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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

401 S. BOSTON

Room/suite
250

City or town, state, and ZIP code

TULSA, OK 74103

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization:

Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method: Cash Accrual
 Other (specify) _____

► \$ 7,815,782. (Part I, column (d) must be on cash basis)

A Employer identification number

73-1423086

B Telephone number

(918) 392-0906

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► Foreign organizations meeting the 85% test,
2. 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 ►

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)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	124,784.	124,784.		STATEMENT 1
4	Dividends and interest from securities	138,721.	138,721.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-38,976.			
b	Gross sales price for all assets on line 6a	3,578,588.			
7	Capital gain net income (from Part IV, line 2)		0.		
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	4,192.	2,877.		STATEMENT 3
12	Total. Add lines 1 through 11	228,721.	266,382.		
13	Compensation of officers, directors, trustees, etc	84,000.	58,800.		25,200.
14	Other employee salaries and wages	33,074.	22,834.		10,240.
15	Pension plans, employee benefits	7,285.	5,100.		2,185.
16a	Legal fees				
b	Accounting fees	STMT 4	4,845.	4,845.	0.
c	Other professional fees	STMT 5	25,141.	25,141.	0.
17	Interest		763.	0.	0.
18	Taxes	STMT 6	15,579.	7,616.	5,464.
19	Depreciation and depletion		11,448.	11,033.	
20	Occupancy		13,149.	13,149.	0.
21	Travel, conferences, and meetings		2,437.	2,437.	0.
22	Printing and publications				
23	Other expenses	STMT 7	20,218.	16,642.	3,576.
24	Total operating and administrative expenses. Add lines 13 through 23		217,939.	167,597.	46,665.
25	Contributions, gifts, grants paid		290,485.		290,485.
26	Total expenses and disbursements. Add lines 24 and 25		508,424.	167,597.	337,150.
27	Subtract line 26 from line 12:		-279,703.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		98,785.		
c	Adjusted net income (if negative, enter -0-)			N/A	

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 2

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
	1 Cash - non-interest-bearing	100.	100.	100.
	2 Savings and temporary cash investments	1,409,603.	1,400,254.	1,400,254.
	3 Accounts receivable ► 8,261.			
	Less: allowance for doubtful accounts ►	2,949.	8,261.	8,261.
	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	4,967.	4,667.	4,667.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	6,467,401.	6,196,646.	6,305,464.
	14 Land, buildings, and equipment: basis ► 46,947.			
	Less accumulated depreciation ► 41,564.	9,674.	5,383.	4,160.
	15 Other assets (describe ► ARTWORK)	92,385.	92,876.	92,876.
	16 Total assets (to be completed by all filers)	7,987,079.	7,708,187.	7,815,782.
	17 Accounts payable and accrued expenses	1,257.	2,145.	
	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)	1,257.	2,145.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> 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	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	7,985,822.	7,706,042.	
	30 Total net assets or fund balances	7,985,822.	7,706,042.	
	31 Total liabilities and net assets/fund balances	7,987,079.	7,708,187.	

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	7,985,822.
2 Enter amount from Part I, line 27a	2	-279,703.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1,2, and 3	4	7,706,119.
5 Decreases not included in line 2 (itemize) ► UNKNOWN DIFFERENCE	5	77.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,706,042.

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 3

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					
b	SEE ATTACHED STATEMENT				
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 3,578,588.		3,617,564.			-38,976.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
c					
d					
e					-38,976.
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		-38,976.
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	{ 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))
2010	444,753.	7,985,287.	.055697
2009	687,517.	7,518,233.	.091447
2008	802,669.	8,975,143.	.089432
2007	750,074.	10,345,667.	.072501
2006	545,533.	9,992,584.	.054594

2 Total of line 1, column (d)	2	.363671
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	.072734
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	7,989,747.
5 Multiply line 4 by line 3	5	581,126.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	988.
7 Add lines 5 and 6	7	582,114.
8 Enter qualifying distributions from Part XII, line 4	8	337,150.

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.

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

73-1423086

Page 4

Form 990-PF (2011)

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	1,976.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input 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, 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	1,976.
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	1,976.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,360.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	3,360.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		12.
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	1,372.	
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ►	11	1,372. Refunded ►	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)? <i>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.</i>	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. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	<u>OK</u>		
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? <i>If "No," attach explanation</i>	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Form 990-PF (2011)

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 5

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ►	N/A	
14	► THE ALBERT AND HETE BARTHELMES FNDN	Telephone no. ► (918) 392-0906
	Located at ► 401 S. BOSTON, STE 250, TULSA, OK	ZIP+4 ► 74103
15	► 15	► <input type="checkbox"/>
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 checked="" type="checkbox"/> Yes	<input 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 instructions)?	► <input type="checkbox"/>	
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 2011?		
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2011 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 2011.)	N/A	
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 2011?	4b	X

Form 990-PF (2011)

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 6

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
THERESA M. COLLINS 1256 E. 25TH STREET TULSA, OK 74114	PRES. - DIRECTOR 30.00	84,000.	7,849.	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
NONE				

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



0

Form 990-PF (2011)

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 7

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		0.
3		
Total. Add lines 1 through 3	►	0.

Form 990-PF (2011)

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 8

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	6,816,272.
b	Average of monthly cash balances	1b	1,158,257.
c	Fair market value of all other assets	1c	136,889.
d	Total (add lines 1a, b, and c)	1d	8,111,418.
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	8,111,418.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	121,671.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,989,747.
6	Minimum investment return. Enter 5% of line 5	6	399,487.

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	399,487.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,976.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,976.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	397,511.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	397,511.
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	397,511.

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	337,150.
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	337,150.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	337,150.

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.

Form 990-PF (2011)

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				397,511.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008	297,005.			
d From 2009	314,991.			
e From 2010	48,299.			
f Total of lines 3a through e	660,295.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 337,150.			0.	
a Applied to 2010, 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 2011 distributable amount				337,150.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	60,361.			60,361.
6 Enter the net total of each column as indicated below:	599,934.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
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 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	599,934.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	236,644.			
c Excess from 2009	314,991.			
d Excess from 2010	48,299.			
e Excess from 2011				

THE ALBERT AND HETE BARTHELMES
FOUNDATION, INC.

Form 990-PF (2011)

73-1423086 Page 11

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
<i>a Paid during the year</i>				
SEE ATTACHED		VARIOUS	SEE ATTACHED	290,485.
Total			► 3a	290,485.
<i>b Approved for future payment</i>				
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) Related or exempt function income
	(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	124,784.	
4 Dividends and interest from securities			14	138,721.	
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	211110	1,315.	15	2,877.	
8 Gain or (loss) from sales of assets other than inventory	900000	-5,446.	18	-33,530.	
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)		-4,131.		232,852.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	228,721.
(See worksheet in line 13 instructions to verify calculations.)					

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

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 PUBLICLY TRADED SECURITIES			
b CS DOLLAR SENIOR LOAN-FORM 8621	P		
c SEER CAPITAL PARTNERS OFFSHORE FUND LTD.-FORM 862	P		
d PRESCOTT GROUP AGGRESSIVE SMALL CAP. LP K-1			
e CS GTAA GLOBAL MACRO FUND, LTD-50.629 SHARES	P	07/28/08	05/31/11
f CS SEER TALF-REDEMPTION 59.86611 SHARES	P	08/28/09	VARIOUS
g SECURITIES LITIGATION	P		
h SEER CAPITAL PARTNERS - RETURN OF PRINCIPAL	P		
i CAPITAL GAINS DIVIDENDS			
j			
k			
l			
m			
n			
o			

(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 2,977,126.		3,002,994.	-25,868.
b 1,768.			1,768.
c 5,841.			5,841.
d		1,985.	-1,985.
e 472,150.		500,000.	-27,850.
f 78,888.		70,290.	8,598.
g 32.			32.
h 42,295.		42,295.	0.
i 488.			488.
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-25,868.
b			1,768.
c			5,841.
d			-1,985.
e			-27,850.
f			8,598.
g			32.
h			0.
i			488.
j			
k			
l			
m			
n			
o			

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	-38,976.
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

The Albert and Hete Barthelmes Fdn, Inc**General Ledger****For the Period From Jan 1, 2011 to Dec 31, 2011**

Filter Criteria includes 1) IDs from 603100-00-00 to 603100-00-00 Report order is by ID. Rep

Date	Transaction Description	Amount
6/1/11	Alzheimers Association OK & AR - 2011 Pledge 6465 S. Yale, Suite 312, Tulsa, OK 74136	9,000.00
9/14/11	Arts & Humanities Council of T - Core Arts Programming 2210 S. Main Street, Tulsa, OK 74114	18,000.00
9/19/11	Bacone College - Art School and Art Scholarship support 2299 Old Bacone Road, Muskogee, OK 74403-1568	10,000.00
9/23/11	Chamber Music Tulsa - Imani Winds - Free Community Concert 2210 S Main, Tulsa OK 74114	2,000.00
5/13/11	Clarehouse, Inc. - Charitable contributions 7617 S. Mingo Road, Tulsa, OK 74133	5,000.00
1/10/11	Clarehouse, Inc - General Operating 7617 S. Mingo Road, Tulsa, OK 74133	10,000.00
11/2/11	DonorsChoose.org - Nary a Dictionary - Contribution 213 W. 35th Street, 2nd Floor East, New York, NY 10001	221.45
3/1/11	Folds of Honor Foundation - Payment on scholarship pledge - #2 of 4 7030 S. Yale, Ste. 600, Tulsa, OK 74136	10,000.00
12/19/11	Green Country Veterans P.O. Box 700179, Tulsa, OK 74170	250.00
12/21/11	Goodwill Industries Of Tulsa, - Charitable contributions 2800 Southwest Blvd., Tulsa, OK 74107	500.00
11/1/11	Iron Gate - Mural phase of "More than a Meal" 501 S Cincinnati, Tulsa OK 74103	3,000.00
1/10/11	Living Arts of Tulsa - New Genre Festival 2011 307 E. Brady Street, Tulsa, OK 74120	2,500.00
10/31/11	Metropolitan Opera Nati' Audit - 2011 Tulsa Auditions Support 3800 W. 71st St., #1201, Tulsa, OK 74132	750.00

The Albert and Hete Barthelmes Fdn, Inc**General Ledger****For the Period From Jan 1, 2011 to Dec 31, 2011**

Filter Criteria includes: 1) IDs from 603100-00-00 to 603100-00-00 Report order is by ID. Rep

Date	Transaction Description	Amount
4/11/11	Oklahoma Arts Institute - Charitable contributions 2600 Van Buren, Suite 2606, Norman, OK 73072	10,000.00
6/1/11	OSU Foundation - Fulfillment of pledge to fund the Albert Justice Barthelmes Distinguished Fellowship 700 N. Greenwood Ave , Tulsa, OK 74106	33,000.00
2/14/11	OSU Foundation 700 N. Greenwood Ave., Tulsa, OK 74106 Pmt #2 Pickens Legacy match for the Albert Justice Barthelmes Distinguished Graduate Fellowship	11,000.00
9/12/11	Petty Cash - Charitable 401 S. Boston Ave., Ste. 250, Tulsa, OK 74106	13.43
3/28/11	Philbrook Museum of Art - 2011 Garden Events 2727 S. Rockford Rd., Tulsa, OK 74152-0510	5,000.00
2/7/11	RSVP Tulsa - General Operating 5756 E. 31st St. Tulsa, OK 74135	2,500.00
12/21/11	The Salvation Army - Charitable contributions P.O. Box 397, Tulsa, OK 74182-001	500.00
12/21/11	Tulsa Area American Red Cross - Charitable contributions P.O. Box 995, Tulsa, OK 74182-001	500.00
5/14/11	Tulsa Camerata - Charitable contributions 2210 S. Main Street, Tulsa, OK 74114	500.00
4/4/11	Tulsa Centennial Botanical Garden 2 West 6th St., Site 325, Tulsa, OK 74119 Final payment on 2010 pledge for sponsorship of tree planting for the lakeside Monet Garden	25,000.00
1/24/11	Tulsa Community Foundation - Funders Roundtable Membership 2011 7030 S. Yale, Suite 600, Tulsa, OK 74136	250.00
9/14/11	Tulsa Habitat for Humanity - Ten for Joplin - Disaster Relief, new housing 6235 E. 13th ST , Tulsa, OK 74112-5411	5,000.00
1/10/11	Tulsa Opera - General Operating 1610 S. Boulder Ave., Tulsa, OK 74120	50,000.00

The Albert and Hete Barthelmes Fdn, Inc

General Ledger

For the Period From Jan 1, 2011 to Dec 31, 2011

Filter Criteria includes: 1) IDs from 603100-00-00 to 603100-00-00. Report order is by ID. Rep

Date	Transaction Description	Amount
8/27/11	Tulsa School of Arts & Science - 2011-12 Support for Art Program 5155 E. 51st St., Tulsa, OK 74135	10,000.00
6/1/11	Tulsa Symphony Orchestra - Final payment of pledge for support of Executive Director position 111 E. 1st, Tulsa, OK 74103	50,000.00
8/27/11	Tulsa Symphony Orchestra - Support for Forte - Young Professionals Organization for TSO 111 E. 1st, Tulsa, OK 74103	1,000.00
2/14/11	Will Rogers Heritage, Inc. - Consultant Support - 6 months P O Box 157, Claremore, OK 74018-0157	6,000.00
9/21/11	Will Rogers Heritage, Inc - Support for Consultant P O. Box 157, Claremore, OK 74018-0157	4,000.00
10/31/11	Youth Services of Tulsa - Arts Programming 311 South Madison, Tulsa, OK 74120	5,000.00
		<u>290,484.88</u>

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

SOURCE	AMOUNT
CREDIT SUISSE MAIN	1,634.
CREDIT SUISSE MAIN - OID	24.
CREDIT SUISSE TACTICAL GROWTH	38.
PRESCOTT GROUP AGGRESSIVE SMALL CAP LP	2,452.
TEXAS CAPITAL CORE	14.
TEXAS CAPITAL ENERGY	9.
WELLS FARGO FUND CHOICE	14.
WELLS FARGO MAIN	71,227.
WELLS FARGO MAIN - OID	2.
WELLS FARGO MAIN-PURCHASED INT	-4,257.
WELLS FARGO REMIC	53,625.
WELLS FARGO REMIC-OID	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	124,784.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CREDIT SUISSE BROADMARK	44.	0.	44.
CREDIT SUISSE MAIN	472.	0.	472.
CREDIT SUISSE SCHAFER CULLEN	18,137.	0.	18,137.
CREDIT SUISSE STRINGFELLOW	13,370.	0.	13,370.
CREDIT SUISSE TACTICAL GROWTH	13,488.	430.	13,058.
CS DOLLAR SENIOR LOAN	19,706.	0.	19,706.
PRESCOTT GROUP AGGRESSIVE	1,495.	0.	1,495.
SEER CAPITAL PARTNERS	18,830.	0.	18,830.
SEER TALF	12,500.	0.	12,500.
TEXAS CAPITAL CORE	2,067.	58.	2,009.
TEXAS CAPITAL ENERGY	1,629.	0.	1,629.
WELLS FARGO FUND CHOICE	9,970.	0.	9,970.
WELLS FARGO MAIN	27,501.	0.	27,501.
TOTAL TO FM 990-PF, PART I, LN 4	139,209.	488.	138,721.

FORM 990-PF	OTHER INCOME	STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ENCORE ENERGY PARTNERS K-1 -			
ROYALTY INCOME	73.	73.	
VANGUARD NATURAL RESOURCES K-1 -			
ORDINARY INCOME	134.	0.	
VANGUARD NATURAL RESOURCES K-1 -			
ROYALTY INCOME	5.	5.	
ENCORE ENERGY PARTNERS K-1 -			
ORDINARY INCOME	1,181.	0.	
CS TACTICAL GROWTH & INCOME -			
ROYALTY INCOME	2,799.	2,799.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,192.	2,877.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,845.	4,845.		0.
TO FORM 990-PF, PG 1, LN 16B	4,845.	4,845.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	25,141.	25,141.		0.
TO FORM 990-PF, PG 1, LN 16C	25,141.	25,141.		0.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,740.	3,740.		0.
FICA TAX	8,956.	3,582.		5,374.
SUI TAX	150.	60.		90.
TAXES- SEVERANCE	234.	234.		0.
EXCISE TAX	1,809.	0.		0.
TAXES - UBTI OK	690.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,579.	7,616.		5,464.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	2,185.	955.		1,230.
INSURANCE-LIABILITY	4,850.	3,772.		1,078.
OFFICE EXPENSE	3,612.	3,612.		0.
PARKING	2,256.	2,256.		0.
POSTAGE	178.	178.		0.
TELEPHONE	2,234.	2,234.		0.
REPAIRS	1,536.	1,536.		0.
STORAGE	1,800.	1,800.		0.
SAFE DEPOSIT BOX RENTAL	61.	61.		0.
OFFICE DAMAGE	124.	124.		0.
ROYALTY ADM EXP	64.	64.		0.
BANK FEES	50.	50.		0.
CHARITABLE DIRECT	1,268.	0.		1,268.
TO FORM 990-PF, PG 1, LN 23	20,218.	16,642.		3,576.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP INVESTMENTS	COST	362,123.	400,633.
STOCKS, BONDS, MUTUAL FUNDS	COST	5,834,523.	5,904,831.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,196,646.	6,305,464.

ASSET DEPRECIATION REPORT
Barthelmes Foundation Dec. 31, 2011

Sorted ASSET A/C#
 Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000
 Include All assets

Date Acq	Description						Inv Credit	Cost	Valuation	Depr Basis	Current Depr	Beg A/Depr	Selling Price	
Date Sold	Meth	- Conv	- Life	- ITC	- Stat	- New	- Listed	Depr Year	Net Book Value	Salvage Value	Bus Percent	Current Bonus	End A/Depr	Gain/Loss
ASSET A/C#. 1601000000 - ARTWORK														
04/01/00	Art print-framed cello scroll							253.00	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	12	253.00	0.00	100.00	0.00	0.00	
02/26/01	Yunessi painting-musical still life acrylic/paper							4,876.40	6,500.00	4,876.40	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	11	4,876.40	0.00	100.00	0.00	0.00	
02/26/01	E Collins painting-Spanish landscape w/deluxe fra							2,030.29	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	11	2,030.29	0.00	100.00	0.00	0.00	
03/08/01	Joe Andoe Oil on Canvas-landscape "Lake with Tree"							12,086.70	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	11	12,086.70	0.00	100.00	0.00	0.00	
05/22/01	Framing for Andoe painting-Landscape							345.33	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	11	345.33	0.00	100.00	0.00	0.00	
06/21/01	David Curles Original music artwork engraving							307.56	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	11	307.56	0.00	100.00	0.00	0.00	
12/01/03	R Takahashi polychromed silkscreen #22 & frame							1,979.14	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	9	1,979.14	0.00	100.00	0.00	0.00	
12/01/03	R Takahashi polychromed silkscreen #21-B & frame							1,979.15	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	9	1,979.15	0.00	100.00	0.00	0.00	
10/14/04	Patent frame for A Barthelmes							325.55	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	8	325.55	0.00	100.00	0.00	0.00	
10/25/04	Frame for cello scroll print							52.90	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	8	52.90	0.00	100.00	0.00	0.00	
06/16/05	Jeanie Gooden, 72 X 48, MM Bibs Peachy Town							4,123.65	6,500.00	4,123.65	0.00	0.00		
	NONE	HY	99 00	Omit	Active	New	Not Listed	7	4,123.65	0.00	100.00	0.00	0.00	
07/27/05	Roung Rock Cliff-Optical Lead Crystal 15x14x5							15,192.38	18,500.00	15,192.38	0.00	0.00		
	NONE	HY	99 00	Omit	Active	New	Not Listed	7	15,192.38	0.00	100.00	0.00	0.00	
09/24/05	Framing of J Gooden							732.51	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	7	732.51	0.00	100.00	0.00	0.00	
10/19/05	Table Art - Bronze Free Form							285.00	0.00	0.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	7	285.00	0.00	100.00	0.00	0.00	
01/09/06	36x48 Abstract Oil on canvas for lobby							1,953.30	0.00	1,953.30	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	6	1,953.30	0.00	100.00	0.00	0.00	
01/09/06	36x36 Richards Landscape Oil on canvas for lobby							1,573.50	0.00	1,573.50	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	6	1,573.50	0.00	100.00	0.00	0.00	
01/09/06	2 24x24 Cantos Series by Allen Hayes Mixed Media							1,627.75	0.00	1,627.75	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	6	1,627.75	0.00	100.00	0.00	0.00	
02/21/07	Persian Rug - lobby							6,489.00	0.00	6,489.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	6,489.00	0.00	100.00	0.00	0.00	
02/26/07	Persian Rug - office TC/Marni desk							1,459.00	0.00	1,459.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	1,459.00	0.00	100.00	0.00	0.00	
03/03/07	28x84 mixed media painting-The Tribe of Us-JGooden							3,255.51	5,150.00	3,255.51	0.00	0.00		
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	3,255.51	0.00	100.00	0.00	0.00	
07/02/07	Frame-2 paintings by Allen Hayes(purchased 1/9/06)							1,193.69	0.00	1,193.69	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	1,193.69	0.00	100.00	0.00	0.00	
07/02/07	Frame-The Tribe of Us-JGooden							705.36	0.00	705.36	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	705.36	0.00	100.00	0.00	0.00	
07/27/07	Framing-German drawings							362.45	0.00	362.45	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	362.45	0.00	100.00	0.00	0.00	
09/01/07	Persian Rugs - office							22,224.00	0.00	22,224.00	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	5	22,224.00	0.00	100.00	0.00	0.00	
03/10/08	Bowl-Cocobolo Wood titled Vundumiki by Ron Fleming							4,340.68	4,500.00	4,340.68	0.00	0.00	0.00	
	NONE	HY	99 00	Omit	Active	New	Not Listed	4	4,340.68	0.00	100.00	0.00	0.00	

ASSET DEPRECIATION REPORT
 Barthelmes Foundation Dec. 31, 2011

Sorted ASSET A/C#
 Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000
 Include All assets

Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Value	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
ASSET A/C# 1601000000 - ARTWORK								
06/17/09	Mixed Media on Canvas - Chamomile And Citrus NONE HY 99 00 Omit Active New Not Listed	3	1,844.79 1,844.79	0.00 0.00	1,844.79 100.00	0.00 0.00	0.00 0.00	0.00 0.00
09/01/09	Camomile Citrus Frame-Black Floater-jumbo Stretchr NONE HY 99 00 Omit Active New Not Listed	3	434.07 434.07	0.00 0.00	434.07 100.00	0.00 0.00	0.00 0.00	0.00 0.00
11/11/09	American Art in Miniature 2009 - #023 NONE HY 99 00 Omit Active New Not Listed	3	352.68 352.68	0.00 0.00	352.68 100.00	0.00 0.00	0.00 0.00	0.00 0.00
05/12/11	(A) 'Sunny' Oil on canvas, yellow songbird NONE HY 99 00 Omit Active New Not Listed	1	490.57 490.57	0.00 0.00	490.57 100.00	0.00 0.00	0.00 0.00	0.00 0.00
Totals for ASSET A/C# 1601000000			92,875.91 92,875.91	41,150.00 0.00	72,498.78 0.00	0.00 0.00	0.00 0.00	0.00 0.00
Summary For 1601000000								
Beginning Balances (28 assets)			92,385.34	0.00	0.00	0.00	0.00	0.00
+ Additions (A) (1 assets)			490.57	Curr Depr	0.00	0.00	0.00	0.00
Subtotals			92,875.91		0.00	0.00	0.00	0.00
- Disposals (D) and Trades (T) (0 assets)			0.00		0.00	0.00	0.00	0.00
Ending Balances (29 assets)			92,875.91		0.00	0.00	0.00	0.00
ASSET A/C# 1751000000 - FURNITURE AND FIXTURES								
02/08/01	Tremont chair SL HY 7 00 Omit Active New Not Listed	11	1,292.30 0.00	0.00 0.00	1,292.30 100.00	0.00 0.00	0.00 0.00	1,292.30 1,292.30
02/12/01	Bossa Nova Sofa by Lane SL HY 7 00 Omit Active New Not Listed	11	329.93 0.00	0.00 0.00	329.93 100.00	0.00 0.00	0.00 0.00	329.93 329.93
04/05/01	Office desk w/glass top (Terri's office) SL HY 7 00 Omit Active New Not Listed	11	595.00 0.00	0.00 0.00	595.00 100.00	0.00 0.00	0.00 0.00	595.00 595.00
07/19/01	Decorator Lamp SL HY 7 00 Omit Active New Not Listed	11	100.95 0.00	0.00 0.00	100.95 100.00	0.00 0.00	0.00 0.00	100.95 100.95
02/20/02	Chair for Terri's office SL HY 7 00 Omit Active New Not Listed	10	50.00 0.00	0.00 0.00	50.00 100.00	0.00 0.00	0.00 0.00	50.00 50.00
05/22/03	File cab-2 drawer lateral-receptionist SL HY 7 00 Omit Active New Not Listed	9	375.78 0.00	0.00 0.00	375.78 100.00	0.00 0.00	0.00 0.00	375.78 375.78
09/03/04	Magic Chef Refrigerator SLP FM 7.00 Omit Active New Not Listed	8	150.84 0.00	0.00 0.00	150.84 100.00	11.84 0.00	139.00 0.00	150.84 150.84
09/22/04	End table-reception area SLP FM 7 00 Omit Active New Not Listed	8	313.61 0.00	0.00 0.00	313.61 100.00	28.61 0.00	285.00 0.00	313.61 313.61
09/22/04	2 leather chairs-additional for conference table SLP FM 7 00 Omit Active New Not Listed	8	946.27 0.00	0.00 0.00	946.27 100.00	91.27 0.00	855.00 0.00	946.27 946.27
09/22/04	2 leather rolling chairs for conference table SLP FM 7 00 Omit Active New Not Listed	8	4,149.69 0.00	0.00 0.00	4,149.69 100.00	393.69 0.00	3,756.00 0.00	4,149.69 4,149.69
09/22/04	Conference table SLP FM 7 00 Omit Active New Not Listed	8	1,626.67 0.00	0.00 0.00	1,626.67 100.00	157.67 0.00	1,469.00 0.00	1,626.67 1,626.67
09/22/04	Work table-TC office SLP FM 7 00 Omit Active New Not Listed	8	390.66 0.00	0.00 0.00	390.66 100.00	35.66 0.00	355.00 0.00	390.66 390.66
09/22/04	Love seat-reception area SLP FM 7 00 Omit Active New Not Listed	8	964.72 0.00	0.00 0.00	964.72 100.00	90.72 0.00	874.00 0.00	964.72 964.72
09/22/04	Desk-receptionist SLP FM 7 00 Omit Active New Not Listed	8	797.60 0.00	0.00 0.00	797.60 100.00	75.60 0.00	722.00 0.00	797.60 797.60
09/22/04	2 upholstered wooden chairs-TC office SLP FM 7 00 Omit Active New Not Listed	8	939.76 0.00	0.00 0.00	939.76 100.00	90.76 0.00	849.00 0.00	939.76 939.76
09/22/04	1 upholstered chair-reception area SLP FM 7 00 Omit Active New Not Listed	8	606.61 0.00	0.00 0.00	606.61 100.00	55.61 0.00	551.00 0.00	606.61 606.61
09/22/04	1 chair-reception desk SLP FM 7 00 Omit Active New Not Listed	8	1,048.27 0.00	0.00 0.00	1,048.27 100.00	98.27 0.00	950.00 0.00	1,048.27 1,048.27

ASSET DEPRECIATION REPORT
 Barthelmes Foundation Dec. 31, 2011

Sorted ASSET A/C#
 Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000
 Include All assets

Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Value	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
ASSET A/C# 1751000000 - FURNITURE AND FIXTURES								
10/07/04	2-drawer lateral file		1,493 28	0 00	1,493 28	162 28	1,331 00	
	SLP FM 7 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	1,493 28	
10/07/04	3-drawer lateral storage unit w/cabinet on top		3,283 92	0 00	3,283 92	352 92	2,931 00	
	SLP FM 7 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	3,283 92	
10/13/04	Wood mini blinds for conference room		318 07	0 00	318 07	37 07	281 00	
	SLP FM 7 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	318 07	
10/27/04	Glass for conference table and TC desk		731 75	0 00	731 75	75 75	656 00	
	SLP FM 7 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	731 75	
11/03/04	Cart		349 00	0 00	349 00	41 00	308 00	
	SLP FM 7 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	349 00	
11/18/04	Containers for new office plants		772 63	0 00	772 63	94 63	678 00	
	SLP FM 7 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	772 63	
01/01/05	Glass top for front office desk		353 74	0 00	353 74	47 74	306 00	
	SLP FM 7 00 Omit Active New Not Listed	7	0 00	0 00	100 00	0 00	353 74	
01/14/05	Screen for front office		377 64	0 00	377 64	53 64	324 00	
	SLP FM 7 00 Omit Active New Not Listed	7	0 00	0 00	100 00	0 00	377 64	
01/28/05	Front Door Blinds		261 10	0 00	261 10	39 10	222 00	
	SLP FM 7 00 Omit Active New Not Listed	7	0 00	0 00	100 00	0 00	261 10	
02/07/05	Spider Back chair for reception area		693 42	0 00	693 42	99 00	586 00	
	SLP FM 7 00 Omit Active New Not Listed	7	8 42	0 00	100 00	0 00	685 00	
08/29/05	Mirror for conference room		395 00	0 00	395 00	56 00	304 00	
	SLP FM 7 00 Omit Active New Not Listed	7	35 00	0 00	100 00	0 00	360 00	
09/28/05	Chair for T Collins desk, MR123AAF serial no		587.57	0 00	587.57	84 00	448 00	
	SLP FM 7 00 Omit Active New Not Listed	7	55.57	0 00	100 00	0 00	532 00	
10/13/05	Mirror over reception desk		246 53	0 00	246 53	35 00	184 00	
	SLP FM 7 00 Omit Active New Not Listed	7	27.53	0 00	100 00	0 00	219 00	
12/15/05	Mill Creek Lobby Rug (in storage)		1,673 88	0 00	1,673 88	239 00	1,215 00	
	SLP FM 7 00 Omit Active New Not Listed	7	219 88	0 00	100 00	0 00	1,454 00	
01/03/06	Buffet		1,511 64	0 00	1,511 64	216 00	1,080 00	
	SLP FM 7 00 Omit Active New Not Listed	6	215 64	0 00	100 00	0 00	1,296 00	
01/03/06	Mirror		319 04	0 00	319 04	46 00	230 00	
	SLP FM 7 00 Omit Active New Not Listed	6	43 04	0 00	100 00	0 00	276 00	
01/03/06	2 Lamps		193 16	0 00	193 16	28 00	140 00	
	SLP FM 7 00 Omit Active New Not Listed	6	25 16	0 00	100 00	0 00	168 00	
05/24/06	Cobra sit/stand tray		232 51	0 00	232 51	33 00	154 00	
	SLP FM 7 00 Omit Active New Not Listed	6	45 51	0 00	100 00	0 00	187 00	
06/23/06	2 chairs for the lobby		1,582 18	0 00	1,582 18	226 00	1,036 00	
	SLP FM 7 00 Omit Active New Not Listed	6	320 18	0 00	100 00	0 00	1,262 00	
07/05/06	Kimball Credenza LH PED Espresso		1,746 54	0 00	1,746 54	250 00	1,125 00	
	SLP FM 7 00 Omit Active New Not Listed	6	371 54	0 00	100 00	0 00	1,375 00	
07/12/06	Desk for T Collins		1,353 95	0 00	1,353 95	193 00	869 00	
	SLP FM 7 00 Omit Active New Not Listed	6	291 95	0 00	100 00	0 00	1,062 00	
08/08/06	Counterpoise Task Table Lamp Bronz		591 40	0 00	591 40	84 00	371 00	
	SLP FM 7 00 Omit Active New Not Listed	6	136 40	0 00	100 00	0 00	455 00	
Totals for ASSET A/C# 1751000000		(39 assets)	33,746 61	0 00	33,746 61	3,622 83	28,327 96	0 00
			1,795 82	0 00		0 00	31,950 79	0 00

Summary For.	1751000000	Cost	Section 179 +	Accum. Depr.	= Total
Beginning Balances	(39 assets)	33,746 61	0 00	28,327 96	28,327 96
+ Additions (A)	(0 assets)	0 00	Curr Depr	0 00	3,622 83
Subtotals		33,746 61	0 00	31,950 79	31,950 79
- Disposals (D) and Trades (T)	(0 assets)	0 00	0 00	0 00	0.00
Ending Balances	(39 assets)	33,746 61	0 00	31,950 79	31,950 79

ASSET DEPRECIATION REPORT
Barthelmes Foundation Dec. 31, 2011

Sorted ASSET A/C#
Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000
Include All assets

Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Value	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
ASSET A/C# 1752000000 - OFFICE EQUIPMENT								
04/10/02	HP laserjet 4100n printer		1,790 00	0 00	1,790 00	0 00	1,790 00	
	SL HY 5 00 Omit Active New Not Listed	10	0 00	0 00	100 00	0 00	1,790 00	
06/12/02	Palm pilot for Tern		242 00	0 00	242 00	0 00	242 00	
	SL HY 5 00 Omit Active New Not Listed	10	0 00	0 00	100 00	0 00	242 00	
04/30/04 (D)	Olympus 2000 digital voice recorder		195 28	0 00	195 28	0 00	195 28	0 00
06/01/11	SLP FM 5 00 Omit Disp New Not Listed	8	0 00	0 00	100 00	0 00	195 28	0 00
10/06/04	6' SVGA monitor extension cable		92 06	0 00	92 06	0 00	92 06	
	SLP FM 5 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	92 06	
12/07/04	PS/2 10' extension cable & conceal conduit-Bianca		105 08	0 00	105 08	0 00	105 08	
	SLP FM 5 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	105 08	
03/13/07 (D)	Dell Optiplex 745 1 8 Desktop for server closet		939 37	0 00	939 37	94 00	721 00	0 00
06/01/11	SLP FM 5 00 Omit Disp New Not Listed	5	124 37	0 00	100 00	0 00	815 00	-124 37
10/25/07	HP Officejet Pro L7680 Color All in One		390 65	0 00	390 65	78 00	254 00	
	SLP FM 5 00 Omit Active New Not Listed	5	58 65	0 00	100 00	0 00	332 00	
11/05/07	Dell Laptop		2,237 33	0 00	2,237 33	447 00	1,565 00	
	SLP FM 5 00 Omit Active New Not Listed	5	225 33	0 00	100 00	0 00	2,012 00	
03/21/08	AB computer		1,994 54	0 00	1,994 54	399 00	997 00	
	SLP FM 5 00 Omit Active New Not Listed	4	598 54	0 00	100 00	0 00	1,396 00	
02/15/10	Phone System		144 03	0 00	144 03	21 00	19 00	
	SLP FM 7 00 Omit Active New Not Listed	2	104 03	0 00	100 00	0 00	40 00	
07/07/10	TC computer		620 00	0 00	620 00	124 00	62 00	
	SLP FM 5 00 Omit Active New Not Listed	2	434 00	0 00	100 00	0 00	186 00	
06/01/11 (A)	HP Compaq 6005 Pro Micro Tower-server in closet		579 00	0 00	579 00	68 00	0 00	
	SLP FM 5 00 Omit Active New Not Listed	1	511 00	0 00	100 00	0 00	68 00	
06/01/11 (A)	Nelgate small business router & VPN appliance		320 00	0 00	320 00	37 00	0 00	
	SLP FM 5 00 Omit Active New Not Listed	1	283 00	0 00	100 00	0 00	37 00	
Totals for ASSET A/C#: 1752000000			9,649 34	0 00	9,649 34	1,268 00	6,042 42	0 00
			2,338 92	0 00		0 00	7,310 42	-124 37
Summary For: 1752000000								
Beginning Balances (11 assets)			Cost		Section 179 +	Accum. Depr.	=	Total
+ Additions (A) (2 assets)			8,750 34	0 00	0 00	6,042 42		6,042 42
			899 00	Curr Depr	0 00	1,268 00		1,268 00
Subtotals			9,649 34		0 00	7,310 42		7,310 42
- Disposals (D) and Trades (T) (2 assets)			1,134 65	0 00	0 00	1,010 28		1,010 28
Ending Balances (13 assets)			8,514 69		0 00	6,300 14		6,300 14
ASSET A/C#: 1800000000 - LEASEHOLD IMPROVEMENTS								
12/01/04	Office improvements-drywall, plumbing, electrical		2,604 51	0 00	2,604 51	174 00	1,058 00	
	SLP FM 15 00 Omit Active New Not Listed	8	1,372 51	0 00	100 00	0 00	1,232 00	
12/01/04	Office impr-millwork, painting, marble, carpeting		2,081 04	0 00	2,081 04	0 00	2,081 04	
	SLP FM 5 00 Omit Active New Not Listed	8	0 00	0 00	100 00	0 00	2,081 04	
Totals for ASSET A/C#: 1800000000			4,685 55	0 00	4,685 55	174 00	3,139 04	0 00
			1,372 51	0 00		0 00	3,313 04	0 00
Summary For: 1800000000								
Beginning Balances (2 assets)			Cost		Section 179 +	Accum. Depr.	=	Total
+ Additions (A) (0 assets)			4,685 55	0 00	0 00	3,139 04		3,139 04
			0 00	Curr Depr	0 00	174 00		174 00
Subtotals			4,685 55		0 00	3,313 04		3,313 04
- Disposals (D) and Trades (T) (0 assets)			0 00	0 00	0 00	0 00		0 00
Ending Balances (2 assets)			4,685 55		0 00	3,313 04		3,313 04

ASSET DEPRECIATION REPORT
Barthelmes Foundation Dec. 31, 2011

Sorted ASSET A/C#
Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000
Include All assets

Date Acq	Description	Inv Credit	Cost	Valuation	Depr Basis	Current Depr	Beg A/Depr	Selling Price
Date Sold	Meth - Conv - Life - ITC - Stat - New - Listed	Depr Year	Net Book Value	Salvage Value	Bus Percent	Current Bonus	End A/Depr	Gain/Loss
Grand totals for all accounts	(83 assets)		140,957 41	41,150 00	120,580 28	5,064 83	37,509 42	0 00
			98,383 16	0 00		0 00	42,574 25	-124 37
Summary For Grand Totals			Cost		Section 179 +	Accum. Depr. =	Total	
Beginning Balances	(80 assets)		139,567 84		0 00	37,509 42	37,509 42	
+ Additions (A)	(3 assets)		1,389 57	Curr Depr	0 00	5,064 83	5,064 83	TB
Subtotals			140,957 41		0 00	42,574 25	42,574 25	
- Disposals (D) and Trades (T)	(2 assets)		1,134 65		0 00	1,010 28	1,010 28	
Ending Balances	(83 active assets)		139,822 76		0 00	41,563 97	41,563 97	
			Cost		Current Depreciation	Ending Accum. Depr.		
Depreciable assets:	(83 assets, 2 disposed)		139,822 76		5,064 83	41,563 97		
Amortizable assets.	(0 assets, 0 disposed)				0 00	0 00	0 00	

Codes that may appear next to the date acquired include: A - Addition, D - Disposal, T - Traded, I - Inactive

Additional Summary Statistics for Assets:								
	Cost	Current Year Salvage Value	Prior Year Salvage Value	Depreciable Basis	Beginning Accum. Depr.	Current Depreciation	Ending Accum. Depr.	Net Book Value
Grand Totals for all assets	140,957 41	0 00	0 00	120,580 28	37,509 42	5,064 83	42,574 25	98,383 16
Less: Inactive Assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Disposed Assets	1,134 65	0 00	0 00	1,134 65	916 28	94 00	1,010 28	124 37
Traded Assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Net Totals (Active Assets)	139,822 76	0 00	0 00	119,445 63	36,593 14	4,970 83	41,563 97	98,258 79

ANNUAL JOURNAL ENTRY REPORT
Barthelmes Foundation Dec. 31, 2011

Expense Field [Expense A/C#] Acc/Dep Field [Accum A/C#]
Include Assets With Current Depreciation Only
Method 1-BOOK-Std Conv Applied * Summary Report *

<u>Journal Entries to Record Annual Depreciation Expense</u>			Debit	Credit
Totals for Depr Exp Acct	6040800000		5,064 83	
Totals for Accum Depr Acct	1790000000			5,064 83
Grand Totals for Annual Depr. Expense and Accum. Depr.			5,064.83	5,064.83

ANNUAL JOURNAL ENTRY REPORT - Disposed Assets
Barthelmes Foundation Dec. 31, 2011

Expense Field [Expense A/C#] Acc/Dep Field [Accum A/C#]
Include Assets With Current Depreciation Only
Method 1-BOOK-Std Conv Applied * Summary Report *

<i>Journal Entries to Record Annual Disposition of Assets</i>		Debit	Credit
Asset A/C: 1752000000 - OFFICE EQUIPMENT	Accum Depr 179000-00-00	94 00	
	Reclass cost 175100-00-00	1134 65	
	Selling Expense	0 00	
	Cost 175200-00-00	1,134 65	
	Loss on Sale	94 00	
	Totals for Asset A/C: 1752000000 - OFFICE	1,228.65	1,228.65
Grand Totals for Disposed Assets	Accum Depr 179000-00-00	94 00	
	Reclass cost 175100-00-0	1134 65	
	Selling Expense	0 00	
	Cost 175200-00-00	1,134 65	
	Loss on Sale	94 00	
	Totals:	1,228.65	1,228.65