7,428.84**

Part VIII, Ln 1 - Officers Mgrs TTYs

Benefits Include FICA, Medicare Ins, Medical Ins, SEP-IRA

Name & Address	(b) Title/Wkly Hrs	(c) Compn	(d). Emp Ben	(e) Expense Acct
George L Hangs, Jr., Box 52568, Tulsa, 74152	Exec Dir//TTY/ 40	85,329 60	22,681 16	0 00
C. Kay Stanart, Box 386, Nowata, Ok 74048	Off Mgr/TTY/40	59,534 45	24,885 83	0 00
G E Holmes, Box 52568 Tulsa, Ok 74512	TTY/Nominal	3,300 00	0.00	0 00
Cathey Frederick, Box 52568, Tulsa, 74152	TTY/Nominal	3,300 00	0 00	0 00
Jean M Kuntz, Box 52568, Tulsa, 74152	TTY/Nominal	3,300 00	0 00	0 00
Mary Grant Wendt, Box 52568, Tulsa Ok 74152	TTY/Nominal	3,300 00	0 00	0 00
Totals Officers		**158,064.05**	**47,566.99**	**0.00**

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

Part II, All Assets

Description	(b) COST 5/31/11	(c) FMV 5/31/11	CAP GN from Partial MTB Maturity
Ln 01 Non-Interest Cash (Total)	10,566.77	10,566.77	
Ln 02 Savings (Total)	26,360,154.28	26,360,154.28	
Ln 03 Receivable (Total)	-	-	
Ln 10a Govt & Agency			
FED NATL MTG 4.625% 10/15/13	248,432 50	272,866.50	
FNMA .0875 1/12/12	499,490 00	502,153 00	
US T NOTE 1 375% 2/15/13	498,730 45	508,359.50	
FNMA PL 254631	24,603 92	28,652.65	
FNMA PL 315644	0 00	-	
FNMA PL 794884	66,103 86	72,692.13	
FNMA PL 850566	50,784 40	63,857 24	
GNMA II 000589	0 00	1,061 79	202.96
GNMA II 000608	0 00	166 17	49.02
GNMA II 000625	519 19	590.36	0.00
GNMA II 000641	0 00	2,850.00	627.88
GNMA II 000645	0 00	369.73	45 57
GNMA II 000662	0 00	671 54	178 29
GNMA II 000679	339 93	3,258.69	0 00
GNMA II 000711	9,164 50	9,894 63	0.00
GNMA II 000733	0 00	4,459 16	2,928 42
GNMA II 000855	0 00	8,453.78	766.15
GNMA II 000964	0 00	1,539 28	880.19
GNMA II 001021	0 00	466.53	37.20
GNMA II 001032	3,973.91	4,525.18	0.00
GNMA II 001052	2,141 21	2,239.64	0.00
GNMA II 001057	0 00	635.33	57 53
GNMA II 001074	262 23	304 42	0 00
GNMA II 001106	0 00	128 69	13.02
GNMA II 001142	5,454 80	6,248 96	0.00
GNMA II 001171	0 00	118 37	8.16
GNMA II 001236	0 00	667 07	50.87
GNMA II 001363	155 03	176 81	0.00
GNMA II 001364	776 13	898 70	0 00
GNMA II 001400	0 00	148 44	8 30
GNMA II 001436	125 81	145 01	0 00
GNMA II 001490	716 06	812.00	0 00
GNMA II 001543	347 96	397 01	0 00
GNMA II 001615	342.89	387.72	0.00
GNMA II 001844	1,065 21	1,195.25	0 00
GNMA II 002162	0.00	-	0 00
GNMA II 002176	0.00	-	619 32
GNMA II 002268	4,757 01	5,446.86	0 00
GNMA II 002301	700 34	2,325 46	0 00
GNMA II 002360	2,550 26	2,932.71	0 00
GNMA II 002396	2,807.10	3,221.03	0 00
GNMA II 002443	4,200 18	9,195 72	0.00
GNMA II 002471	4,134.33	4,962.80	0 00
GNMA II 004635	929,037 33	962,722.20	0 00
GNMA II 266371	2,342 20	13,890.79	0.00
GNMA PL 155911	374.76	1,424.38	0.00
GNMA PL 376256	4,959 34	5,621 54	0 00
GNMA PL 379009	9,873 38	11,850.13	0.00
GNMA PL 414692	749 31	2,975.99	0 00
GNMA PL 643362	52,749.38	62,211.16	0 00
GNMA PL 780232	3,124.47	3,576 80	0 00
GNMA II 001142	0 00	2,387.28	288 30
GNMA II 002860	0.00	2,246.98	589.28
GNMA PL 501833	5,775 10	6,819.27	0 00
Ln 10a US Govt & Fed Agency (Total)	2,441,664.48	2,605,202.38	7,350.46

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

Part II, All Assets (cont'd)

Description		(b) COST 5/31/11	(c) FMV 5/31/11
	Ln 10b Stock		
Shares	ALCATEL LUCENT ADR F	40 029 41	1,105 65
195 00	ADVANCED MICRO DEVICES	4,007 48	4,340 00
500 00	AVALONBAY CMNTYS INC	32,887.13	137,195 17
1,031 00	BOEING CO	17 139 97	39,015 00
500 00	BRANDYWINE REALTY TR NEW	37,764 28	25,520.00
2,000 00	BP PLC ADR F	84,487 39	99,046 08
2,142 00	B P PRUDHOE BAY RLTY TR	5,307 76	112 470 00
1,000 00	CITIGROUP INC	24,625 81	2,057 50
500 00	MACK CALI REALTY CORP	60,561 39	88,400 00
2,500.00	COLONIAL PROPERTIES TR	38,948 62	69,081 40
3,274.00	COMCAST CORP NEW CL A	25,775.31	12,216 16
484.00	CHEVRON CORPORATION	73,029 95	209,820 00
2,000.00	DAIMLERCHRYSLER A G F	37 808 07	35,296 00
500.00	DEVL DIVERSIFIED RLTY	67,924 42	80,868 69
5,081 00	DIAMONDS TRUST SERIES I	45,515 43	62,750 00
500 00	ENTERTAINMENT PPTYS TR	7,693 27	48,580 00
1,000 00	EQUITY ONE INC	18,670 05	70,596 00
2,700.00	ISHARES MSCI JPN IDX FD	27,972 79	20,540 00
2,000 00	FORD MOTOR COMPANY NEW	89 762 91	52,165 54
3,496.00	FELCOR LODGING TR INC	97,081 37	31,150 00
5,000 00	FIRST INDUSTRIAL RLTY TR	60,029 15	37,740 00
3,000 00	FEDERAL RLTY INVT TR SBI	50,366 49	262,800 00
2,500 00	GOLDMAN SACHS GROUP INC	21,919 95	28,146 00
200 00	HEALTH CARE REIT INC	24,051 01	106,380 00
2,000 00	HIGHWOOD PROPERTIES INC	33,677 88	72,160 00
2,000 00	HEWLETT-PACKARD COMPANY	75,235 67	61,004.16
1,632 00	HOSPITALITY PPTYS TRUST	32,215 89	49,360 00
2,000 00	HEALTHCARE REALTY TRUST	34,786 99	55,050 00
2,500 00	ISHARES BARCLAYS 7-10 US TREAS	259,832.89	289,770 00
3,000 00	INTEL CORP	22,144 95	11,255 00
500.00	ISHARES TRUST S&P 500	291,621 46	270,620 00
2,000 00	ISHARES S&P 500 GROWTH	89,886 26	70,640 00
1,000 00	ISHARES TRUST DOW JONES TECH	125,946 70	67 180 00
1,000 00	ISHARES TR DJ US TELECOM	61,942 47	25,650 00
1,000 00	PENNEY J C CO INC	14,779 95	35,430 00
1,000 00	JPMORGAN CHASE & CO	76,963 41	114,153 60
2,640 00	KIMCO REALTY CORP	10,814 82	4,916 52
252 00	ISHARES IBOXX INVESTOP	218,135 90	222,880 00
2,000 00	LIBERTY PROPERTY TRUST	53,586 28	72,120 00
2,800 00	LSI CORPORATION	8,839 92	434 42
58 00	SOUTHWEST AIRLINES CO	11 634 97	8,872 50
750.00	MID AMER APT CMNTYS INC	31 072 56	171,375 00
2,500 00	MACERICH COMPANY	50,461 47	146,581 52
2,696 00	MID CAP S P D R TRUST	40 514 97	91,290 00
500 00	MICROSOFT CORP	30 504.30	25,010 00
1,000 00	NATIONAL RETAIL PPTYS	31,955 66	77,340 00
3,000 00	NOKIA CORP SPON ADR F	7,969 95	1,404 00
200 00	NORTEL NETWORKS CP NEW F	45,062 70	2 65
168 00	REALTY INCOME CORP	18,029 66	70,280 00
2,000 00	ORACLE CORPORATION	39,186 20	34,220 00
1,000 00	PARKWAY PROPERTIES INC	52,673 37	36,720 00
2,000 00	POST PROPERTIES INC	26,205 88	42,100 00
1,000 00	PUBLIC STORAGE INC	54,479 02	215,378 80
1,820 00	POWERSHS QQQ TRUST SER 1	55,780 33	58 360 00
1,000 00	REGENCY CENTERS CORP	17,490 74	46 310 00
1,000 00	RAMCO GERSHENSON PPTY MD	16,086 51	26,280 00
2,000.00	S A P AKTIENGESELL ADR F	15,264 97	31,085 00
500 00	THE CHARLES SCHWAB CORP	19,733 75	13,507 50
750 00	ISHARES BARCLAYS 1-3 YEAR TREASURY BOND	80,832 06	84,370 00
1,000 00	SIMON PPTY GROUP NEW	127,333 56	379,326 78
3,213 00	SOVRAN SELF STORAGE INC	44 637 99	104,900 00
2,500 00	A T & T INC NEW	37,703 73	20,671 80
655 00	TRAVELCENTERS OF AMERICA	6 468 00	1,070 00
200 00	ISHARES TR LEHMAN BD FD	94,029 95	96,690 00
1,000 00	TRAVELERS COMPANIES INC	1,636 77	1,738 24
28.00	UDR INC	20,311 48	84 486 52
3,242 00	UNITED PARCEL SERVICE B CLASS B	0 00	36,745 00
500	VISTEON CORP	28,269 95	122 58
2	VORNADO REALTY TRUST WARRANTS 10/5/15	36,663 39	101,724 92
1,034 00	VOLVO A B ADR F SPONSORED ADR	29 997 48	90,174 00
5,000 00	VISTEON CORP 15 WTS	0 00	48
3	EXXON MOBIL CORPORATION	76,044 92	166,940 00
2,000 00	XEROX CORP	30,889 21	20 420 00
	Ln 10b Stock (Total)	**3,582,696.35**	**5,345,447.70**

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

Part II, All Assets (cont'd)

Description	(b) COST 5/31/11	(c) FMV 5/31/11
Ln 10c Fixed Inc: Corp Bonds		
GE CAP 3 75% 2014	251,812.68	264,296.25
Ln 10c Fixed Inc: Corp Bonds	251,812.68	264,296.25
Ln 10c Fixed Inc: Certificates of Deposit		
NONE	0.00	-
		-
Ln 10c Certificates of Deposit	0.00	0.00
Ln 10c : Corp Bonds & CDs (Total)	**251,812.68**	**264,296.25**
Ln 11 Investments - (Total) ***Oil & Gas Mineral Interests*** *(100% Depletion Deduction Claimed in Yrs since 1967)*	**0**	**5,241,579.00**
Ln 13 Land, Buildings, Equipment (Total)	**165,416.14**	**352,981.81**
Ln 15 Charitable Use Assets (Total)	**16,893,735.36**	**16,893,735.36**
GRAND TOTAL	**49,706,046.06**	**57,073,963.55**

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

DEPRECIABLE ASSETS & DEPRECIATION
Part I, Ln 19 & Part II, Ln 14

DATE	ITEM	Memo	Method	Open	Add	Retire	OP+ADD-RET	Acc Depr	Curr Yr Deduct	Asset Balance
6/1/67	001 Creek County OK-33	Part 21-17N-12E Creek Cnt OK	N/A	$200 00	$0.00	$0 00	$200.00	$0.00	$0 00	$200 00
9/1/89	002 2901 S Harvard Main Lot	2901 S Harvard Main	N/A	$40,975 76	$0 00	$0 00	$40,975.76	$0 00	$0 00	$40,975.76
12/1/90	003 2901 S Harvard E Lots	E Lots @ 2901	N/A	$25,693 00	$0 00	$0.00	$25,693 00	$0 00	$0 00	$25,693 00
TOTAL LAND		**TOTAL LAND**		**$66,868.76**	**$0.00**	**$0.00**	**$66,868.76**		**$0.00**	**$66,868.76**

DATE	ITEM	Memo	Method	Open	Add	Retire		Acc Depr	Curr Yr Deduct	Asset Balance
5/31/90	004 Bldg 2091 #0 Main	2901 S Harvard Building	SL @ 3.1746%	$258,642 64	$0 00	$0 00	$258,642 64	$164,217 56	$8,210 88	$86,214 20
6/1/90	005 Bldg 2901 #1 Addn	2901 S Harvard Building	SL @ 3 1746%	$3,800 21	$0 00	$0.00	$3,800 21	$2,533 45	$120 64	$1,146 12
12/1/90	006 Bldg 2901 #2 Addn	2901 S Harvard Building	SL @ 3 1746%	$3,407 52	$0 00	$0 00	$3,407 52	$2,163 00	$108 10	$1,136 42
2/14/06	007 Bldg 2901 # 3 Addn Roof	2901 S Harvard Building	SL@ 2 554%	$5,272 77	$0 00	$0 00	$5,272 77	$620 25	$134 67	$4,517 85
3/14/11	008 Bldg 2901 #4 Addn NW Rooftop	2901 S Harvard Building	SL 40yr 4Q #1	$0 00	$1,725 00	$0 00	$1,725 00	$0 00	$5 40	$1,719 60
TOTAL BLDG		**TOTAL BUILDING**		**$271,123.14**	**$1,725 00**	**$0.00**	**$272,848.14**	**$169,534.26**	**$8,579.69**	**$94,734.19**

DATE	ITEM	Memo	Method	Open	Add	Retire		Acc Depr	Curr Yr Deduct	Asset Balance
5/17/06	100 N Cmptr Apple iMac 20in	2901 S Harvard Building	SL 17 5%	$3,225 68	$0 00	$0 00	$3,225 68	$2,702 45	$523 23	$0 00
11/5/10	106 N Cmptr MacMini Mid 10	2901 S Harvard Building	SL 12 5%	$0 00	$1,074 09	$0 00	$1,074 09	$0 00	$134 26	$939.83
5/17/06	109 T Cmptr Apple iMac 20in	2901 S Harvard Building	SL 17 5%	$3,250 38	$0 00	$0 00	$3,250 38	$2,722 83	$527 55	$0 00
8/16/07	110 T Cmptr Apple MBPr 15	2901 S Harvard Building	SL 20%	$2,138 88	$0 00	$0 00	$2,138 88	$1,229 86	$427 78	$481 24
10/17/07	111 T HP24 Mon	2901 S Harvard Building	SL 20%	$654 28	$0 00	$0 00	$654 28	$343.51	$130 86	$179 91
8/16/07	112 T LaCie FW Drive	2901 S Harvard Building	SL 20%	$238 68	$0 00	$0 00	$238 68	$137 25	$47 74	$53.69
4/2/08	113 ScanSnap S10M	2901 S Harvard Building	SL 20%	$368 99	$0 00	$0 00	$368 99	$156 82	$73 80	$138.37
3/29/11	114 T Cmptr MacMini Mid 10	2901 S Harvard Building	SL 5yr 4Q 2 5%	$0 00	$1,505 01	$0 00	$1,505 01	$0 00	$37 63	$1,467 38
11/5/09	116 T Cmptr MacMini Mid 09	2901 S Harvard Building	SL 20%	$808 92	$0 00	$0 00	$808 92	$94.37	$161 78	$552 77
TOTAL F&F		**TOTAL FURNITURE AND FIXTURES**		**$10,685.81**	**$2,579.10**	**$0.00**	**$13,264.91**	**$7,387.09**	**$2,064.63**	**$3,813.19**

	Open	Add	Retire	OP+ADD-RET	Acc Depr	Curr Yr Deduct	Asset Balance
TOTAL LAND	$66,868 76	$0 00	$0 00	$66,868 76	$0 00	$0 00	$66,868 76
TOTAL BUILDING	$271,123 14	$1,725 00	$0 00	$272,848 14	$169,534 26	$8,579 69	$94,734 19
TOTAL FURNITURE AND FIXTURES	$10,685 81	$2,579 10	$0 00	$13,264 91	$7,387 09	$2,064 63	$3,813 19
TOTALS ABOVE	**$348,677.71**	**$4,304.10**	**$0.00**	**$352,981.81**	**$176,921.35**	**$10,644.32**	**$165,416.14**
Add BPT Depletion						370 57	
Depreciation + Depletion						**$11,014.89**	
Reduction for Charitable Part 2901 Bldg						($3,375 85)	
Deductible Depreciation & Depletion						**$7,639.04**	

Pearl M. & Julia J. Harmon Foundation, 73-6095893
AMENDED 2010 990-PF fye 5/31/11

CHARITABLE CONTRIBUTIONS & SUMMARY OF DIRECT CHARITABLE ACTIVITIES

Gifts

Payee	Purpose	Address	City State Zip	Amount
First Baptist Church	Unrestricted	433 N Mississippi	Nowata, OK 74048	5,000 00
United Methodist Church	Unrestricted	109 W Shawnee	Nowata, OK 74048	5,000 00
Nowata Police Department	D A.R E Program	701 E Modoc	Nowata, OK 74048	300 00
Living Word Church	Loaves & Fishes Food Bank	PO Box 762	Nowata, OK 74048	2,500 00
1033 Team	Unrestricted	321 E Cherokee	Nowata, OK 74048	1,500 00
Nowata City County Library	Operating - Utilities - General	PO Box 738	Nowata, OK 74048	5,000 00
Nowata Historical Society	Operating - Utilities - General	121 S Pine	Nowata, OK 74048	5,000.00
Nowata Public Schools	2011 DHS Swim Passes	700 W Osage	Nowata, OK 74048	6,700 00
Nowata Public Schools	2010 DHS Swim Passes	700 W Osage	Nowata, OK 74048	7,925 00
City of Nowata	2010 4th of July Fireworks	701 E Modoc	Nowata, OK 74048	1,100 00
National Fire Safety Council Inc	2011 FirePup Program	425 S Cedar	Nowata, OK 74048	220 00
Nowata Public Schools	CC Harmon Pool Add'l Repairs	700 W Osage	Nowata, OK 74048	8,038 24
Dallas Holocaust Museum	Unrestricted Memorial	211 N Record ST	Dallas, TX 75202	1,000 00
OSU Foundation for Okmulgee Cam	Unrestricted Memorial	1801 E 4th St	Okmulgee, OK 74447	1,000 00
First Church of God	Unrestricted	408 S Pine	Nowata, OK 74048	250 00
First Church of God	Unrestricted	408 S Pine	Nowata, OK 74048	500 00
1st United Meth Sapulpa	Feed The Hungry WED	1401 E Taft ST	Sapulpa, OK 74966-6035	1 000 00
Nowata Resources Council	Teen Odessey Prevention	309 E Delaware	Nowata, OK 74048	200 00
Nowata Resources Council	Teen Odessey Prevention	309 E Delaware	Nowata, OK 74048	200 00
Nowata Resources Council	Teen Odessey Prevention	309 E Delaware	Nowata, OK 74048	200 00
Nowata Fire Department	National Child Safety Council	701 E Modoc	Nowata, OK 74048	250 00
Nowata Fire Department	National Child Safety Council	701 E Modoc	Nowata, OK 74048	250 00
First Un Mth Church	Unrestricted	1115 S Boulder Av	Tulsa, OK 74119	10,000 00
Planned Parenthood E Ok W Ark	Unrestricted	5780 S Peoria Ave	Tulsa, OK 74105	20,000 00
State Bar of Texas/Clrk SupCITX	TX Access Justice Fund	PO Box 149335	Austin, TX	500 00
All Souls Unitarian	Kids to Camp - 3 "Scholarships"	2952 S Peoria	Tulsa, OK 74114	600 00
Youth & Family Services	Unrestricted	2200 SE Washington Blvd	Bartlesville, OK 74006	20,000 00
Undercroft Montessori School	Unrestricted	3745 S Hudson	Tulsa, OK 74135-0741	23,500 00
Riverfield Country Day School	Unrestricted	2433 W 61 ST S	Tulsa, Ok 74132-1912	17,000 00
Home of Hope	Unrestricted	960 W Hope Road	Vinita, OK 74301	1,000 00
Comm Action Proj. Tulsa Cnty	Unrestricted	4606 S Garnett Rd # 100	Tulsa, OK 74146	16,000 00
Bishop Kelley HS	Unrestricted	3905 S Hudson Ave	Tulsa OK 74135-5699	26,000 00
Mozilla Foundation	Firefox Browers for Okla	650 Castro Street STE 300	Mountain View, CA 94041-202	1,500 00
Legal Aid Services of OK, Inc	Unrestricted	2901 N Classen Blvd STE 50(	Oklahoma City, OK 73106-54(	2,000 00
WikiMedia Foundation, Inc	WikiPedia for Okla	P O Box 894879	Los Angeles, CA 90189-4879	2,500 00
University of Tulsa Public Radio	Support TU Public Radio Stations	800 S Tucker Dr	Tulsa, OK 74104	2,000 00
Tulsa Opera	Unrestricted	1610 S Boulder	Tulsa, OK 74119	500 00
SpayOklahoma	Unrestricted	501 E 36th ST N	Tulsa, OK 74106	1,000 00
Project Gutenberg	Free Books for Okla	809 North 1500 West	Salt Lake City, UT 84116	750 00
OETA	Support Public Television	PO Box 960022	Oklahoma City, OK 73196-002	1,500 00
Grand Lake Mental Health Cntr, Inc	Unrestricted	114 W Delaware	Nowata, OK 74048	17,000 00
			Total Gifts	**216,483.24**

Direct Expense

Charitable Insuranc Expense	14 184 56
Desktop Publishing & Banners	9,049 27
Maintain HQ Grand Lake Mental Health Center	7 747 40
Maintain Nowata City County Library Bldg	39,575 23
Maintain Grounds, Nowata Library, CC Harmon Pool	14,396 91
Purchased to Donate	859 20
Workshop Supplies	3,181 97
Workshop Truck	2,229 96
Workshop Utilities	3 331 58
Maintain Tulsa City County Library Genalogy Center Bldg	9 465 83
Total Direct Expense	**104,021.91**
GRAND TOTAL	**320,505.15**