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 DEC 1, 2010 , and ending NOV 30, 2011

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: THE HARDESTY FAMILY FOUNDATION, INC.

A Employer identification number: 20-4094088

Number and street (or P O box number if mail is not delivered to street address): 4141 NORTH MEMORIAL DRIVE

Room/suite:

B Telephone number: (918) 581-5505

City or town, state, and ZIP code: TULSA, OK 74115-1400

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 ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 85,258,488.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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).)

		(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	3,800,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	81,874.	81,874.		STATEMENT 1
	4 Dividends and interest from securities	2,092,477.	2,092,477.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	646,567.			
	b Gross sales price for all assets on line 6a 24,108,255.				
	7 Capital gain net income (from Part IV, line 2)		646,567.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	6,620,918.	2,820,918.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	81,812.	2,454.		79,358.
	14 Other employee salaries and wages	93,984.	2,571.		91,413.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 3	3,063.	0.		3,063.
	17 Interest				
	18 Taxes STMT 4	33,137.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,413.	0.		5,413.
	22 Printing and publications				
	23 Other expenses STMT 5	121,768.	107,266.		14,502.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	339,177.	112,291.		193,749.
	25 Contributions, gifts, grants paid	3,928,210.			3,928,210.
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,267,387.	112,291.		4,121,959.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,353,531.			
	b **Net investment income** (if negative, enter -0-)		2,708,627.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	189,086.	45,970.	45,970.
	2 Savings and temporary cash investments	11,280,585.	15,132,824.	15,132,824.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	31,011,376.	38,789,218.	41,220,670.
	b Investments - corporate stock STMT 7	0.	5,055,183.	5,508,491.
	c Investments - corporate bonds STMT 8	36,817,891.	22,627,321.	23,348,580.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 38,005.			
	Less accumulated depreciation STMT 9 ▶ 36,052.	0.	1,953.	1,953.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	79,298,938.	81,652,469.	85,258,488.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	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			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	59,000,000.	59,000,000.	
	29 Retained earnings, accumulated income, endowment, or other funds	20,298,938.	22,652,469.	
	30 **Total net assets or fund balances**	79,298,938.	81,652,469.	
	31 **Total liabilities and net assets/fund balances**	79,298,938.	81,652,469.	

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	79,298,938.
2	Enter amount from Part I, line 27a	2	2,353,531.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	81,652,469.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	81,652,469.

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	GENERAL ELECTRIC CO		VARIOUS	09/20/11
b	GENERAL ELECTRIC CO		VARIOUS	09/07/11
c	GENERAL ELECTRIC CO		VARIOUS	10/13/11
d	AT&T WIRELESS		VARIOUS	12/31/10
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	8,022,916.		7,620,000.	402,916.
b	5,214,334.		5,002,943.	211,391.
c	6,394,005.		6,364,960.	29,045.
d	4,477,000.		4,473,785.	3,215.
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				402,916.
b				211,391.
c				29,045.
d				3,215.
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	646,567.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	3,785,835.	81,226,936.	.046608
2008	3,232,766.	77,166,793.	.041893
2007	2,801,708.	71,004,340.	.039458
2006	226,801.	56,645,498.	.004004
2005	462,200.	8,558,186.	.054007

2 **Total** of line 1, column (d)	2	.185970
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	.037194
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	83,068,727.
5 Multiply line 4 by line 3	5	3,089,658.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27,086.
7 Add lines 5 and 6	7	3,116,744.
8 Enter qualifying distributions from Part XII, line 4	8	4,121,959.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 ▶ [X] and enter 1% of Part I, line 27b		1	27,086.
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	0.
3	Add lines 1 and 2		3	27,086.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	27,086.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 28,000.		
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	28,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	18.
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	896.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 896. **Refunded** ▶		11	0.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.HARDESTYFAMILYFOUNDATION.ORG

14 The books are in care of ▶ ALAN LISTER Telephone no. ▶ 918-585-3100

Located at ▶ 4141 NORTH MEMORIAL DRIVE, TULSA, OK ZIP+4 ▶ 74115-1400

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 N/A

		Line	Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See 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.

			Line	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		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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 STATEMENT 10		75,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
JEANNE GILLERT 4141 N MEMORIAL, TULSA, OK 74115	PROGRAM OFFICER 40.00	81,813.	2,490.	0.

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. 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 N/A	
2	
3	
4	

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 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	69,025,018.
b	Average of monthly cash balances		1b	15,308,715.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	84,333,733.
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	84,333,733.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,265,006.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	83,068,727.
6	**Minimum investment return.** Enter 5% of line 5		6	4,153,436.

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

1	Minimum investment return from Part X, line 6		1	4,153,436.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 27,086.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	27,086.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	4,126,350.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	4,126,350.
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	4,126,350.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,121,959.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,121,959.
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	27,086.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	4,094,873.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				4,126,350.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			4,016,069.	
b Total for prior years: ____, ____, ____		0.		
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	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 4,121,959.				
a Applied to 2009, but not more than line 2a			4,016,069.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				105,890.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				4,020,460.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
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 instructions and Part VII-A, question 9) N/A

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a 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 the instructions.)

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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 STATEMENT 12				
Total			▶ 3a	3928210.
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
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	81,874.	
4 Dividends and interest from securities			14	2,092,477.	
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			18	646,567.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,820,918.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 2,820,918.

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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
N/A		

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.

✓ Floyd R. Hardesty | 2/13/2012 | President & Director

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Kevin Fite		2/10/12		P00104729
Firm's name ▶ SARTAIN FISCHBEIN & CO.			Firm's EIN ▶	
Firm's address ▶ 3010 S. HARVARD AVE., STE 400 TULSA, OK 74114-6193			Phone no. (918)749-6601	

023622
04-26-11

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2010

Name of the organization	**Employer identification number**
THE HARDESTY FAMILY FOUNDATION, INC.	20-4094088

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE HARDESTY FAMILY FOUNDATION, INC.	20-4094088

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	F. ROGER HARDESTY 4141 N MEMORIAL TULSA, OK	$ 3,800,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE HARDESTY FAMILY FOUNDATION, INC.	20-4094088

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE HARDESTY FAMILY FOUNDATION, INC.	20-4094088

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
11	DELL OPTIPLEX	11/30/11	SL	5.00	HY	16	1,953.				1,953.			0.	
	* TOTAL 990-PF PG 1 DEPR						1,953.				1,953.	0.		0.	0.

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ONB	81,874.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	81,874.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMORTIZATION & ACCRETION - NET	<238,230.>	0.	<238,230.>
DIVIDENDS - FIDELITY	135,373.	0.	135,373.
INT - CORPORATE	1,669,682.	0.	1,669,682.
US TREASURY NOTES - FIDELITY	525,652.	0.	525,652.
TOTAL TO FM 990-PF, PART I, LN 4	2,092,477.	0.	2,092,477.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROF FEES	3,063.	0.		3,063.
TO FORM 990-PF, PG 1, LN 16C	3,063.	0.		3,063.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES - EXCISE	33,137.	0.		0.
TO FORM 990-PF, PG 1, LN 18	33,137.	0.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	1,025.	238.		787.
FEES	90.	0.		90.
COMPUTER EXPENSE	33,385.	21,732.		11,653.
DUES & SUBS	350.	0.		350.
BANK FEES	23.	13.		10.
BROKER FEES	85,283.	85,283.		0.
TELEPHONE EXPENSE	280.	0.		280.
POSTAGE	45.	0.		45.
INSURANCE - WORKERS COMP	606.	0.		606.
ADVERTISING	681.	0.		681.
TO FORM 990-PF, PG 1, LN 23	121,768.	107,266.		14,502.

FORM 990-PF — U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS — STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US AND STATE GOVERNMENT OBLIGATION	X		38,789,218.	41,220,670.
TOTAL U.S. GOVERNMENT OBLIGATIONS			38,789,218.	41,220,670.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			38,789,218.	41,220,670.

FORM 990-PF — CORPORATE STOCK — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	5,055,183.	5,508,491.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,055,183.	5,508,491.

FORM 990-PF | CORPORATE BONDS | STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	22,627,321.	23,348,580.
TOTAL TO FORM 990-PF, PART II, LINE 10C	22,627,321.	23,348,580.

FORM 990-PF | DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT | STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
DELL OPTIPLEX	1,953.	0.	1,953.
TOTAL TO FM 990-PF, PART II, LN 14	1,953.	0.	1,953.

FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS | STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
F. ROGER HARDESTY 4141 N. MEMORIAL TULSA, OK 74145	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
DONNA J. HARDESTY 4141 N. MEMORIAL TULSA, OK 74145	VICE-PRESIDENT & DIRECTOR 1.00	0.	0.	0.
MICHELLE HARDESTY 4141 N. MEMORIAL TULSA, OK 74145	DIRECTOR 40.00	75,000.	0.	0.
MARILYN COX 4141 N. MEMORIAL TULSA, OK 74115	SECRETARY 1.00	0.	0.	0.
ALEX CRISTO 4141 N. MEMORIAL TULSA, OK 74115	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		75,000.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 11

NAME OF MANAGER

F. ROGER HARDESTY
DONNA J. HARDESTY

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
12 & 12 INC 6333 EAST SKELLY DR TULSA, OK 74135	NONE GENERAL	PUBLIC CHARITY	2,000.
AMERICAN CANCER SOCIETY 4110 S 100TH EAST AVE, STE 101 TULSA, OK 74146	NONE GENERAL	PUBLIC CHARITY	1,500.
AMERICAN DIABETES ASSOCIATION INC 6600 SOUTH YALE, SUITE 1310 TULSA, OK 74136	NONE GENERAL	PUBLIC CHARITY	500.
AMERICAN HEART ASSOC 2227 E SKELLY DR TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	500.
AMERICAN RED CROSS TULSA AREA CHAPTER 10151 EAST 11TH STREET TULSA, OK 74128	NONE GENERAL	PUBLIC CHARITY	25,000.
ASSISTANCE LEAGUE OF TULSA 3408 E. 11TH ST. TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	2,500.

ASSOCIATION OF FUNDRAISING PROFESSIONALS P.O. BOX 2974 TULSA, OK 74101	NONE GENERAL	PUBLIC CHARITY	2,500.
BISHOP KELLY HIGH SCHOOL 3905 S HUDSON AVE TULSA, OK 74135	NONE GENERAL	PUBLIC CHARITY	50,000.
BOOKER T. WASHINGTON 1514 E ZION ST TULSA, OK 74147	NONE GENERAL	PUBLIC CHARITY	300.
BOY SCOUTS OF AMERICA AKA INDIAN NATIONS COUNCIL 4295 S. GARNETT RD TULSA, OK 74146	NONE GENERAL	PUBLIC CHARITY	39,000.
BREAST CANCER ASSISTANCE PROGRAM FUND PO BOX 470065 TULSA, OK 74147	NONE GENERAL	PUBLIC CHARITY	1,000.
CAMP FIRE USA GREEN COUNTRY COUNCIL, 706 S. BOSTON AVENUE TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	25,000.
CAR CARE CLINIC INC. 2547 E ADMIRAL PL TULSA, OK 74110	NONE GENERAL	PUBLIC CHARITY	1,000.
CASCIA HALL PREP SCHOOL 2520 S YORKTOWN AVE TULSA, OK 74114	NONE GENERAL	PUBLIC CHARITY	10,000.
CENTER FOR NONPROFITS 1145 S UTICA AVE, STE 1100 TULSA, OK 74104	NONE GENERAL	PUBLIC CHARITY	5,000.
CHILD ABUSE NETWORK INC 2829 S. SHERIDAN RD TULSA, OK 74129	NONE GENERAL	PUBLIC CHARITY	35,000.

CINCO RANCH CHURCH OF CHRIST 6655 SOUTH MASON ROAD KATY, TX 77450	NONE GENERAL	PUBLIC CHARITY	500.
CLAREHOUSE, INC. 7617 S. MINGO RD. TULSA, OK 74133	NONE GENERAL	PUBLIC CHARITY	25,000.
COMMUNITY FOOD BANK OF EASTERN OKLAHOMA 1304 NORTH KENOSHA TULSA, OK 74106	NONE GENERAL	PUBLIC CHARITY	71,800.
CONFERENCE OF SOUTHWEST FOUNDATIONS INC 624 N GOOD-LATIMER STE 100 DALLAS, TX 7504-5818	NONE GENERAL	PUBLIC CHARITY	2,000.
CROSSTOWN LEARNING CENTER INC 2501 EAST ARCHER STREET TULSA, OK 74110	NONE GENERAL	PUBLIC CHARITY	20,000.
DOMESTIC VIOLENCE INTERVENTION SERVICES 4300 S HARVARD AVE STE 100 TULSA, OK 741352608	NONE GENERAL	PUBLIC CHARITY	25,000.
EASTERN OK DONATED DENTAL SVCS 3741 S PEORIA TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	25,000.
EMERGENCY INFANT SERVICES 222 S. HOUSTON TULSA, OK 74127	NONE GENERAL	PUBLIC CHARITY	20,000.
FAMILY & CHILDRENS SERVICE INC 650 S. PEORIA AVENUE TULSA, OK 74120	NONE GENERAL	PUBLIC CHARITY	25,000.
FIRST UNITED METHODIST CHURCH 1115 S BOULDER TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	5,000.

GIRL SCOUTS OF EASTERN OKLAHOMA 2432 E 51ST ST TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	15,000.
GOODWILL INDUSTRIES OF TULSA, INC 2800 SOUTHWEST BLVD TULSA, OK 74107	NONE GENERAL	PUBLIC CHARITY	10,000.
GREATER CORNERSTONE COMMUNITY DEVELOPMENT PROJECT 5610 S 41ST WEST AVE TULSA, OK 74107	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	125,000.
GREEK ORTHODOX CHURCH HOLY TRINITY 1222 S GUTHERIE TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	2,000.
HAPPY HANDS EARLY CHILDHOOD DEVELOPMENT CENTER 8801 S. GARNETT RD. TULSA, OK 74012	NONE GENERAL	PUBLIC CHARITY	5,000.
HOSPITALITY HOUSE OF TULSA, INC. 1135 S VICTOR AVE TULSA, OK 74104	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	30,000.
IRON GATE 501 S CINCINNATI TULSA, OK 74103	NONE GENERAL	PUBLIC CHARITY	10,000.
JOHN 3:16 MISSION 205 EAST PINE, SUITE 103 TULSA, OK 74106	NONE GENERAL	PUBLIC CHARITY	20,000.
JUSTUS-TIAWAH SCHOOL 15011 E. 523 RD. CLAREMORE, OK 74019	NONE GENERAL	PUBLIC CHARITY	300.
JUVENILE DIABETES RESERCH FOUNDATION INTERNATIONAL 601 S. BOULDER AVENUE, SUITE 1300 TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	3,500.

LIFE SENIOR SERVICES 5950 E 31ST TULSA, OK 74136	NONE GENERAL	PUBLIC CHARITY	50,000.
LITTLE LIGHT HOUSE 5120 E 36TH ST TULSA, OK 74135	NONE GENERAL	PUBLIC CHARITY	5,500.
LIVING ARTS OF TULSA INCORPORATED 307 E BRADY ST TULSA, OK 74102-1414	NONE GENERAL	PUBLIC CHARITY	2,500.
MEALS ON WHEELS OF METRO TULSA INC 12620 E 31ST ST TULSA, OK 74146-2307	NONE GENERAL	PUBLIC CHARITY	20,000.
MONTE CASSINO SCHOOL 2206 S LEWIS AVE TULSA, OK 74114-3109	NONE GENERAL	PUBLIC CHARITY	26,000.
MUSCULAR DYSTROPHY ASSOCIATION 3105 E. SKELLY DRIVE #302 TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	500.
NATURE CONSERVANCY OK CHAPTER 2727 E 21ST ST, STE102 TULSA, OK 74114	NONE GENERAL	PUBLIC CHARITY	10,000.
NEIGHBORS ALONG THE LINE 5000 W. CHARLES PAGE BLVD. TULSA, OK 74127	NONE GENERAL	PUBLIC CHARITY	25,000.
NORTHSIDE CHRISTIAN CHURCH, LEGACY CHRISTIAN ACADEMY 1201 N ELM PL BROKEN ARROW, OK 74012	NONE GENERAL	PUBLIC CHARITY	500.
OKLAHOMA AQUARIUM FOUNDATION P.O. BOX 910, 300 AQUARIUM DRIVE JENKS, OK 74037	NONE GENERAL	PUBLIC CHARITY	10,000.

OKLAHOMA CENTER FOR COMMUNITY AND 100 WEST 5TH STREET LL 1030 TULSA, OK 74103	NONE GENERAL	PUBLIC CHARITY	3,000.
OKLAHOMA LIFE SKILLS ASSOCIATION 6311 E. TECUMSEH TULSA, OK 74110	NONE GENERAL	PUBLIC CHARITY	500.
OKLAHOMA STATE UNIVERSITY FOUNDATION 107 WHITEHURST HALL STILLWATER, OK 74074	NONE GENERAL	PUBLIC CHARITY	500.
PALMER CONTINUUM OF CARE INC 5151 E 51ST ST, SUITE 106 TULSA, OK 74135	NONE GENERAL	PUBLIC CHARITY	10,200.
PARENT CHILD CENTER OF TULSA INC 1421 SOUTH BOSTON AVE TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	35,000.
PHILBROOK MUSEUM OF ART P.O. BOX 52510 TULSA, OK 74152	NONE GENERAL	PUBLIC CHARITY	10,000.
RESONANCE LISTENING & GROWTH 1608 S ELWOOD AVE TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	35,000.
RIVER PARKS FOUNDATION 717 SOUTH HOUSTON, SUITE 510 TULSA, OK 74127	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	100,000.
ROCKY MOUNTAIN ELK FOUNDATION INC 613 N. ALTHEA AVE NIXA, MO 65714	NONE GENERAL	PUBLIC CHARITY	500.
ROGERS COUNTY HISTORICAL SOCIETY INC 121 N. CHIKASAW AVE CLAREMORE, OK 74017	NONE GENERAL	PUBLIC CHARITY	200.

ROMAN CATHOLIC DIOCESE OF TULSA(ST CATHERINES SCH & SAN MIGUEL SCH) - PO BOX 690240 TULSA, OK 74169	NONE GENERAL	PUBLIC CHARITY	10,000.
SAINT MARY'S CATHOLIC CHURCH 1347 E 49TH PLACE TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	2,000.
SAINT SIMEON'S EPISCOPAL HOME FOUNDATION 3701 N CINCINNATI TULSA, OK 74106	NONE GENERAL	PUBLIC CHARITY	15,000.
SALVATION ARMY 1616 S. MAIN STREET TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	10,000.
SHERWIN MILLER MUSEUM OF JEWISH ART INC 2021 EAST 71ST ST TULSA, OK 74136	NONE GENERAL	PUBLIC CHARITY	10,000.
SPECIAL OLYMPICS OKLAHOMA INC 6835 S. CANTON AVENUE TULSA, OK 74136	NONE GENERAL	PUBLIC CHARITY	5,000.
ST PIUS X SCHOOL 1717 S. 75TH E. AVE. TULSA, OK 74112	NONE GENERAL	PUBLIC CHARITY	10,000.
STAND IN THE GAP, INC 624 S BOSTON STE 340 TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	40,000.
STREET SCHOOL, INC. 1135 S YALE AVE TULSA, OK 74112	NONE GENERAL	PUBLIC CHARITY	2,500.
STS PETER & PAUL CATHOLIC SCHOOL 1428 N. 67TH E. AVE. TULSA, OK 74115	NONE GENERAL	PUBLIC CHARITY	15,000.

TEACH FOR AMERICA 209 SOUTH LAKEWOOD AVENUE TULSA, OK 74112	NONE GENERAL	PUBLIC CHARITY	25,000.
THE CENTER FOR INDIVIDUALS WITH PHYSICAL CHALLENGES LTD 815 SOUTH UTICA TULSA, OK 74104	NONE GENERAL	PUBLIC CHARITY	25,000.
TULSA COMMUNITY COLLEGE FOUNDATION 6111 E. SKELLY DRIVE, STE 608 TULSA, OK 74133	NONE GENERAL	PUBLIC CHARITY	400.
THE LEUKEMIA & LYMPHOMA SOCIETY 500 N BROADWAY, SUITE 250 OKLAHOMA CITY, OK 73102	NONE GENERAL	PUBLIC CHARITY	200.
THE TRISTESSE GRIEF CENTER 1709 S BALTIMORE TULSA, OK 741194807	NONE GENERAL	PUBLIC CHARITY	10,000.
TOWN & COUNTRY SCHOOL INC 5150 E. 101ST STREET TULSA, OK 74137	NONE GENERAL	PUBLIC CHARITY	10,000.
TULSA AIR AND SPACE MUSEUM 3624 N 74TH EAST AVE TULSA, OK 74114	NONE GENERAL	PUBLIC CHARITY	2,500.
TULSA BALLET THEATER INC 1212 EAST 45TH PLACE SOUTH TULSA, OK 74105	NONE GENERAL	PUBLIC CHARITY	25,000.
TULSA BOYS' HOME P.O. BOX 1101 TULSA, OK 741011101	NONE GENERAL	PUBLIC CHARITY	10,000.
TULSA CASA INC 700 SOUTH BOSTON, SUITE 230 TULSA, OK 74119	NONE GENERAL	PUBLIC CHARITY	15,000.

TULSA CHRISTIAN EDUCATION CORPORATION 6363 SOUTH TRENTON AVENUE TULSA, OK 74136-0700	NONE GENERAL	PUBLIC CHARITY	330.
TULSA GIRLS ART SCHOOL PROJECT INC 2202 E. ADMIRAL BLVD. TULSA, OK 74110	NONE GENERAL	PUBLIC CHARITY	500.
TULSA HABITAT FOR HUMANITY 6235 EAST 13TH STREET TULSA, OK 74112	NONE GENERAL	PUBLIC CHARITY	25,000.
TULSA HISTORICAL SOCIETY 2445 S PEORIA AVE TULSA, OK 74114	NONE GENERAL	PUBLIC CHARITY	5,000.
TULSA OPERA INC 1610 SOUTH BOULDER AVE TULSA, OK 74159	NONE GENERAL	PUBLIC CHARITY	8,000.
TULSA PROJECT WOMAN INC P.O. BOX 14026 TULSA, OK 74159	NONE GENERAL	PUBLIC CHARITY	1,000.
TULSA SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 2910 MOHAWK BLVD TULSA, OK 74110-1419	NONE GENERAL	PUBLIC CHARITY	500.
TULSA ZOO MANANGEMENT, INC. 6421 EAST 36TH STREET NORTH TULSA, OK 74115	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	63,500.
TWIN HILLS FIRE DEPARTMENT 7255 TWIN HILLS ROAD OKMULGEE, OK 74447	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	20,000.
UNIVERSITY OF TULSA 800 S. TUCKER DRIVE TULSA, OK 74104	NONE GENERAL	PUBLIC CHARITY	5,000.

VICTORY IN THE VALLEY, INC 3755 E. DOUGLAS WICHITA, KS 67218	NONE GENERAL	PUBLIC CHARITY	500.
VISITING NURSE ASSOCIATION OF TULSA 7875 E 51ST ST TULSA, OK 74145	NONE GENERAL	PUBLIC CHARITY	15,000.
WOOLAROC MUSEUM AND WILDLIFE PRESERVE 1925 WOOLAROC RANCH RD BARTESVILLE, OK 74003	NONE GENERAL	PUBLIC CHARITY	500.
WORLD WILDLIFE FUND 1250 TWENTY-FOURTH STREET WASHINGTON, DC 20090-7180	NONE GENERAL	PUBLIC CHARITY	500.
YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF TULSA 1910 S. LEWIS AVE., SUITE 200 TULSA, OK 74104	NONE GENERAL	PUBLIC CHARITY	1,500.
YOUTH SERVICES TULSA INC 301 S. MADISON TULSA, OK 74120	NONE GENERAL	PUBLIC CHARITY	300.
PALMER CONTINUUM OF CARE INC 5151 E 51ST ST, SUITE 106 TULSA, OK 74135	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	1,180.
YOUTH SERVICES TULSA INC 301 S. MADISON TULSA, OK 74120	NONE CAPITAL IMPROVEMENT	PUBLIC CHARITY	50,000.
ARTS AND HUMANITIES COUNCIL OF TULSA 2210 S MAIN ST TULSA, OH 74114	NONE SCHOLARSHIPS	PUBLIC CHARITY	2501500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			3,928,210.