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Return of Private Foundation

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

OMB No 1545-0052

			i reated as a Privat be able to use a copy of this		ortina requirements	2010
For	caler		1, 2010	, and ending	JUN 30, 2011	
G (heck	all that apply Initial return Amended return	Initial return of a fo	ormer public charity	Final return	
Nai	me of	foundation		<u> </u>	A Employer identification	number
		WATERS CHARITABLE FOU	NDATION		73–1323325	
Nur	nber a	and street (or P O box number if mail is not delivered to street	address)	Room/suite	B Telephone number	
		6846 S. TRENTON AVE.			(918)488-0	311
Cit	y or t	own, state, and ZIP code			C If exemption application is pe	
<u></u>		TULSA, OK 74136			D 1. Foreign organizations	, check here
H (_	type of organization: X Section 501(c)(3) exection 4947(a)(1) nonexempt charitable trust	tempt private foundation Other taxable private founda	ban	Foreign organizations med check here and attach con	mputation .
L Fa		arket value of all assets at end of year J Accounti		Accrual	E If private foundation stat under section 507(b)(1)	us was terminated
		·	ther (specify)	Accidai		• •
	- \$	11,215,127. (Part I, colu	mn (d) must be on cash l	pasis.)	F If the foundation is in a 6 under section 507(b)(1)	
Pá	art 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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc , received .		,	N/A	
#	2	Check X if the foundation is not required to attach Sch. B				***************************************
2011	3	Interest on savings and temporary cash investments	11,745.	11,745.		STATEMENT 1
8		Dividends and interest from securities	356,487.	356,487.		STATEMENT 2
(ment)	١.	Gross rents Net rental Income or (loss)				······································
ت	6a	Net gain or (loss) from sale of assets not on line 10	422,996.	***************************************		/////////////////////////////////////
and and a	b	Gross sales price for all				······
. e	7	Capital gain net income (from Part IV, line 2)		422,996.		***************************************
2	8	Net short-term capital gain		***************************************		
4	9	Income modifications Gross sales less returns				
SCANNEWENGCT	10a	and allowances .				·····
•	"	Less Cost of goods sold Gross profit or (loss)				······
	11	Other income				***************************************
	12	Total. Add lines 1 through 11	791,228.	791,228.		······································
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
Š	15	Pension plans, employee benefits		-		
Sus		Legal fees Accounting fees STMT 3	22,417.	3,363.		10 054
Operating and Administrative Expenses		Accounting fees STMT 3 Other professional fees STMT 4	81,109.	68,943.		19,054. 12,166.
9	17		01/100	00/313.		12,100.
rati	18	Taxes STMT 5	7,888.	7,888.		0.
nist	19	Depreciation and depletion Q				
<u>ä</u>	20	Occupance				
Ą	21	Travel, conferences, and meetings				
gan	22	Printing and publications Other expenses. STMT 6	865.	130.		725
ţ	24	Total operating and administrative	003.	130.		735.
perë	-"	expenses. Add lines (13 through 23	112,279.	80,324.		31,955.
0	25	Contributions, gifts, grants paid	431,155.	-		431,155.
	26	Total expenses and disbursements.		<u></u>		
	_	Add lines 24 and 25	543,434.	80,324.		463,110.
	27	Subtract line 26 from line 12	247,794.	, ,		•
	•	Excess of revenue over expenses and disbursements Net investment income (if negative, enter -0-)	24/,/94.	710,904.	<u></u>	
	1	Adjusted net income (if negative, enter -0-)		,10,304.	N/A	
0235						

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Part II Balance Sheets Attached schedules and amounts		Beginning of year	End of	year
column should be for end-of-year	amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing		274,383.	427,764.	427,764
2 Savings and temporary cash investments	Г			
3 Accounts receivable ►				······································
Less. allowance for doubtful accounts				
4 Pledges receivable ►				
Less. allowance for doubtful accounts		j		
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and	d other			-
disqualified persons		İ		
7 Other notes and loans receivable	<u> </u>			
Less allowance for doubtful accounts			İ	
9 Prepaid expenses and deferred charges	· · · -			
10a Investments - U.S and state government obligations	 Стмт 7	1,288,580.	1 500 640	1 662 AE1
	STMT 8		1,589,648.	1,662,051
b Investments - corporate stock	La.	3,891,658.	3,579,845.	7,214,990
c Investments - corporate bonds	STMT 9	1,687,329.	1,686,886.	1,744,959
11 Investments - land, buildings, and equipment basis			1	
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 10	43,289.	148,890.	165,363
14 Land, buildings, and equipment basis				
Less: accumulated depreciation				
15 Other assets (describe ►)			
16 Total assets (to be completed by all filers)		7,185,239.	7,433,033.	11,215,127.
17 Accounts payable and accrued expenses				
18 Grants payable	Г			
2 19 Deferred revenue				
Deferred revenue Loans from officers, directors, trustees, and other disqualified p Mortgages and other notes payable	persons		···	
21 Mortgages and other notes payable				
22 Other liabilities (describe	, -			
23 Total liabilities (add lines 17 through 22)	1	0.	0.	
Foundations that follow SFAS 117, check here	▶ [X]			
and complete lines 24 through 26 and lines 30 and			ļ	
24 Unrestricted	31.	7,185,239.	7 422 022	
25 Temporarily restricted	·· -	1,105,239.	7,433,033.	`
25 Temporarily restricted	· ··· ·			
24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Foundations that do not follow SFAS 117, check her and complete lines 27 through 31. 28 Paid-in or capital surplus, or current funds 29 Retained earnings, accumulated income, endowment, 30 Total net assets or fund balances	· · · · · · · · · · · · · · · · · · ·			
Foundations that do not follow SFAS 117, check her				
and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds				
Paid-in or capital surplus, or land, bldg , and equipme	<u> </u>			
29 Retained earnings, accumulated income, endowment,	or other funds			
30 Total net assets or fund balances		7,185,239.	7,433,033.	
31 Total liabilities and net assets/fund balances	<u> </u>	7,185,239.	7,433,033.	
Part III Analysis of Changes in Net Asse	ets or Fund Ba	lances		
T dist lit				
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	7,185,239.
Enter amount from Part I, line 27a			2	247,794.
Other increases not included in line 2 (itemize)			3	0.
Add lines 1, 2, and 3		··	4	7,433,033.
Decreases not included in line 2 (itemize)			5	0.
Total net assets or fund balances at end of year (line 4 minu	s line 5) - Part II. colu	mn (b), line 30	6	7,433,033.
				Form 990-PF (2010)

Part IV Capital Gains	and Losses fo	r Tax on Investmen	t Income					
		operty sold (e g , real estate, n stock, 200 shs MLC Co)		(b) How (P - Pui D - Do	chase	(c) Date acc (mo , day,		(d) Date sold (mo., day, yr.)
1a FLOWERS FOODS,	INC				P	10/30	/01	11/16/10
b FEDERL HOME LOAN BANKS P					02/11	/09	02/11/11	
c CAPITAL GAINS	DIVIDENDS							
d								
е								
(e) Gross sales price	(f) Depreciation (or allowa	1	st or other basis expense of sale			(ħ) Gain (e) plus (f	or (loss) minus ((g)
a 480,215.			70,81					409,396.
b 200,000.			200,00	0.				0.
13,600.								13,600.
d								
e			10/04/00					
Complete only for assets showir						l) Gains (Col. I. (k), but not		
(i) F M V. as of 12/31/69	(j) Adjusted as of 12/3		xcess of col (I) r col (J), if any			Losses (fr	om col. (h))
<u>a</u>								409,396.
<u>b</u>	 							0.
<u> </u>			· · · · · · · · · · · · · · · · · · ·					13,600.
_d								
2 Capital gain net income or (net ca	ipital loss) { if	gain, also enter in Part I, line (loss), enter -0- in Part I, line	7 17	} 2				422,996.
3 Net short-term capital gain or (los If gain, also enter in Part I, line 8,		ions 1222(5) and (6)						
If (loss), enter -0- in Part I, line 8	<u> </u>] 3	<u> </u>		N/A	
Part V Qualification U	nder Section	4940(e) for Reduced	Tax on Net	Invest	ment Inc	ome		
(For optional use by domestic private if section 4940(d)(2) applies, leave the Was the foundation liable for the sec if "Yes," the foundation does not qual	his part blank tion 4942 tax on the lify under section 494	distributable amount of any y 40(e) Do not complete this pa	ear in the base peri	30d?			<u>.</u>	Yes X No
1 Enter the appropriate amount in	each column for each	year, see instructions before	making any entrie	s				
(a) Base period years Calendar year (or tax year beginni	ng in) Adjuste	(b) d qualifying distributions	Net value of nor	(c) nchantable	-use assets	(co	Distrib I. (b) div	(d) ution ratio ided by col (c))
2009		447,252.		9,43	39,251	. •		.047382
2008		510,653.		9,09	99,362	•		.056120
2007		473,288.		10,42	27,573	•		.045388
2006		474,258.			12,740		·	.048184
2005		409,173.		9,51	l2 , 785	•		.043013
						2		.240087
3 Average distribution ratio for the			or by the number	of years				
the foundation has been in existen	nce if less than 5 yea	rs				. 3		.048017
4 Enter the net value of noncharitat	le-use assets for 201	10 from Part X, line 5				4		9,986,261.
5 Multiply line 4 by line 3		. ,		••		5		479,510.
6 Enter 1% of net investment incon	ne (1% of Part I, line	27b)				6		7,109.
7 Add lines 5 and 6			••			7		486,619.
8 Enter qualifying distributions from	n Part XII, line 4					8		463,110.
If line 8 is equal to or greater than See the Part VI instructions			olete that part using) a 1% tax	rate.	<u> </u>		•
Joo are are ar modulous								

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 940(c), or 4948 - see instructions) 1a Exempt operating foundations described in section 4940(a)(2), check here and enter N/K on line 1 Date of ruling or determination letter.		990-PF (2010) WATERS CHARITABLE FOUNDATION 73-132			Page 4
Domestic foundations that meet the section 4940(a) requirements in Part V, check here ▶ ☐ and enter 1% c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-). 3 Add lines 1 and 2 4 Subtible A, (incroma) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-). 5 Tax based on Investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment Incrome. Subtract line 4 from line 3 if zero or less, enter -0- 6 Tax based on investment			instr	uctio	ons)
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	1a				
of Part I, line 127b. 2 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-). 3 Add lines 1 and 2 4 0. 5 Tax based on investment Income. Subtract line 4 from line 3 if zero or less, enter -0- 6 Credits/Payments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt foreign organizations - tax withheld at source. 1 Total credits and papments. Add lines 6a through 6d 6 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached 8 Enter ray penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached 9 Tax due. If the Istola of lines 5 and 8 is more than line 7, enter amount owed 1 Teler the amount of line 10 to be. Credited to 2011 estimated tax 1 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? 1 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? 1 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? 1 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? 1 During the tax year, did the foundation of the very line of the activities and copies of any materials published or distributed by the foundation on connection with the activities. 2 Did it spend foundation. Pay 120-POL for this year? 5 Did the foundation file Form 120-POL for this year? 6 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year? 7 West, "astach the definition," dissolution, or substantial co					
t All other domestic foundations enter 2% of the 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-). 3 14, 218. 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-). 5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0 5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0 5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0 5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0 5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0 5 Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0 6 Read of the Subtract line 4 from line 3 If zero or less, enter -0 6 Read of the Subtract line 4 from line 5 If zero or less, enter -0 6 Read of the Subtract line 4 from line 5 line 6 Read of the Subtract line 4 from line 5 line 6 Read of the Subtract line 4 from line 5 Read of the Subtract line 4 from 2220 is attached 7 Total credits and payments. Add lines 5 and 10 reperts line 10 line 5 line 5 line 6 Read of the Subtract line 4 from 2220 is attached 8 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Part VII-A Statements Regarding Activities 12 Uning the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campalign? 12 If the answer is "Yes" to 1 a or 1b, attrach a detailed description of the activities. 13 In the answer is "Yes" to 1 a or 1b, attrach a detailed description of the activities. 14 If Yes, If a line	b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	<u></u>]	4,	218.
2 Tax unider section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-). 3 Add lines 1 and 2 Subtitle 4 (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on Investment Income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on Investment Income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on Investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based and payments and 2009 overpayment credited to 2010 6 Ba 6 A 400 . 6 Ba 7 Total credits and payments. Add lines 6 bit through 6d 6 Bother any penalty for underpayment of estimated tax Check here					
3 Add lines 1 and 2 4 Subtitle A (Income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on Investment Income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on Investment Income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Cradist/Payments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt frongin organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) b Ed d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 TA, 818. 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter than amount overpaid 11 Callet the amount of line 10 to be: Credited to 2011 estimated tax. PEPART VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campalign? 10 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b If the answer is "Yes" to 1a or 1b, statech a detailed description of the activities. 1c Did the foundation file Form 1120-PDI for this year? 2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. 2 In the foundation managers > \$ 0. (2) On foundation managers > \$ 0. 2 Enter the reimbursement (if any) and by the foundation during the year for political expenditure tax imposed on foundation managers > \$ 0. 2 Enter the reimbursement (if any) and by the foundation during the year? 1b If Yes, "attach a detailed description of the activities. 3 Has the foundation made any changes, not previously reported to the IRS? 1 Fyes, "attach a detailed description of the acti					
4 Subtlie A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Credits/Pyments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) b Escent with application for extension of time to file (Form 8868) c Esc. d Backup withholding erroneously withheld 7 Total credits and payments. Add lines S at through 6d 8 Enter any penalty for underpayment of estimated tax Check here d form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 and 8, enter the amount overpaid 10 Enter amount of line 10 to be. Credited to 2011 estimated tax ▶ Rehunded ▶ 10 11 Enter the amount of line 10 to be. Credited to 2011 estimated tax ▶ Rehunded ▶ 11 Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervere in any political campaign? 1a During the tax year, did the foundation and the part of the activities and copies (see instructions for definition)? 1b If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. 1 During the foundation file Form 1120-Poll to this year? 2 Enter the reimbursement (fany) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0 . 2 Enter the reimbursement (fany) paid by the foundation during the year? 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 detailed description of the activities. 3 Has the foundation made an	2				
5 Tax based on Investment Income. Subtract line 4 from line 3 if zero or less, enter -0. 6 Credits/Payments: 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Backup withholding erroreously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here	3	• • • • • • • • • • • • • • • • • • •		4,2	
6 Credits/Payments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 at through 6d 8 Enter any penalty for underpayment of estimated tax Check here fform 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶ 9 77, 818. 10 Overpayment. If line 7 is more than the total of lines 5 and 8 is mere than time and the state of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of line 5 and 8 is mere than the manual of line 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of lines 5 and 8 is mere than the manual of line 5 and 8 is mere than the manual of line 5 and 8 is mere than the manual of line 5 and 8 is more than line 7, 8 lines 1 lines 1 lines 5 and 8 is mere than the manual of line 5 and 8 is mere than the manual of line 5 and 8 is mere than the manual of line 10 to be: Credited 2011 estimated tax ▶ Rehunded ▶ 11 Part VII.A Statements Regarding Activities 1 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 campalign? 1 During the tax year, did the foundation man \$100 during the year (either directly) for political purposes (see instructions for definition)? 1 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. 1 During the tax year, did the foundation here form 1120-POL for this year? 2 It has the foundation have all least spenditures (section 4955) i	4	· · · · · · · · · · · · · · · · · · ·			
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b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached 8 Tax due. If the total of lines 55 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 55 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ▶ Retunded ▶ 11 Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a X X 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. 1c Did the foundation in Form 1120-Pol. for this year? 1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. 1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0. 2 Has the foundation mapaged in any activities that have not previously been reported to the IRS? 3 Has the foundation mapaged in any activities that have not previously been reported to the IRS? 4 If "Yes," attach a detailed description of the activities. 5 If Yes," as it filed a tax return on Form 990-T for this year? 1 If Yes, "as it filed a tax return on Form 990-T for this year? 1 If Yes," as it filed a tax return on Form 990-T for this year? 1 If Yes," as it filed a tax return on Form 990-T for this year? 2 If Yes, "as it filed a tax return on Form 990-T for this year? 3 If Yes, "	-	·			
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		OK	ł		
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)	b				1
of each state as required by General Instruction G? If "No," attach explanation	-	of annh state on required by Conney! Instruction CO If IIAIa II attack any location	8h	Х	Ī
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	9	·			
year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	-		g		1 x
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	_10				X

orm	1990-PF (2010) WATERS CHARITABLE FOUNDATION 73-132	3325		Page 5
Pa	rt VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ JOE WYATT, EXEC. DIRECTOR Telephone no ▶918-4		<u> 311</u>	
	Located at ► 6846 S TRENTON AVE, TULSA,, OK ZIP+4 ►7	<u>4136</u>		
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		/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of	ŧ		
- 000	the foreign country ►			<u> </u>
Pa	rt 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.	ļ	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			ļ
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	-		
	for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception. Check 'No'	, [ŀ
	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 X No			
D	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	1. [v
_	before the first day of the tax year beginning in 2010?	16		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	1 1		
_	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?	1		
	before 2010?			
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect		1	
U	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions.)	2b	1	
_	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	-20		
·	The provisions of social 4342(a)(2) are being applied to any of the years listed in 2a, list the years liste.		1	
32	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	1	. 1	
- Ou	during the year?			
h	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after		ł	
J	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		1	
	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	-1	
42	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<u>x</u>
	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?	46	1	Х
-		m 990 -	PF /	
	101	555	14	-0.0,

Form 990-PF (2010) WATERS CHARITABLE FOUNDA	; TION		73–13233	'. 25 Page
Part VII-B Statements Regarding Activities for Which		Required (contin		25 rage
5a During the year did the foundation pay or incur any amount to:		104411100 (00111111	["	
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e)\2	[s X No	
(2) Influence the outcome of any specific public election (see section 4955);	* **			
and the state of t			s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes		· · · · · · · · · · · · · · · · · · ·	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organization				
509(a)(1), (2), or (3), or section 4940(d)(2)?	in addonoda ili sootion	[es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary	or educational numoses or		١١٠٠ العداد،	
the prevention of cruelty to children or animals?	, 01 0000000101101 parp0000, 01		s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the excentions described	=		
section 53 4945 or in a current notice regarding disaster assistance (see instr	•	iii riogalations	N/A	5b †
Organizations relying on a current notice regarding disaster assistance check in	•	• •	▶ □	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption is		ned		
expenditure responsibility for the grant?	_		es 🔲 No	
If "Yes," attach the statement required by Regulations section 53.494		·, ·	" — "	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	• •		ŀ	
n nomanal hanafit contract?	pay promiting on		s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	nersonal henefit contract?			6b X
If "Yes" to 6b, file Form 8870.	oorsonal bonont contract:		· · · ·	
7a At any time during the tax year, was the foundation a party to a prohibited tax	shelter transaction?		s X No	
b if "Yes," did the foundation receive any proceeds or have any net income attrib			· · · · · · · · · · · · · · · · · · ·	7b
		nagers Highly		<u> </u>
Part VIII Information About Officers, Directors, Trust	cco, i oundation me	inagers, mgm,	,	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	T	T:::-	7-6 -	
	(b) Title, and average	(c) Compensation	(C) Contributions to	(e) Expense
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid,	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, othe allowances
	hours per week devoted to position		(CI) Contributions to employee benefit plans and deferred compensation	(e) Expense account, othe allowances
BARBARA WATERS	hours per week devoted	(If not paid,	(CI) Contributions to employee benefit plans and deferred compensation	(e) Expense account, othe allowances
BARBARA WATERS 6846 S. TRENTON AVENUE	nours per week devoted to position	(If not paid, enter -0-)	compensation	allowances
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136	TRUSTEE 4.00	(If not paid,	(C) Contributions to employee benefit plans and deterred compensation	(e) Expense account, othe allowances
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS	nours per week devoted to position	(If not paid, enter -0-)	compensation	allowances
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE	TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-)	Compensation O .	allowances 0
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136	TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-)	compensation	allowances
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE	(If not paid, enter -0-)	Compensation O .	allowances 0
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, S	TRUSTEE 10.00 TRUSTEE	(If not paid, enter -0-)	O .	O .
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE	(If not paid, enter -0-)	Compensation O .	allowances 0
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, S TULSA, OK 74135 JOE WYATT	TRUSTEE 10.00 TRUSTEE	(If not paid, enter -0-)	O .	O .
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O . O .	O. O.	O .
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, S TULSA, OK 74135 JOE WYATT	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE	(If not paid, enter -0-) O. O.	O .	O .
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies)	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	0 . 0 . 0 .	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O.	O . O . O . (d) Contributions to employee benefit plans and defarred	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, S TULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies) and address of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	0 . 0 . 0 .	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies)	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O
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BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, S TULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies) and address of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O
BARBARA WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 JUDY WATERS 6846 S. TRENTON AVENUE TULSA, OK 74136 PETE ADAMSON III 4200 E. SKELLY DR., RICHMOND PLAZA, STULSA, OK 74135 JOE WYATT 6846 S. TRENTON AVENUE TULSA, OK 74136 2 Compensation of five highest-paid employees (other than those incompanies of each employee paid more than \$50,000	TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE 10.00 TRUSTEE 4.00 TRUSTEE	(If not paid, enter -0-) O. O. enter "NONE."	O . O . O . (d) Contributions to employee benefit plans and defarred	O

Part VIII Information About Officers, Directors, Trustees, Founda Paid Employees, and Contractors (continued)	tion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ADAMS HALL INVESTMENT MANAGEMENT, LLC - 4200	INVESTMENT	
E. SKELLY DRIVE, SUITE950, TULSA, OK 74135	MANAGEMENT	69,677.
WYATT CONSULTANTS, PLLC		
6846 SOUTH TRENTON AVE, TULSA, OK 74136	ACCOUNTING	22,417.
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		. • 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statist number of organizations and other beneficiaries served, conferences convened, research papers produced to the conference of the convened of the	ical information such as the uced, etc.	Expenses
1 NONE		
		0.
2		
3		
4		
Doct NY Di O		
Part IX-B Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year on	lines 1 and 2	Amount
1 NONE		741100111
1 317 312		
		0.
2		
All other program-related investments See instructions		
Total. Add lines 1 through 3		0.

P	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		_
а	Average monthly fair market value of securities	1a	10,334,620.
b	Average of monthly cash balances	1b	159,846.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,494,466.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 •		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,494,466.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 11	4	508,205.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,986,261.
6	Minimum investment return. Enter 5% of line 5	6	499,313.
P	pistributable Amount (see Instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part)	d certain	
1	Minimum investment return from Part X, line 6	1	499,313.
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010. (This does not include the tax from Part VI) . 2b		
C	Add lines 2a and 2b	2c	14,218.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	14,218. 485,095.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	485,095.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	485,095.
	art XII Qualifying Distributions (see Instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		462 110
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	463,110.
þ	Program-related investments - total from Part IX-B	1b	<u> </u>
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		
9	Suitability test (prior IRS approval required)	3a	
þ	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	463,110.
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	5	<u> </u>
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	463,110.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	ualifies for	r the section

Form **990-PF** (2010)

Part XIII Undistributed Income (see instructions)

1 Destributable amount for 2010 from Part XI, line 7 2 Undistributated income, II any, as of the end of 2010 a Enter amount for 2009 only 10 total for proxy years. 3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2005 b From 2006 c From 2007 d From 2008 c From 2007 d From 2008 c From 2009 c From		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
2. Undistributed income, If any, as a the word of 2010 a First amount of 10209 only b Total for prior years. 3. Excess distributions carrysver, if any, to 2010 a From 2006 b From 2006 e From 2007 d From 2008 e From 2009 1 Total of lose 53 th rough e 4 Qualifying distributions for 2010 from Part XII, line 4 ₱ ≥ 463, 110 - 3 Applied to 2009, but not more than line 2a b Applied to undistributed income of prior years (Election register) as entirections) 1 Treated as distributions out of corpus 1 From 2009 1 Applied to 2010 but not more than line 2a b Applied to 2010 but not more than line 2a b Applied to 3010 but not more than line 2a b Applied to 3010 but not more than line 2a b Applied to 2010 distributable amount 1 From 2005 1 From 2005 2 From 3 Company Asia from 1 From 1 From 2005 2 From 3 Company Asia from 5 Company Asia from 5 Company Asia from 5 Company Asia from 5 Company Asia from 5 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Comp	1 Distributable amount for 2010 from Part XI,		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2000	2010
2. Undistributed income, If any, as a the word of 2010 a First amount of 10209 only b Total for prior years. 3. Excess distributions carrysver, if any, to 2010 a From 2006 b From 2006 e From 2007 d From 2008 e From 2009 1 Total of lose 53 th rough e 4 Qualifying distributions for 2010 from Part XII, line 4 ₱ ≥ 463, 110 - 3 Applied to 2009, but not more than line 2a b Applied to undistributed income of prior years (Election register) as entirections) 1 Treated as distributions out of corpus 1 From 2009 1 Applied to 2010 but not more than line 2a b Applied to 2010 but not more than line 2a b Applied to 3010 but not more than line 2a b Applied to 3010 but not more than line 2a b Applied to 2010 distributable amount 1 From 2005 1 From 2005 2 From 3 Company Asia from 1 From 1 From 2005 2 From 3 Company Asia from 5 Company Asia from 5 Company Asia from 5 Company Asia from 5 Company Asia from 5 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 3 Company Asia from 1 From 1 From 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Company Asia from 3 Comp					485,095.
3 Excess fistributions carryover, if any, to 2010: a From 2005 b From 2006 c From 2007 d From 2008 d From 2009 1 Total of lines 3s through e 4 Qualitying distributions to 2010 from Part IXI, line 4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	2 Undistributed income, if any, as of the end of 2010	**************************************	»····	(-1174 -1474 1444	
3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 c From 2009 d F	a Enter amount for 2009 only			430,811.	
3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 d From 2009 1 Total to fines 3s through e 4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 463,110 Applied to 2005, but not more that fine 2s b Applied to indistributed income of prior years (Election requiredse instructions) 1 Treated as distributions out of corpus (Election requiredse instructions) 2 Treated as distributions out of corpus (Election requiredse instructions) 3 Treated as distributions around represent the control of the series amount as Remaining amount distributed out of corpus (Election requiredse instructions) 0 Treated as distributions around represent to coloring the search amount a Remaining amount distributed out of corpus 1 Corpus Add lines 34 4c, and 4s Substant fine 3 1 Excess distributions around represent to coloring the search amount around the search amo	b Total for prior years.				
a From 2005 b From 2006 c From 2007 d From 2008 e From 2009 1 Total of lines 3 a through e 4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 463, 110 - a Applied to 2009, but not more than line 2 b Applied to 2009, but not more than line 2 b Applied to 2009, but not more than line 2 b Applied to 2009 but not more than line 2 b Applied to 2010 distributibles amount (Election required - see instructions) 4 Applied to 2010 distributibles amount 6 Remaining amount distributed out of corpus 5 Excess distributions cargiover applied to 2010 9 (File in emoral topical in clourine, (ib a sea amount) must be shown in column (ib) 5 Excess distributions cargiover applied to 2010 9 (File in emoral topical in clourine, (ib a sea amount) must be shown in column (ib) 5 Excess distributed income Subtract line 4 brom line 2 b 6 Enter the net total of each column as indicated below: 8 Corpus. As all test of large and amount must be shown in column (ib) 9 Corpus to stably a 45(2) as has been previously assessed of the section 34(2)	3 Excess distributions carryover if any to 2010:	 	0.		***************************************
Definition 2006	1 1				
E From 2007 d From 2008 e From 2008 e From 2009 1 Total of lines 3 through e 1 Coularlying distributions for 2010 from Part XII, line 4 № \$ 463,110. 3 Applied to 2009, but not more than line 2a b Applied to Indistributed incorne of prior years (Election required - see instructions) C Applied to 2010 distributable amount e Remaning amount distributed out of corpus (Election required - see instructions) C Applied to 2010 distributable amount e Remaning amount distributed out of corpus S Excess distributions carryover applied to 2010 C and a short in souther (e) C and a short in souther (e) D and a short in souther (e) C					
d From 2008 e From 2008 e From 2008 e From 2008 e From 2008 e From 2008 1 Total of lines 3 a through e 4 Qualifying distributions for 2010 from part XII, line 4 1 ≥ 8 463 , 110 . a Applied to 2009, but not more than line 2a happied to undistributed income of prior years (Election required - see instructions) 5 Treated as distributions out of corpus (Election required - see instructions) 6 Applied to 2010 distributated around the Remaining amount distributed out of corpus (Election required - see instructions) 6 Applied to 2010 distributated around the Remaining amount distributed out of corpus (Election required - see instructions) 7 Treated as distributions acroyone spelled amount and the amount and the amount and the amount of the serve amount must be alone in column (a). 8 Corpus, Add lines 34, 4a, and 4s. Subtract line 5 9 De Prior years' undistributed income Subtract line 4b from line 2b and 4b and					
a From 2009 I Total of Ines 3a through e Qualifying distributions for 2010 from Part XI, line 4 ► \$ 463,110 • Applied to 2009, but not more than line 2a B Applied to 2009, but not more than line 2a B Applied to 2009, but not more than line 2a A 300,811. O . C related as distributions out of corpus (Election required - see instructions) C applied to 2010 distributable amount R Remaining amount distributed out of corpus S Excess distributions cerview applied to 2010 The second applied to 2010 distributable amount R Remaining amount distributed out of corpus S Excess distributions cerview applied to 2010 The second applied to 2010 and the service applied to 2010 and the second applied to 2010 and the second applied to 2010 and the second applied to 2010 and the second applied to 2010 and the second applied to 2010 and the second applied to 2010 and the second applied applied to 2010 and the second applied to 2010 and the second applied to 2010 subtract lines 4d from line 2a Taxable amount - see instructions Q and second applied to 2010 Subtract lines and and line 2a Taxable amount see instructions Q and paper applied to 2010 Subtract lines and and the second applied to 2010 subtract lines and and the second applied to 2010 subtract lines and and the second applied to 2010 subtract lines and and see the second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and and second applied to 2010 subtract lines and 2010 and 2010 subtract lines and 2010 and 2010 second applied to 2010 subtract lines and 2010 second applied to 2010 subtract lines and 2010 second applied to 2010 subtract lines and 2010 second applied to 2010 subtract lines and 2010 second applied to 2010 second applied to 2010 second applied a			. ,		
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Part XII, lim 4 P\$ 463,110. a Applied to 2009, but not more than line 2a bappied to 2009, but not more than line 2a bappied to undistributed income of prior years (Election required - see instructions) (Freated as distributions out of corpus (Election required - see instructions) (Applied to 2010 distributable amount e Remaining amount distributed out of corpus 0. Exempliar amount distributed out of corpus 0. Exempliar amount distributed in the same amount must be above in column (a) Enter if he at folial of each column as indicated below: 2 Corpus. Add lines 31 4c, and 4e Substant tine 8 Phrory years' undistributed income Subtract line 4 by from line 20 Enter if he amount of prior years' undistributed income Subtract line 4 by from line 20 Enter if he amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 494(2a) tax has been previously assessed 3 Subtract line 6c from line 6b Taxable amount - see instructions a Undistributed income for 2009. Subtract line 4 a from line 2a Taxable amount - see instructions a Undistributed income for 2009. Subtract line 4 after line 25 Taxable amount - see instructions a Undistributed income for 2009. Subtract line 4 after line 25 Taxable amount - see instructions a Undistributed income for 2009. Subtract line 4 from line 26 Taxable amount - see instructions b Corpus Add and 5 from line 1 This amount must be distributed as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(g)(3) Excess from line 1 This amount must be distributions carryover from 2005 on a papied on line 5 or line 7 D Excess distributions carryover from 2005 on 2 papied on line 5 or line 7 D Excess distributions carryover from 2005 on 2 papied on line 5 or line 7 D Excess from 2006 Excess from 2008 Excess from 2008 Excess from 2008	-	0.			······································
a Applied to 2009, but not more than line 2a					
D Applied to undistributed income of prior years (Election required - see instructions) C. Treated as distributions out of corpus (Election required - see instructions) C. Applied to 2010 distributable amount e Remaining amount distributed out of corpus C. Election required - see instructions C. Applied to 2010 C. C. C. C. C. C. C. C. C. C. C. C. C.				/20 Q11	
years (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2010 distributable amount e Remaning amount distributed out of corpus Excess distributions carryover from 2005 not applied to 100 distributable amount e Remaning amount destributed in column (a). Excess distributions carryover from 2005 not applied to 2010 9. 0. 32,299. 0. 32,299. 0. 32,299. 0. 32,299. 0. 0. 0. 0. 0. 0. 0. 0. 0.				430,011.	:
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5 Excess distributions carryover popied to 2010	· · · · · · · · · · · · · · · · · · ·	<u> </u>		·····	32,233.
(fiten 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: 8 Corpus Add lines 31, 46, and 46. Subtract line 5 b Prior years' undistributed income Subtract line 4 b from line 20 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 8 Undistributed income for 2009. Subtract line 4 a from line 2 Taxable amount - see instructions 9 Undistributed income for 2009. Subtract line 4 a from line 2 Taxable amount - see instructions 1 Undistributed income for 2010 Subtract line 4 a from line 2 Taxable amount - see instructions 1 Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distribution in 2011 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(p)(3)					^
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E 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 e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see instr 1 Undistributed income for 2010 Subtract lines 4a dand 5 from line 1 This amount must be distributed in 2011 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(9)(3) 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009	b Prior years' undistributed income Subtract				
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d Subtract line 6c from line 6b Taxable amount - see instructions e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see instr f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009	undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously		0.		,
amount - see instructions e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see instr f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	<u> </u>			***************************************	······································
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see instr 1 Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009			0.		
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f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009				0.	
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7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	· · · · · · · · · · · · · · · · · · ·	,			
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	be distributed in 2011	,	,	,	452,796.
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	7 Amounts treated as distributions out of	-	***************************************	·	······································
section 170(b)(1)(F) or 4942(g)(3)					
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009		0.			
not applied on line 5 or line 7 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009					······································
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1	0.		,	,
Subtract lines 7 and 8 from line 6a					······································
a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009		0.	,	1	
b Excess from 2007 c Excess from 2008 d Excess from 2009	O Analysis of line 9:			·····	······································
b Excess from 2007 c Excess from 2008 d Excess from 2009	· 1		1	1	
c Excess from 2008 d Excess from 2009		1	,	1	
	· 	1		#	
B Excess from 2010	d Excess from 2009	Ī		,	
	B Excess from 2010.		<u> </u>		

art XIV Private Operating For a If the foundation has received a ruling or of				N/A	
foundation, and the ruling is effective for 2			'		
D Check box to indicate whether the foundate		-	t in saction	4942(j)(3) or 49)42(j)(5)
a Enter the lesser of the adjusted net	Tax year	ng touridation describer	Prior 3 years	4342()/(3) 01 43	142()(3)
· -	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
income from Part I or the minimum	(4) 2010	(5) 2000	(0, 2000	(4) 2007	(0) 10121
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			ļ		
Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c					
Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets				<u></u>	
(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					
"Support" alternative test - enter:			 	 	
(1) Total support other than gross investment income (interest,				1	
dividends, rents, payments on					
securities loans (section					
512(a)(5)), or royalties)			_	ļ	·
(2) Support from general public and 5 or more exempt			1		
organizations as provided in					
section 4942(j)(3)(B)(iii)					<u></u>
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income					
art XV Supplementary Infor	nation (Comple	ete this part only	if the foundation	had \$5,000 or mo	ore in assets
at any time during th	e year-see the	instructions.)			
Information Regarding Foundation	Managers:				
a List any managers of the foundation who	have contributed more	than 2% of the total co	ntributions received by the	foundation before the clos	se of any tax
year (but only if they have contributed mo			,		
DY WATERS					
b List any managers of the foundation who	own 10% or more of the	ne stock of a corporation	or an equally large portion	on of the ownership of a pa	ertnership or
other entity) of which the foundation has a			· (o. a o qoa) .a. go po	,,, o. b.o o	
ONE					
Information Regarding Contribution	Grant Gift Loan	Scholarshin etc.	Drograme:		
Check here ► X if the foundation onl				ant accept uncolletted requi	acte for funde If
the foundation makes gifts, grants, etc. (s	e instructions) to indi	viduals or organizations	under other conditions, co	omplete items 2a. b. c. and	d.
a The name, address, and telephone numbe					
a The hame, address, and telephone humbe	i oi tiio person to m iio	m applications should t	e audiesseu.		
b The form in which applications should be	submitted and informa	tion and materials they	should include		
c Any submission deadlines.				 , , , , , , , , , , , , , , , , , ,	
					
			s, kinds of institutions, or o		

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Yo	ear or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
a Paid during the year	or substantial contributor	recipient		
SEE STATEMENT 12	<u></u>			!
Total	T	· · · · · · · · · · · · · · · · · · ·	▶ 3a	431,155.
NONE				
Totai			▶ 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	(0)	
•	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	(e) Related or exempt function income	
1 Program service revenue:	code	741100111	code	Aillouit	tuliction income	
a	ļ					
b	ļ		-			
c						
d	ļ					
0						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments	l					
3 Interest on savings and temporary cash			1 1			
investments			14	11,745.		
4 Dividends and interest from securities			14	11,745. 356,487.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property		<u> </u>				
6 Net rental income or (loss) from personal						
property			1 1			
7 Other investment income						
8 Gain or (loss) from sales of assets other						
the leventor			18	422,996.		
9 Net income or (loss) from special events		· · · · · · · · · · · · · · · · · · ·		122/3301		
10 Gross profit or (loss) from sales of inventory						
	 		+			
11 Other revenue:						
<u> </u>			┝┄╌├╌		<u> </u>	
b			 			
<u> </u>			 -		 	
d	ļ				···	
B			ļ	701 000		
12 Subtotal Add columns (b), (d), and (e)	<u> </u>	0.	<u></u>	791,228.	0.	
13 Total. Add line 12, columns (b), (d), and (e)	•			13	791,228.	
(See worksheet in line 13 instructions to verify calculations) Part XVI-B Relationship of Activities t						
Line No. Explain below how each activity for which income the foundation's exempt purposes (other than			contribute	ed importantly to the accomp	lishment of	
N/A		·-····································			·	
				· · · · · · · · · · · · · · · · ·		
				·		
		 				
						
						
				<u></u>		
				···		
				· — · —		
				<u> </u>		
023621 12-07-10					Form 990-PF (2010)	

Part XVII	Information Re Exempt Organ	egarding Transfers To a	and Transactions	and Relationships V	/ith Nonchari	table)	90.10
1 Did the or		rectly engage in any of the following	ig with any other organizati	on described in section 501(d	e) of	······	Yes	No
	•)(3) organizations) or in section 52	•	•	·			
		ation to a noncharitable exempt or	- · · ·			-		l
(1) Cash						1a(1)		Х
(2) Other					Г	1a(2)		X
b Other tran	sactions:		·					,
(1) Sales	of assets to a noncharita	ble exempt organization				16(1)		Х
		nchantable exempt organization			T	1b(2)		Х
	al of facilities, equipment,	· ·			ſ	1b(3)		Х
	bursement arrangements		• •••	** ** ** **	Г	1b(4)		Х
	s or loan guarantees	•••			Г	1b(5)		X
		embership or fundralising solicitation	nns		r r	1b(6)		X
• •		uling lists, other assets, or paid em		• • • •	•	10		X
-		"Yes," complete the following sche		wave show the fair market va	. L the annae at		ete	 -
or service	s given by the reporting f	oundation If the foundation received other assets, or services received					cis,	
(a) Line no	(b) Amount involved	(c) Name of noncharitable	e everant organization	(d) December of transfer				
(a) Line no	(b) Amount myorved	N/A	e exempt organization	(d) Description of transfe	s, transactions, and shi	anng an	angeme	nts
		N/A						
								
								
								
				 				
				 				
in section	501(c) of the Code (othe omplete the following sch		tion 527?			Yes	X] No
	(a) Name of org	Jamza(10H	(b) Type of organization	(c) Descr	ption of relationship	'		
	IN/A		 					
								
		that I have examined this return, include arer (other than taxpayer or fiduciary) is bustee			y knowledge and bellef,	It is tru	е, солгес	:t,
	Print/Type prepareds na	<u> </u>		Date Check	if PTIN			
		100	1					
Paid	ROBIN WYAT	υτ	. Wyatr . CPA	8/9/11	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
Preparer	Firm's name ► WYA		PLAC	Firm's	IN D			
Use Only	THE SHALLOW FILE	COMBODITMID/		Finits	-11 4 =			
200 Oilly	Firm's address ▶ 68	46 S. TRENTON A	VE.					
		LSA, OK 74136	· · · · · · · · · · · · · · · · · · ·	Phone	no. 918-48	38-0	31.	1
							PF (2	

INGS AND	TEMPO	ORARY CA	SH IN	IVESTMENTS	STATEMENT	1
					AMOUNT	
					11,6	70. 75.
LINE 3,	COL	UMN A			11,7	45.
OS AND IN	TERE	ST FROM	SECUE	RITIES	STATEMENT	2
GR	oss i	AMOUNT			COLUMN (A AMOUNT)
				13,600.	214,79 141,69	
LN 4	3,	70,087.		13,600.	356,4	87.
ACCOU	NTING	G FEES			STATEMENT	3
22,4	17.	3,	363.		19,05	54.
22,4	17.	3,	363.		19,05	54.
			···			
THER PRO	FESS	IONAL FE	ES		STATEMENT	4
(A) EXPENSE: PER BOOK	s 1	IONAL FE (B) NET INVE MENT INC	ST-	(C) ADJUSTED NET INCOM	(D) CHARITAE	
(A) EXPENSE:	S 1	(B) NET INVE MENT INC	ST-	ADJUSTED	(D) CHARITAE	ES ——
	LINE 3, OS AND IN GR ACCOU (A) EXPENSE PER BOO 22,4	LINE 3, COLUMN SEXPENSES	LINE 3, COLUMN A GROSS AMOUNT 228,391. 141,696. ACCOUNTING FEES (A) EXPENSES NET INVERTED BOOKS MENT INCO 22,417. 3,	LINE 3, COLUMN A OS AND INTEREST FROM SECUR GROSS AMOUNT 228,391. 141,696. ACCOUNTING FEES (A) EXPENSES NET INVEST- PER BOOKS MENT INCOME 22,417. 3,363.	CAPITAL GAINS GROSS AMOUNT DIVIDENDS 228,391. 13,600. 141,696. 0. ACCOUNTING FEES (A) (B) (C) EXPENSES NET INVEST- ADJUSTED PER BOOKS MENT INCOME NET INCOME 22,417. 3,363. 22,417. 3,363.	AMOUNT 11,6 LINE 3, COLUMN A 21,7 S AND INTEREST FROM SECURITIES CAPITAL GAINS COLUMN (A AMOUNT DIVIDENDS AMOUNT 13,600. 214,7 141,696. 0. 141,6 AN 4 370,087. 13,600. 356,4 ACCOUNTING FEES STATEMENT (A) (B) (C) (D) (D) (D) (C) (D) (D) (C) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D

FORM 990-PF	TAX	ES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE		(C) ADJUSTED NET INCOM	
FEDERAL TAX	7,888.	7,	888.	<u> </u>	0.
TO FORM 990-PF, PG 1, LN 18	7,888.	7,	888.		0.
FORM 990-PF	OTHER EX	XPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM	
OFFICE SUPPLIES & EXPENSES	865.		130.		735.
TO FORM 990-PF, PG 1, LN 23	865.		130.		735.
FORM 990-PF U.S. AND 8	STATE/CITY GO	OVERNMENT	OBLI	GATIONS	STATEMENT 7
DESCRIPTION	U.S GOV'		вос	K VALUE	FAIR MARKET VALUE
US TREASURY NOTES STATE AND MUNICIPAL BONDS	X	x	1	,088,580. 501,068.	1,136,251. 525,800.
TOTAL U.S. GOVERNMENT OBLIGAT	TIONS	•	1	,088,580.	1,136,251.
TOTAL STATE AND MUNICIPAL GOV	JERNMENT OBL	IGATIONS		501,068.	525,800.
TOTAL TO FORM 990-PF, PART II	I, LINE 10A	•	1	,589,648.	1,662,051.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS		3,579,845.	7,214,990.
TOTAL TO FORM 990-PF, PART II,	, LINE 10B	3,579,845.	7,214,990.
FORM 990-PF	CORPORATE BONDS		STATEMENT 9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS		1,686,886.	1,744,959.
TOTAL TO FORM 990-PF, PART II,	, LINE 10C	1,686,886.	1,744,959.
FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	FMV	148,890.	165,363.
TOTAL TO FORM 990-PF, PART II,	, LINE 13	148,890.	165,363.

FORM 990-PF	CASH DEEMED	CHARITABLE PART X,	EXPLANATION LINE 4	STATEMENT	STATEMENT	11
LEGAL & ACCOUNTIER PROFESSIOTHER EXPENSES	IONAL FEES			\$	19,054 12,166	
TAXES UNDISTRIBUTED	23,250 INCOME (UDI)			453	,000	

PART X, LINE 4 \$ 508,205

STATEMENT

12

FORM 990-PF

PAID DURING THE YEAR					
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT		
TULSA COMMUNITY FOUNDATION	NONE CHARITABLE	CHARITABLE	10,000.		
EMERGENCY INFANT SERVICES	NONE CHARITABLE	CHARITABLE	5,000.		
ORU(SCHOLARSHIP MONEY)	NONE EDUCATION	EDUCATION	5,000.		
FIRST TEE OF TULSA	NONE CHARITABLE	CHARITABLE	3,000.		
TULSA ZOO FRIENDS	NONE CHARITABLE	CHARITABLE	2,180.		
KIRK OF THE HILLS CHURCH	NONE CHARITABLE	CHARITABLE	600.		
HOME OF HOPE	NONE CHARITABLE	CHARITABLE	50.		
A NEW LEAF	NONE CHARITABLE	CHARITABLE	3,000.		

GRANTS AND CONTRIBUTIONS

WATERS CHARITABLE FOUNDATION		7:	3–1323325
ALZHEIMER'S ASSOCIATION	NONE CHARITABLE	CHARITABLE	5,025.
AMERICAN DIABETES ASSOCIATION	NONE CHARITABLE	CHARITABLE	5,000.
BLUE STAR MOTHERS CHAPTER	NONE CHARITABLE	CHARITABLE	2,000.
COMMUNITY FOOD BANK OF EASTERN OKLAHOMA	NONE CHARITABLE	CHARITABLE	10,000.
DAYSPRING VILLA	NONE CHARITABLE	CHARITABLE	5,000.
DISABLED AMERICAN VETERANS	NONE CHARITABLE	CHARITABLE	5,000.
DOMESTIC VIOLENCE INTERVENTION CENTER	NONE CHARITABLE	CHARITABLE	10,000.
FIRST BAPTIST -JENKS	NONE CHARITABLE	CHARITABLE	800.
FOLDS OF HONOR FOUNDATION	NONE CHARITABLE	CHARITABLE	10,000.
FRIENDS OF STARLIGHT CONCERTS	NONE CHARITABLE	CHARITABLE	2,500.

WATERS CHARITABLE FOUNDATION	* . * * * .	7:	3-1323325
FRIENDS OF THE FAIRGROUNDS	NONE CHARITABLE	CHARITABLE	10,000.
GLENHAVEN YOUTH RANCH	NONE CHARITABLE	CHARITABLE	50,000.
HELP HOSPITALIZED VETERANS	NONE CHARITABLE	CHARITABLE	5,000.
HOSPITALITY HOUSE OF TULSA	NONE CHARITABLE	CHARITABLE	10,500.
JOHN 3:16 MISSION	NONE CHARITABLE	CHARITABLE	10,000.
LOLLIPOPS & RAINBOWS	NONE CHARITABLE	CHARITABLE	10,000.
MAKE A WISH FOUNDATION	NONE CHARITABLE	CHARITABLE	10,000.
MEALS ON WHEELS	NONE CHARITABLE	CHARITABLE	10,000.
NEEDIEST FAMILIES FUND	NONE CHARITABLE	CHARITABLE	25,000.
NSU FOUNDATION	NONE EDUCATION	EDUCATION	20,000.

WATERS CHARITABLE FOUNDATION	• • •	73	3-1323325
OPERATION AWARE	NONE CHARITABLE	CHARITABLE	5,000.
OU FOUNDATION	NONE EDUCATION	EDUCATION	10,000.
RADIO BIBLE CLASS MINISTRIES	NONE CHARITABLE	CHARITABLE	2,000.
SALVATION ARMY	NONE CHARITABLE	CHARITABLE	9,500.
SHERWIN MILLER MUSEUM OF JEWISH ART	NONE CHARITABLE	CHARITABLE	5,000.
SPECIAL OLYMPICS OKLAHOMA	NONE CHARITABLE	CHARITABLE	10,000.
TCC FOUNDATION	NONE EDUCATION	EDUCATION	15,000.
THE LITTLE LIGHT HOUSE	NONE CHARITABLE	CHARITABLE	25,000.
THE SMILE TRAIN	NONE CHARITABLE	CHARITABLE	10,000.
TULSA DAY CENTER FOR THE HOMELESS	NONE CHARITABLE	CHARITABLE	10,000.

WATERS CHARITABLE FOUNDATION	A 16 A	7	3-1323325
TULSA HABITAT FOR HUMANITY	NONE CHARITABLE	CHARITABLE	20,000.
TULSA JEWISH RETIREMENT & HEALTH CARE	NONE CHARITABLE	CHARITABLE	10,000.
TULSA LIBRARY TRUST	NONE CHARITABLE	EDUCATION	25,000.
U.S.O.	NONE CHARITABLE	CHARITABLE	5,000.
UP WITH TREES	NONE CHARITABLE	CHARITABLE	10,000.
US OLYMPIC COMMITTEE	NONE CHARITABLE	CHARITABLE	5,000.
VILLAGE MINISTRIES INTERNATIONAL	NONE CHARITABLE	CHARITABLE	10,000.
TOTAL TO FORM 990-PF, PART XV, LI	NE 3A		431,155.