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Form **990-PF**
**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No. 1545-0052

2010Department of the Treasury
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning 12/01, 2010, and ending 11/30, 2011
☒ Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

CAROL FRANC BUCK FOUNDATION
P. O. BOX 6085
INCLINE VILLAGE, NV 89450
A Employer identification number**88-0163505****B Telephone number (see the instructions)****775-831-6366****C If exemption application is pending, check here** ☐**D 1 Foreign organizations, check here** ☐**2 Foreign organizations meeting the 85% test, check here and attach computation** ☐**E If private foundation status was terminated under section 507(b)(1)(A), check here** ☐**F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here** ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, column (c), line 16)**\$ 11,715,764.****J Accounting method:** ☐ Cash ☒ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)**(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 (att sch)****2** ☒ If the foundn is not req to att Sch B**3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5a Gross rents****b Net rental income or (loss)****6a Net gain/(loss) from sale of assets not on line 10****b Gross sales price for all assets on line 6a****7 Capital gain net income (from Part IV, line 2)****8 Net short-term capital gain****9 Income modifications****10a Gross sales less returns and allowances****b Less: Cost of goods sold****c Gross profit/(loss) (att sch)****11 Other income (attach schedule)****12 Total. Add lines 1 through 11****13 Compensation of officers, directors, trustees, etc****14 Other employee salaries and wages****15 Pension plans, employee benefits****16a Legal fees (attach schedule)****b Accounting fees (attach sch) See. St. 1****c Other prof fees (attach sch) See. St. 2****17 Interest****18 Taxes (attach schedule)(see Instr.) See. Stm 3****19 Depreciation (attach sch) and depletion****20 Occupancy****21 Travel, conferences, and meetings****22 Printing and publications****23 Other expenses (attach schedule) See Statement 4****24 Total operating and administrative expenses. Add lines 13 through 23****25 Contributions, gifts, grants paid Part. XV****26 Total expenses and disbursements. Add lines 24 and 25****27 Subtract line 26 from line 12:****a Excess of revenue over expenses and disbursements****b Net investment income (if negative, enter -0-)****c Adjusted net income (if negative, enter -0-)**

MAY 28 2013

ADMINISTRATIVE AND OPERATING EXPENSES

SCANNED JUN 03 2013

BAA For Paperwork Reduction Act Notice, see the instructions.

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04/25/2013 5:49PM (GMT-05:00)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash -- non-interest-bearing	47,401.	38,085.	38,085.
	2	Savings and temporary cash investments	271,810.	129,361.	129,361.
	3	Accounts receivable	33,484.		
		Less: allowance for doubtful accounts	33,479.	33,484.	33,484.
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions).			
	7	Other notes and loans receivable (attach sch.)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments -- U.S. and state government obligations (attach schedule) Statement 5	1,752,708.	1,240,599.	1,283,258.
	b	Investments -- corporate stock (attach schedule) Statement 6	2,534,322.	2,553,824.	7,494,135.
	c	Investments -- corporate bonds (attach schedule) Statement 7	1,015,490.	1,015,491.	1,060,481.
	11	Investments -- land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments -- mortgage loans				
13	Investments -- other (attach schedule) Statement 8	1,374,562.	1,564,171.	1,648,205.	
14	Land, buildings, and equipment: basis	12,956.			
	Less: accumulated depreciation (attach schedule) See Stmt. 9	12,956.			
15	Other assets (describe See Statement 10)	3,132.	28,755.	28,755.	
16	Total assets (to be completed by all filers -- see instructions. Also, see page 1, item I)	7,032,904.	6,603,770.	11,715,764.	
LIABILITIES	17	Accounts payable and accrued expenses	3,903.	4,123.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe See Statement 11)		2,212.	
23	Total liabilities (add lines 17 through 22)	3,903.	6,335.		
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	7,029,001.	6,597,435.	
	30	Total net assets or fund balances (see the instructions)	7,029,001.	6,597,435.	
	31	Total liabilities and net assets/fund balances (see the instructions)	7,032,904.	6,603,770.	

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	7,029,001.
2	Enter amount from Part I, line 27a	2	-494,922.
3	Other increases not included in line 2 (itemize) See Statement 12	3	63,356.
4	Add lines 1, 2, and 3	4	6,597,435.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	6,597,435.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)

(b) How acquired
P -- Purchase
D -- Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1a See Statement 13

b

c

d

e

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
plus expense of sale(h) Gain or (loss)
(e) plus (f) minus (g)

a

b

c

d

e

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

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

a

b

c

d

e

2 Capital gain net income or (net capital loss).

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

236,651.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).

If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0-
in Part I, line 8

3

4,831.

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(c). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	977,719.	12,001,402.	0.081467
2008	955,871.	11,749,665.	0.081353
2007	759,600.	13,740,188.	0.055283
2006	766,627.	14,964,143.	0.051231
2005	764,040.	13,917,462.	0.054898

2 Total of line 1, column (d).

2

0.324232

3 Average distribution ratio for the 5-year base period -- divide the total on line 2 by 5, or by the
number of years the foundation has been in existence if less than 5 years

3

0.064846

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4

12,069,765.

5 Multiply line 4 by line 3

5

782,676.

6 Enter 1% of net investment income (1% of Part I, line 27b).

6

5,334.

7 Add lines 5 and 6.

7

788,010.

8 Enter qualifying distributions from Part XII, line 4

8

1,023,012.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)		1	5,334.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b.			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
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	5,334.
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	5,334.
6 Credits/Payments:			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	50,962.	
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	50,962.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	45,628.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 45,628. Refunded 0.	11		

Part VII A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		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?		X
If 'Yes,' attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If 'Yes,' attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • 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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
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	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.		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part 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? Website address: <u>N/A</u>	13	X	
14	The books are in care of <u>MARTI WINSLOW</u> Telephone no. <u>775-831-6366</u> Located at <u>P. O. BOX 6085 INCLINE VILLAGE NV</u> ZIP + 4 <u>89450</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions.) <input type="checkbox"/>	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 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) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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Part VII 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(o))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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 (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CAROL F. BUCK P. O. BOX 6085 INCLINE VILLAGE, NV 89450	TRUSTEE 0	3,600.	0.	0.
CHRISTIAN P. ERDMAN 1219 LOMBARD ST. SAN FRANCISCO, CA 94109	TRUSTEE 0	0.	0.	0.
HELEN J. O'HANLON 219 STATES ST. SAN FRANCISCO, CA 94114	TRUSTEE 0	0.	0.	0.

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

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

Total number of other employees paid over \$50,000.

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter NONE.

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

Total number of others receiving over \$50,000 for professional services 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 THE FOUNDATION SUPPORTS PERFORMING AND VISUAL ARTS THROUGHOUT THE WESTERN UNITED STATES. 20 ORGANIZATIONS RECEIVED GRANTS TOTALING \$845,500 PLUS EXPENSES OF \$250,241.	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 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	11,769,255.
b Average of monthly cash balances	1b	408,728.
c Fair market value of all other assets (see instructions)	1c	75,586.
d Total (add lines 1a, b, and c)	1d	12,253,569.
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	12,253,569.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	183,804.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	12,069,765.
6 Minimum investment return. Enter 5% of line 5	6	603,488.

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	603,488.
2a Tax on investment income for 2010 from Part VI, line 5	2a	5,334.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	5,334.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	598,154.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	598,154.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	598,154.

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	1,023,012.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,023,012.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	5,334.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,017,678.

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

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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				598,154.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only		0.		
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	75,801.			
b From 2006	48,897.			
c From 2007				
d From 2008	378,536.			
e From 2009	392,577.			
f Total of lines 3a through e	895,811.			
4 Qualifying distributions for 2010 from Part XII, line 4: \$ 1,023,012.			0.	
a Applied to 2009, but not more than line 2a				
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				598,154.
e Remaining amount distributed out of corpus	424,858.			
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	1,320,669.			
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 instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	75,801.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,244,868.			
10 Analysis of line 9:				
a Excess from 2006	48,897.			
b Excess from 2007				
c Excess from 2008	378,536.			
d Excess from 2009	392,577.			
e Excess from 2010	424,858.			

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

N/A

- 7a** 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(1)(3) or

4942(1)(5)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

[illegible]

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

1 Information Regarding Foundation Managers:

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

CAROL F. BUCK

- 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:

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Part XV Supplementary Information (continued)

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

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year See Statement 14				
Total			3a	845,500.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue.						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments. . . .						
3 Interest on savings and temporary cash investments. . . .			14	112,688.		
4 Dividends and interest from securities			14	251,480.		
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	236,651.		
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). . . .				600,819.		
13 Total. Add line 12, columns (b), (d), and (e)					13	600,819.

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

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

[illegible]

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

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

[illegible]

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?

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

**Sign
Here**

Carl F Buck
Signature of officer or trustee

Date 10-15-12

TRUSTEE
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

ALBERT E. CARTLIDGE III

Predavatel'skiy signaturn

ALBERT E. CARLISLE - III

Date _____

18-5-12

Month of	Y	U
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☐ self-employed

PTIN

	N/A
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Firm's name **Cartlidge, Cartlidge & Co. Ltd**

Firm's address 5865 Tyrone Suite #101
Reno, NV 89502

Firm's EIN N/A

Phone no (775) 826-3496

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING.	\$ 25,198.	\$ 2,520.		\$ 22,678.
Total	\$ 25,198.	\$ 2,520.	\$ 0.	\$ 22,678.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CUSTODIAL FEES	\$ 61,292.	\$ 49,032.		\$ 12,260.
Total	\$ 61,292.	\$ 49,032.	\$ 0.	\$ 12,260.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE TAXES	\$ 5,334.			
FOREIGN TAXES	3,223.	\$ 322.		\$ 2,901.
PAYROLL TAXES	2,306.	231.		2,075.
Total	\$ 10,863.	\$ 553.	\$ 0.	\$ 4,976.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ANSWERING SERVICE	\$ 1,560.	\$ 156.		\$ 1,404.
AUTO EXPENSE	3,242.	324.		2,918.
COPIER	540.	54.		486.
DUES	110.	11.		99.
ENTERTAIN & PROMOTIONS	557.	56.		501.
INSURANCE	1,100.	110.		990.
LICENSES & FEES	100.	10.		90.
MAINTENANCE	275.	28.		247.
MISCELLANEOUS	400.	40.		360.
OFFICE EXPENSE	3,586.	359.		3,227.
RENT	37,902.	3,790.		34,112.
TELEPHONE	3,347.	335.		3,012.

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Statement 4 (continued)
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
UTILITIES.....	\$ 1,420.	\$ 142.		\$ 1,278.
Total	\$ 54,139.	\$ 5,415.	\$ 0.	\$ 48,724.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
U S TREASURY NOTES # 250000 3.625%	Cost	\$ 237,334.	\$ 262,344.
UNITED STATES TREAS NTS #500,000 4.75%	Cost	0.	0.
FEDERAL HOME LN MTG CORP #500,000 5.125%	Cost	500,335.	515,289.
US TREAS NTS #250,000 2/12 4.625%	Cost	502,930.	505,625.
		\$ 1,240,599.	\$ 1,283,258.
Total		\$ 1,240,599.	\$ 1,283,258.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
DANAHER CORP #7500	Cost	\$ 36,295.	\$ 362,850.
GENERAL ELECTRIC CO #13500	Cost	48,628.	214,785.
HEWLETT PACKARD CO #5000	Cost	24,680.	139,750.
INTERNATIONAL BUSINESS MACHS #1650	Cost	41,343.	310,200.
MICROSOFT CORP #12000	Cost	32,531.	306,960.
UNITED TECHNOLOGIES #4500	Cost	25,580.	344,700.
ABBOTT LABS #4000	Cost	22,256.	218,200.
BRISTOL MYERS SQUIBB CO #5200	Cost	54,411.	170,144.
COCA COLA CO #3250	Cost	17,450.	218,498.
JOHNSON & JOHNSON #5500	Cost	72,016.	355,960.
KIMBERLY CLARK CORP #1000	Cost	23,915.	71,470.
WAL MART STORES INC #3000	Cost	36,188.	176,700.
EXXON MOBIL CORP #5500	Cost	50,933.	442,420.
BERKSHIRE HATHAWAY INC #3400	Cost	76,073.	267,784.
FRANKLIN RES INC #1500	Cost	10,408.	151,230.
J P MORGAN CHASE & CO #5180	Cost	49,273.	160,425.
VODAFONE GROUP PLC-SP #5250	Cost	39,364.	142,538.
ROYAL DUTCH PETROLEUM CO #4000	Cost	94,015.	280,000.
SCHLUMBERGER LTD #3750	Cost	47,841.	282,488.
BP P. L. C. #2000	Cost	61,357.	87,100.
ALTRIA GROUP INC #4000	Cost	6,415.	114,760.
DOMINION RES INC #2000	Cost	61,000.	103,240.
PFIZER INC #6001	Cost	107,989.	120,440.
AT&T INC COM #4000	Cost	29,676.	115,920.

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Statement 6 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
AUTOMATIC DATA PROCESSING INC. #1750	Cost	\$ 67,640.	\$ 89,407.
KRAFT FOODS INC #2768	Cost	7,041.	100,063.
PROCTER & GAMBLE CO #4250	Cost	59,353.	274,422.
ADOBE SYSTEMS INC #0	Cost	0.	0.
AIR PROD & CHEMICALS # 1750	Cost	97,118.	146,562.
APPLE INC #500	Cost	75,159.	191,100.
CISCO SYSTEMS INC #5000	Cost	79,759.	93,200.
DISNEY WALT CO #3000	Cost	64,980.	107,550.
MCDONALDS CORP #1250	Cost	74,705.	119,400.
MONSANTO CO NEW DEL #1000	Cost	101,876.	91,812.
PG&E CORP #1500	Cost	60,650.	58,260.
PHILLIP MORRIS INTL INC #4000	Cost	14,737.	304,960.
THE CHARLES SCHWAB CORP #5000	Cost	99,516.	59,800.
WELLS FARGO & CO NEW #2750	Cost	73,598.	71,115.
ECOLAB #1500	Cost	73,220.	85,530.
ORACLE CORP #2500	Cost	69,499.	78,375.
TRAVELERS COMPANIES #2500	Cost	134,158.	140,625.
TEVA PHARM INDS #1500	Cost	92,253.	59,415.
VERIZON COMMUNICATIONS #3000	Cost	80,824.	113,190.
AFFILIATED MANAGER GRP#750	Cost	75,669.	70,927.
INTUIT #1500	Cost	82,432.	79,860.
Total		\$ 2,553,824.	\$ 7,494,135.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
WAL MART STORES #250,000 4.55% 5/13	Cost	\$ 246,495.	\$ 264,124.
ASTRAZENECA PLC #250,000 5.4%	Cost	255,108.	259,046.
ORACLE CORP #250000 3.75%	Cost	257,500.	268,930.
PROCTOR & GAMBLE #250000 3.5%	Cost	256,388.	268,381.
Total		\$ 1,015,491.	\$ 1,060,481.

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

Other Investments	Valuation Method	Book Value	Fair Market Value
VANGUARD INTERM TERM #55182.125	Cost	\$ 500,000.	\$ 549,314.
VANGUARD SHORT TERM #47209.636	Cost	500,000.	501,366.
ISHARES TR MSCI EAFE FD #6000	Cost	280,026.	307,440.
JP MORGAN EXCH TRD AMJ #3000	Cost	94,536.	110,760.
POWERSHARES ETF TRUST II #7500	Cost	189,609.	179,325.
Total		\$ 1,564,171.	\$ 1,648,205.

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Statement 9
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	\$ 12,956.	\$ 12,956.	\$ 0.	\$ 0.
Total	\$ 12,956.	\$ 12,956.	\$ 0.	\$ 0.

Statement 10
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
DEPOSITS	\$ 89.	\$ 89.
PREPAID EXCISE TAXES	28,666.	28,666.
Total	\$ 28,755.	\$ 28,755.

Statement 11
Form 990-PF, Part II, Line 22
Other Liabilities

PAYROLL LIABILITIES	\$ 2,212.
Total	\$ 2,212.

Statement 12
Form 990-PF, Part III, Line 3
Other Increases

ppe	\$ 63,356.
Total	\$ 63,356.

Statement 13
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	500 FRANKLIN RESOURCES INC	Purchased	10/28/1991	1/21/2011
2	250 SCHLUMBERGER LTD	Purchased	6/12/1991	1/21/2011
3	5000000 UNITED STATES TREA NOTES	Purchased	3/28/2007	3/31/2011
4	2500 ADOBE SYS INC	Purchased	8/04/2009	4/15/2011
5	250 COCA COLA CO	Purchased	5/05/1987	7/12/2011
6	300 DANAHER CORP	Purchased	7/25/1996	7/12/2011
7	100 EXXON MOBIL CORP	Purchased	10/16/1989	7/12/2011
8	150 INTERNATIONAL BUSINESS MACHS	Purchased	6/18/1991	7/12/2011
9	500 JOHNSON & JOHNSON	Purchased	10/07/1994	7/12/2011

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Statement 13 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
10	250 SCHLUMBERGER LTD	Purchased	6/12/1991	7/12/2011
11	500 WALMART STORES INC	Purchased	11/15/1994	7/12/2011
12	200 DANAHER CORP	Purchased	7/25/1996	7/12/2011
13	150 EXXON MOBIL CORP	Purchased	10/16/1989	7/12/2011
14	CAPITAL GAIN DISTRIBUTIONS	Purchased	12/01/2009	11/30/2011
15	CAPITAL GAIN DISTRIBUTIONS	Purchased	11/30/2011	11/30/2011

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	59,119.		3,469.	55,650.				\$ 55,650.
2	20,951.		3,271.	17,680.				17,680.
3	500,000.		504,707.	-4,707.				-4,707.
4	86,668.		83,084.	3,584.				3,584.
5	17,016.		1,342.	15,674.				15,674.
6	16,078.		1,452.	14,626.				14,626.
7	8,246.		1,025.	7,221.				7,221.
8	26,149.		3,758.	22,391.				22,391.
9	33,621.		6,547.	27,074.				27,074.
10	21,757.		3,271.	18,486.				18,486.
11	27,067.		6,031.	21,036.				21,036.
12	10,718.		968.	9,750.				9,750.
13	12,369.		1,537.	10,832.				10,832.
14	12,523.		0.	12,523.				12,523.
15	4,831.		0.	4,831.				4,831.
Total								\$ 236,651.

Statement 14
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
HOUSTON GRAND OPERA 510 PRESTON AVE HOUSTON, TX 77002	NONE		SUPPORT GERMAN OPERA SERIES	\$ 100,000.
THE DALLAS OPERA 2403 FLORA STREET SUITE 500 DALLAS, TX 75201	NONE		GENERAL SUPPORT FOR PRODUCTION OF "MOBY DICK"	20,000.
NEVADA MUSEUM OF ART 160 WEST LIBERTY STREET RENO, NV 89501	NONE		2 YEAR GRANT FOR "ALTERED LANDSCAPE COLLECTION"	100,000.

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Statement 14 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
PORTLAND OPERA 211 SE CARUTHERS STREET PORTLAND, OR 97214	NONE		IN SUPPORT OF 6 NEW OPERA IN 3 NEW PRODUCTIONS 2011	\$ 30,000.
SMUIN BALLET 44 GOUGH STREET SUITE 103 SAN FRANCISCO, CA 94103	NONE		NEW WORKS BY TREY MCINTYRE, AMY SEIWARD, AND MA CONG	20,000.
NEVADA OPERA ASSOCIATION PO BOX 3256 RENO, NV 89505	NONE		PRODUCTION OF SAMUEL BARBARA'S VANESSA	30,000.
SIERRA NEVADA BALLET PO BOX 69 GENOA, NV 89411	NONE		PRODUCTION OF 2011 SEASON	20,000.
BERKELEY REPERTORY THEATRE 2025 ADDISON ST BERKELEY, CA 94704	NONE		PRODUCTION OF LEMONY SNICKET'S THE COMPOSER IS DEAD	10,000.
MUSIC ACADEMY OF THE WEST 1070 FAIRWAY ROAD SANTA BARBARA, CA 93108	NONE		2011 PRODUCTION OF THE BARBER OF SEVILLE	50,000.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL SAN FRANCISCO, CA 94102	NONE		SYMPHONY'S SECOND CENTURY CAMPAIGN	200,000.
CHANTICLEER 44 PAGE STREET SUITE 604 SAN FRANCISCO, CA 94102	NONE		MULTI-MEDIA PROJECT- WHAT DO YOU THINK I FOUGHT FOR	25,000.
MUSIC IN THE MOUNTAINS PO BOX 1451 NEVADA CITY, CA 95959	NONE		IN SUPPORT OF 30TH SUMMERFEST	10,000.
LAKE TAHOE SHAKESPEARE FESTIVAL 948 INCLINE WAY INCLINE VILLAGE, NV 89451	NONE		ARTISTIC COST FOR 2011 SEASON	10,000.
MASTER WORKS CHORALE 925 RIVERSIDE DR SUITE 1 RENO, NV 89503	NONE		FOR SEVERAL 2011 PROJECTS	10,000.
TAHOE CHAMBER OF MUSIC 948 INCLINE WAY INCLINE VILLAGE, NV 89451	NONE		MUSICIAN'S FEES FOR 2011	8,000.

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Statement 14 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
OPERA COLORADO 695 S COLORADO BLVD SUITE 20 DENVER, CO 80246	NONE		2012 PRODUCTION OF FLORENCIA EN EL AMAZONAS	\$ 20,000.
NEVADA SHAKESPEARE COMPANY 131 DENIO DRIVE DAYTON, NV 89403	NONE		WINTER TOURING PRODUCTION, SHAKESPEARE ON THE ROAD	2,500.
RENO CHAMBER ORCHESTRA PO BOX 547 RENO, NV 89504	NONE		2011-2012 REGULAR SEASON & 2011 EDITION OF ANNUAL NV CHAMBER MUSIC FESTIVAL	30,000.
ENSEMBLE PARALLELE 50 OAK STREET SAN FRANCISCO, CA 94102	NONE		2012 PRODUCTION OF THE GREAT GATSBY	50,000.
LAKE TAHOE SUMMERFEST PO BOX 7930 INCLINE VILLAGE, NV 89450	NONE		2012 SUMMERFEST CONCERTS	100,000.
Total \$				<u>845,500.</u>