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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC		A Employer identification number 73-1577200
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 3250	Room/suite	B Telephone number 918-423-5482
City or town, state, and ZIP code MCALISTER, OK 74502		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,508,292.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		42,752.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		20,393.	20,393.	20,393.	STATEMENT 1
4 Dividends and interest from securities		42,162.	42,162.	42,162.	STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		29,506.			STATEMENT 3
b Gross sales price for all assets on line 6a 673,571.					
7 Capital gain net income (from Part IV, line 2)			28,442.		
8 Net short-term capital gain				0.	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		2,334.	2,334.	2,334.	STATEMENT 4
12 Total. Add lines 1 through 11		137,147.	93,331.	64,889.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages		65,747.	0.	0.	65,747.
15 Pension plans, employee benefits					
16a Legal fees STMT 5		25.	0.	0.	25.
b Accounting fees STMT 6		3,580.	0.	0.	3,580.
c Other professional fees STMT 7		20,856.	20,856.	20,856.	0.
17 Interest		6,977.	6,977.	6,977.	0.
18 Taxes STMT 8		7,656.	2,878.	2,878.	4,778.
19 Depreciation and depletion		32,965.	0.	32,965.	
20 Other expenses					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 9		54,456.	0.	988.	51,628.
24 Total operating and administrative expenses. Add lines 13 through 23		192,262.	30,711.	64,664.	125,758.
25 Contributions, gifts, grants paid		0.			0.
26 Total expenses and disbursements. Add lines 24 and 25		192,262.	30,711.	64,664.	125,758.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-55,115.			
b Net investment income (if negative, enter -0-)			62,620.		
c Adjusted net income (if negative, enter -0-)				225.	

**THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC**

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	45,553.	38,422.	38,422.
	2 Savings and temporary cash investments	126,206.	115,427.	115,427.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	9,478.	9,478.	
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	2,517,937.	2,228,044.	2,371,287.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	6,295.	6,295.	6,295.
	14 Land, buildings, and equipment basis ▶ 1,196,820.			
	Less accumulated depreciation STMT 10 ▶	219,959.	976,861.	976,861.
	15 Other assets (describe ▶)	0.	0.	0.
	16 Total assets (to be completed by all filers)	3,426,830.	3,374,527.	3,508,292.
	17 Accounts payable and accrued expenses	1,739.	1,727.	
	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)	1,739.	1,727.		
Net Assets or Fund Balances	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	3,425,091.	3,372,800.	
30 Total net assets or fund balances	3,425,091.	3,372,800.		
31 Total liabilities and net assets/fund balances	3,426,830.	3,374,527.		

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	3,425,091.
2 Enter amount from Part I, line 27a	2	-55,115.
3 Other increases not included in line 2 (itemize) ▶	3	2,824.
4 Add lines 1, 2, and 3	4	3,372,800.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,372,800.

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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 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CAPITAL GAINS DIVIDENDS			
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 28,442.			28,442.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			28,442.
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	28,442.
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	0.

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	96,108.	2,666,802.	.036039
2009	104,301.	2,823,309.	.036943
2008	146,016.	2,686,494.	.054352
2007	110,021.	3,605,741.	.030513
2006	139,523.	3,330,152.	.041897

2 Total of line 1, column (d)	2	.199744
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	.039949
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,502,281.
5 Multiply line 4 by line 3	5	99,964.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	626.
7 Add lines 5 and 6	7	100,590.
8 Enter qualifying distributions from Part XII, line 4 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.	8	125,758.

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EDUCATIONAL FOUNDATION INC**

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. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	626.
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, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	626.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	626.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,142.	
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	3,142.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,516.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 2,516. Refunded <input type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)? 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

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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of ARDENEUM OF OKLAHOMA Telephone no. 918-423-5482 Located at 345 E. ADAMS ST, MCALESTER, OK ZIP+4 74501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2011, 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 N/A	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 instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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? N/A	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 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 N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
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	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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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

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

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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. 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	
SEE STATEMENT 14	158,308.
2	
SEE STATEMENT 15	0.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,371,287.
b	Average of monthly cash balances	1b	162,805.
c	Fair market value of all other assets	1c	6,295.
d	Total (add lines 1a, b, and c)	1d	2,540,387.
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	2,540,387.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,106.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,502,281.
6	Minimum investment return. Enter 5% of line 5	6	125,114.

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

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	125,758.
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	125,758.
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	626.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	125,132.

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)

N/A

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
225.	31,679.	62,595.	62,559.	157,058.
191.	26,927.	53,206.	53,175.	133,499.
125,758.	96,108.	104,301.	146,642.	472,809.
0.	0.	0.	0.	0.
125,758.	96,108.	104,301.	146,642.	472,809.
				0.
				0.
83,409.	88,893.	94,110.	134,325.	400,737.
				0.
				0.
				0.
				0.

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

1 Information Regarding Foundation Managers:

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

NONE

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:

JOHN SHULLER, 918-423-5482

P.O. BOX 3250, MCALESTER, OK 74502

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:

THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC

Form 990-PF (2011)

73-1577200 Page 11

Part XV **Supplementary Information** (continued)

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				
NONE				
Total			3a	0.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2011)

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	
		14	20,393.	
		14	42,162.	
		15	2,334.	
		14	29,506.	
	0.		94,395.	0

13
94,395

12-02-11	12	10261108	744506	THEARDENEUM	2011.05000	THE ARDENEUM OF OKLAHOMA CH THEARDE1
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Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC

Employer identification number

73-1577200

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒

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

Special Rules

☐

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

☐

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

☐

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC

Employer identification number

73-1577200

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PUTERBAUGH FOUNDATION 215 E. CHOCTAW MCALESTER, OK 74501	\$ 40,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC

Employer identification number

73-1577200

Part III

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
20	AVL SYSTEM DESIGN	102104SL		10.00	16	800.			800.	80.		80.
21	AVL SYSTEMS DESIGN ASBESTOS HANDLERS	022205SL		10.00	16	1,500.			1,500.	150.		150.
22	INC CREATIVE TECH,	072905SL		10.00	16	1,165.			1,165.	117.		117.
23	CONSULTING DELL COPMUTR &	121207SL		10.00	16	1,475.			1,475.	148.		148.
37	PRNTR	100705SL		7.00	16	2,376.			2,376.	1,868.		339.
38	CANON LASER PRINTER	100907SL		7.00	16	500.			500.	222.		71.
39	DELL LAPTOP PASTPERFECT	101007SL		7.00	16	1,165.			1,165.	519.		166.
40	SOFTWARE	101007SL		7.00	16	939.			939.	419.		134.
48	CELL COMPUTER	020810SL		5.00	16	1,401.			1,401.	257.		280.
	AMORTIZATION											
1	SURVEY	062408		180M	43	14,825.			14,825.	2,471.		988.
	* 990-PF PG 1 TOTAL - AMORTIZATION					14,825.		0.	14,825.	2,471.	0.	988.
	BUILDINGS											
	BUILDING 509 N. 5TH											
2	RESIDENCE	101500SL		22.00	16	37,500.			37,500.	17,219.		1,705.
	BUILDING 500 N. 5TH											
3	RESIDENCE	101500SL		22.00	16	65,000.			65,000.	29,849.		2,955.
	THEATER BUILDING											
4	HEAT & AIR, 509 N.	101700SL		22.00	16	50,000.			50,000.	2,273.		2,273.
12	5TH	020901SL		10.00	16	2,025.			2,025.	1,928.		17.
	DRAINAGE & SUMP											
13	PUMP	021501SL		10.00	16	6,100.			6,100.	5,795.		51.

128102
05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
15	HEAT & AIR, HUMPHREY ABERNATHIE	062503	SL	7.00	16	2,182.			2,182.	2,182.		0.
16	ARCHITECT	122900	SL	10.00	16	4,728.			4,728.	519.		4,209.
17	REFURBISHMENT, '01 ARCHITECTS &	123101	SL	10.00	16	8,104.			8,104.	810.		810.
18	SURVEY	123102	SL	10.00	16	24,899.			24,899.	2,490.		2,490.
19	REFURBISHMENT, 03 RENOVATIONS-	123103	SL	10.00	16	7,499.			7,499.	750.		750.
56	BUILDING	051811	SL	40.00	16	15,512.			15,512.			226.
57	GUTTERING RENOVATIONS-	082911	SL	15.00	16	1,250.			1,250.			28.
59	BUILDING	061511	SL	40.00	16	267,973.			267,973.			3,908.
	* 990-PF PG 1 TOTAL					492,772.		0.	492,772.	63,815.	0.	19,422.
	- BUILDINGS FURNITURE & FIXTURES											
5	WINDOW BLINDS	052803	SL	7.00	16	3,031.			3,031.	3,031.		0.
6	PAINTING, T. WELCH	062304	SL	7.00	16	325.			325.	299.		23.
7	DRAPES, SHEERS, RODS	062304	SL	7.00	16	2,810.			2,810.	2,610.		200.
8	SHADES	012405	SL	7.00	16	375.			375.	297.		54.
9	GARRARD RESIDENCE FURN	101500	SL	7.00	16	63,465.			63,465.			0.
10	TELEPHONE SYSTEM	031308	SL	3.00	16	218.			218.	218.		0.
11	FILE CABINETS	040908	SL	4.00	16	786.			786.	689.		97.
54	CHRISTMAS LIGHTS	121611	SL	5.00	16	1,200.			1,200.			0.

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05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
* 990-PF PG 1 TOTAL	FURNITURE & FIXT					72,210.		0.	72,210.	7,144.	0.	374.
	IMPROVEMENTS											
14	ARDENEUM GARDENS	101500SL		9.00	16	85,000.			85,000.	81,059.		3,941.
52	IMPROVEMENTS	110810SL		15.00	16	72,020.			72,020.	800.		4,801.
* 990-PF PG 1 TOTAL	IMPROVEMENTS					157,020.		0.	157,020.	81,859.	0.	8,742.
	LAND											
24	ARDENEUM PROPERTY	101500L				197,500.			197,500.			0.
25	PUTERBAUGH LAND	100609L				36,150.			36,150.			0.
* 990-PF PG 1 TOTAL	LAND					233,650.		0.	233,650.	0.	0.	0.
	MACHINERY & EQUIPMENT											
26	GARRARD GARDEN EQUIPMENT	101500SL		4.00	16	3,307.			3,307.	3,203.		104.
27	CHIPPER-SHREDDER, GIGIELA	102300SL		4.00	16	538.			538.	521.		17.
28	TILLER	060601SL		7.00	16	323.			323.	323.		0.
29	LAWN MOWER	061505SL		7.00	16	2,087.			2,087.	1,639.		298.
30	WEED & BRUSH TRIMMER	082605SL		7.00	16	3,009.			3,009.	2,365.		430.
31	GARRARD OFFICE EQUIPMENT	101500SL		4.00	16	16,175.			16,175.	15,672.		503.
32	ALARM SYSTEM	021401SL		7.00	16	1,891.			1,891.	1,891.		0.
33	TIME CLOCK	091702SL		7.00	16	185.			185.	185.		0.

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05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
49	LAWN MOWER	050310	SL	5.00	16	3,021.			3,021.	403.		604.
50	TRAILER	060210	SL	5.00	16	1,340.			1,340.	156.		268.
55	MICROWAVE	022111	SL	5.00	16	1,851.			1,851.			309.
	* 990-PF PG 1 TOTAL											
	- MACHINERY & EQUI					33,727.		0.	33,727.	26,358.	0.	2,533.
	MISCELLANEOUS											
	ARDENEUM											
34	COLLECTIBLES	101500	SL	7.00	16	173,169.			173,169.			0.
	* 990-PF PG 1 TOTAL											
	- MISCELLANEOUS					173,169.		0.	173,169.	0.	0.	0.
	LANDSCAPING											
51	LANDSCAPING	123010	SL	15.00	16	5,376.			5,376.			358.
	* 990-PF PG 1 TOTAL											
	- LANDSCAPING					5,376.		0.	5,376.	0.	0.	358.
	SIGNAGE											
35	SIGN, JADE SIGN CO	121202	SL	7.00	16	275.			275.	236.		39.
36	SIGN, JADE SIGN CO	021403	SL	7.00	16	343.			343.	343.		0.
58	SIGNAGE	112111	SL	15.00	16	2,132.			2,132.			12.
	* 990-PF PG 1 TOTAL											
	- SIGNAGE					2,750.		0.	2,750.	579.	0.	51.
	* GRAND TOTAL											
	990-PF PG 1 DEPR &					1196820.		0.	1196820.	186,006.	0.	33,953.

128102
05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	1
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SOURCE	AMOUNT
TS PHILLIPS	20,393.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	20,393.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TS PHILLIPS	42,162.	0.	42,162.
TS PHILLIPS	28,442.	28,442.	0.
TOTAL TO FM 990-PF, PART I, LN 4	70,604.	28,442.	42,162.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 3

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD	
		PURCHASED		VARIOUS		VARIOUS	
		(B) GROSS SALES PRICE		(C) COST OR OTHER BASIS		(D) EXPENSE OF SALE	
				(E) DEPREC.		(F) GAIN OR LOSS	
TS PHILLIPS		30,810.		27,289.		0.	
				0.		3,521.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD	
		PURCHASED		VARIOUS		VARIOUS	
		(B) GROSS SALES PRICE		(C) COST OR OTHER BASIS		(D) EXPENSE OF SALE	
				(E) DEPREC.		(F) GAIN OR LOSS	
TS PHILLIPS		613,019.		616,776.		0.	
				0.		-3,757.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD	
		PURCHASED		VARIOUS		VARIOUS	
		(B) GROSS SALES PRICE		(C) COST OR OTHER BASIS		(D) EXPENSE OF SALE	
				(E) DEPREC.		(F) GAIN OR LOSS	
TS PHILLIPS		1,296.		0.		0.	
				0.		1,296.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
1202 GAIN TS PHILLIPS	4.	0.	0.			

NET GAIN OR LOSS FROM SALE OF ASSETS						1,064.
CAPITAL GAINS DIVIDENDS FROM PART IV						28,442.
TOTAL TO FORM 990-PF, PART I, LINE 6A						29,506.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME LEGARY RESERVES	2,157.	2,157.	2,157.
ROYALTY INCOME - BELLE ISLE	177.	177.	177.
TOTAL TO FORM 990-PF, PART I, LINE 11	2,334.	2,334.	2,334.

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

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3,580.	0.	0.	3,580.
TO FORM 990-PF, PG 1, LN 16B	3,580.	0.	0.	3,580.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PHILLIPS SECURITIES INVESTMENT FEES	20,856.	20,856.	20,856.	0.
TO FORM 990-PF, PG 1, LN 16C	20,856.	20,856.	20,856.	0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	2,693.	2,693.	2,693.	0.
PAYROLL TAXES	4,706.	0.	0.	4,706.
REVENUE TAX - ROYALTIES	185.	185.	185.	0.
TAX - OTHER	72.	0.	0.	72.
TO FORM 990-PF, PG 1, LN 18	7,656.	2,878.	2,878.	4,778.

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ARDENEUM GARDEN EXPENSE	8,908.	0.	0.	7,068.	
DUES, SUBSCRIPTION & PUBLICATIONS	431.	0.	0.	431.	
INSURANCE	7,045.	0.	0.	7,045.	
MAINTENANCE & OPERATIONS	4,238.	0.	0.	4,238.	
OFFICE SUPPLIES & POSTAGE	763.	0.	0.	763.	
ARDENEUM PROJECT ACTIVITIES - OTHER	1,118.	0.	0.	1,118.	
UTILITIES	15,594.	0.	0.	15,594.	
BANK CHARGES	27.	0.	0.	27.	
MISC	7,392.	0.	0.	7,392.	
PUTERBAUGH FACILITIES	5,452.	0.	0.	5,452.	
MUSIC INSTITUTE	2,500.	0.	0.	2,500.	
AMORTIZATION	988.	0.	988.	0.	
TO FORM 990-PF, PG 1, LN 23	54,456.	0.	988.	51,628.	

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT			STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
SURVEY	14,825.	3,459.	11,366.	11,366.
BUILDING 509 N. 5TH RESIDENCE	37,500.	18,924.	18,576.	18,576.
BUILDING 500 N. 5TH RESIDENCE	65,000.	32,804.	32,196.	32,196.
THEATER BUILDING	50,000.	4,546.	45,454.	45,454.
WINDOW BLINDS	3,031.	3,031.	0.	0.
PAINTING, T. WELCH	325.	322.	3.	3.
DRAPES, SHEERS, RODS	2,810.	2,810.	0.	0.
SHADES	375.	351.	24.	24.
GARRARD RESIDENCE FURN	63,465.	0.	63,465.	63,465.
TELEPHONE SYSTEM	218.	218.	0.	0.
FILE CABINETS	786.	786.	0.	0.
HEAT & AIR, 509 N. 5TH	2,025.	1,945.	80.	80.
DRAINAGE & SUMP PUMP	6,100.	5,846.	254.	254.
ARDENEUM GARDENS	85,000.	85,000.	0.	0.
HEAT & AIR, HUMPHREY	2,182.	2,182.	0.	0.
ABERNATHIE ARCHITECT	4,728.	4,728.	0.	0.
REFURBISHMENT, '01	8,104.	1,620.	6,484.	6,484.
ARCHITECTS & SURVEY	24,899.	4,980.	19,919.	19,919.
REFURBISHMENT, 03	7,499.	1,500.	5,999.	5,999.

AVL SYSTEM DESIGN	800.	160.	640.	640.
AVL SYSTEMS DESIGN	1,500.	300.	1,200.	1,200.
ASBESTOS HANDLERS INC	1,165.	234.	931.	931.
CREATIVE TECH, CONSULTING	1,475.	296.	1,179.	1,179.
ARDENEUM PROPERTY	197,500.	0.	197,500.	197,500.
PUTERBAUGH LAND	36,150.	0.	36,150.	36,150.
GARRARD GARDEN EQUIPMENT	3,307.	3,307.	0.	0.
CHIPPER-SHREDDER, OGIELA	538.	538.	0.	0.
TILLER	323.	323.	0.	0.
LAWN MOWER	2,087.	1,937.	150.	150.
WEED & BRUSH TRIMMER	3,009.	2,795.	214.	214.
GARRARD OFFICE EQUIPMENT	16,175.	16,175.	0.	0.
ALARM SYSTEM	1,891.	1,891.	0.	0.
TIME CLOCK	185.	185.	0.	0.
ARDENEUM COLLECTIBLES	173,169.	0.	173,169.	173,169.
SIGN, JADE SIGN CO	275.	275.	0.	0.
SIGN, JADE SIGN CO	343.	343.	0.	0.
DELL COPMUTR & PRNTR	2,376.	2,207.	169.	169.
CANON LASER PRINTER	500.	293.	207.	207.
DELL LAPTOP	1,165.	685.	480.	480.
PASTPERFECT SOFTWARE	939.	553.	386.	386.
CELL COMPUTER	1,401.	537.	864.	864.
LAWN MOWER	3,021.	1,007.	2,014.	2,014.
TRAILER	1,340.	424.	916.	916.
LANDSCAPING	5,376.	358.	5,018.	5,018.
IMPROVEMENTS	72,020.	5,601.	66,419.	66,419.
CHRISTMAS LIGHTS	1,200.	0.	1,200.	1,200.
MICROWAVE	1,851.	309.	1,542.	1,542.
RENOVATIONS- BUILDING	15,512.	226.	15,286.	15,286.
GUTTERING	1,250.	28.	1,222.	1,222.
SIGNAGE	2,132.	12.	2,120.	2,120.
RENOVATIONS- BUILDING	267,973.	3,908.	264,065.	264,065.
TO 990-PF, PART II, LN 14	1,196,820.	219,959.	976,861.	976,861.

FORM 990-PF

CORPORATE STOCK

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	2,228,044.	2,371,287.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,228,044.	2,371,287.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
	COST	6,295.	6,295.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,295.	6,295.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ED HARRINGTON 4111 HARDY SPRINGS ROAD MCALESTER, OK 74501	PRESIDENT 10.00	0.	0.	0.
NANCY MCGOWAN P.O. BOX 1427 MCALESTER, OK 745021427	DIRECTOR 5.00	0.	0.	0.
JOHN SHULLER 1004 NEWTON DRIVE MCALESTER, OK 74501	DIRECTOR 20.00	0.	0.	0.
JUNE BOYD 1500 PARK DRIVE MCALESTER, OK 74501	DIRECTOR 5.00	0.	0.	0.
GERRY LOCKE 7404 W. NORTHWEST HIGHWAY #6 DALLAS, TX 75225	DIRECTOR 5.00	0.	0.	0.
DR. LUCY SMITH 537 EAST ADAMS MCALESTER, OK 74501	TREASURER 10.00	0.	0.	0.
DR. BERT THOMAS P.O. BOX 1883 MCALESTER, OK 74502	VICE PRESIDENT 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 14

ACTIVITY ONE

THE ARDENEUM MAINTAINS SEVERAL BUILDINGS AND GARDENS WHICH ARE AVAILABLE TO THE PUBLIC FOR SMALL MEETINGS AND EVENTS. THESE BUILDINGS ALSO HOUSE THE ARDENEUM'S COLLECTIONS OF ART EXHIBITS AND HISTORICAL LIBRARY MATERIALS. THE BUILDINGS ARE SITUATED ON THE GROUNDS OF THE ARDENEUM GARDENS WHICH ARE AVAILABLE TO THE PUBLIC FOR STUDY, EDUCATIONAL AND ARTISTIC PURPOSES. THE EXPENDITURES FOR THE OPERATION AND MAINTENANCE OF THE BUILDINGS AND GARDENS INCLUDE INSURANCE, WAGES AND RELATED BENEFITS, UTILITIES, MAINTENANCE AND REPAIRS, AND GARDENING EXPENSES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

158,308.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 15

ACTIVITY TWO

THE ARDENEUM SPONSORED THE MCALESTER MUSIC INSTITUTE WHICH IS A TWO-WEEK MUSIC DAY CAMP PROGRAM FOR MCALESTER AREA STUDENTS TO BECOME ACQUAINTED OR ENHANCE THEIR SKILLS WITH A VARIETY OF MUSIC AND MUSICAL INSTRUMENTS. THE ARDENEUM CHARGED THE PARTICIPANTS A NOMINAL TUITION FEE TO PARTICIPATE AND PROVIDED INSTRUCTORS AND MATERIALS FOR STUDENTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

0.

2011 DEPRECIATION AND AMORTIZATION REPORT

- CURRENT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
20	AVL SYSTEM DESIGN	102104SL		10.00	16	800.			800.	80.		80.
21	AVL SYSTEMS DESIGN	022205SL		10.00	16	1,500.			1,500.	150.		150.
22	ASBESTOS HANDLERS	072905SL		10.00	16	1,165.			1,165.	117.		117.
23	CREATIVE TECH, CONSULTING	121207SL		10.00	16	1,475.			1,475.	148.		148.
37	DELL COPMUTR & PRNTR	100705SL		7.00	16	2,376.			2,376.	1,868.		339.
38	CANON LASER PRINTER	100907SL		7.00	16	500.			500.	222.		71.
39	DELL LAPTOP	101007SL		7.00	16	1,165.			1,165.	519.		166.
40	PASTPERFECT SOFTWARE	101007SL		7.00	16	939.			939.	419.		134.
48	CELL COMPUTER	020810SL		5.00	16	1,401.			1,401.	257.		280.
	AMORTIZATION											
1	SURVEY	062408		180M	43	14,825.			14,825.	2,471.		988.
	* 990-PF PG 1 TOTAL											
	- AMORTIZATION					14,825.		0.	14,825.	2,471.	0.	988.
	BUILDINGS											
	BUILDING 509 N. 5TH											
2	RESIDENCE	101500SL		22.00	16	37,500.			37,500.	17,219.		1,705.
	BUILDING 500 N. 5TH											
3	RESIDENCE	101500SL		22.00	16	65,000.			65,000.	29,849.		2,955.
	THEATER BUILDING											
4	HEAT & AIR, 509 N.	101700SL		22.00	16	50,000.			50,000.	2,273.		2,273.
125	TH	020901SL		10.00	16	2,025.			2,025.	1,928.		17.
13	DRAINAGE & SUMP PUMP	021501SL		10.00	16	6,100.			6,100.	5,795.		51.

2011 DEPRECIATION AND AMORTIZATION REPORT
- CURRENT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
15	HEAT & AIR, HUMPHREY ABERNATHIE	062503SL	7.00	16		2,182.			2,182.	2,182.		0.
16	ARCHITECT	122900SL	10.00	16		4,728.			4,728.	519.		4,209.
17	REFURBISHMENT, '01 ARCHITECTS &	123101SL	10.00	16		8,104.			8,104.	810.		810.
18	SURVEY	123102SL	10.00	16		24,899.			24,899.	2,490.		2,490.
19	REFURBISHMENT, 03 RENOVATIONS-	123103SL	10.00	16		7,499.			7,499.	750.		750.
56	BUILDING	051811SL	40.00	16		15,512.			15,512.			226.
57	GUTTERING	082911SL	15.00	16		1,250.			1,250.			28.
59	RENOVATIONS-BUILDING	061511SL	40.00	16		267,973.			267,973.			3,908.
	* 990-PF PG 1 TOTAL					492,772.		0.	492,772.	63,815.	0.	19,422.
	- BUILDINGS FURNITURE & FIXTURES											
5	WINDOW BLINDS	052803SL	7.00	16		3,031.			3,031.	3,031.		0.
6	PAINTING, T. WELCH DRAPES, SHEERS,	062304SL	7.00	16		325.			325.	299.		23.
7	RODS	062304SL	7.00	16		2,810.			2,810.	2,610.		200.
8	SHADES	012405SL	7.00	16		375.			375.	297.		54.
9	GARRARD RESIDENCE FURN	101500SL	7.00	16		63,465.			63,465.			0.
10	TELEPHONE SYSTEM	031308SL	3.00	16		218.			218.	218.		0.
11	FILE CABINETS	040908SL	4.00	16		786.			786.	689.		97.
54	CHRISTMAS LIGHTS	121611SL	5.00	16		1,200.			1,200.			0.

(D) Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2011 DEPRECIATION AND AMORTIZATION REPORT
- CURRENT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
* 990-PF PG 1 TOTAL	- FURNITURE & FIXT IMPROVEMENTS					72,210.		0.	72,210.	7,144.	0.	374.
14	ARDENEUM GARDENS	101500SL		9.00	16	85,000.			85,000.	81,059.		3,941.
52	IMPROVEMENTS	110810SL		15.00	16	72,020.			72,020.	800.		4,801.
* 990-PF PG 1 TOTAL	- IMPROVEMENTS					157,020.		0.	157,020.	81,859.	0.	8,742.
	LAND											
24	ARDENEUM PROPERTY	101500L				197,500.			197,500.			0.
25	PUTERBAUGH LAND	100609L				36,150.			36,150.			0.
* 990-PF PG 1 TOTAL	- LAND					233,650.		0.	233,650.	0.	0.	0.
	MACHINERY & EQUIPMENT											
26	GARRARD GARDEN EQUIPMENT	101500SL		4.00	16	3,307.			3,307.	3,203.		104.
27	CHIPPER-SHREDDER, OGLEA	102300SL		4.00	16	538.			538.	521.		17.
28	TILLER	060601SL		7.00	16	323.			323.	323.		0.
29	LAWN MOWER	061505SL		7.00	16	2,087.			2,087.	1,639.		298.
30	WEED & BRUSH TRIMMER	082605SL		7.00	16	3,009.			3,009.	2,365.		430.
31	GARRARD OFFICE EQUIPMENT	101500SL		4.00	16	16,175.			16,175.	15,672.		503.
32	ALARM SYSTEM	021401SL		7.00	16	1,891.			1,891.	1,891.		0.
33	TIME CLOCK	091702SL		7.00	16	185.			185.	185.		0.

2011 DEPRECIATION AND AMORTIZATION REPORT
- CURRENT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
49	LAWN MOWER	050310	SL	5.00	16	3,021.			3,021.	403.		604.
50	TRAILER	060210	SL	5.00	16	1,340.			1,340.	156.		268.
55	MICROWAVE	022111	SL	5.00	16	1,851.			1,851.			309.
	* 990-PF PG 1 TOTAL											
	- MACHINERY & EQUI					33,727.		0.	33,727.	26,358.	0.	2,533.
	MISCELLANEOUS											
	ARDENEUM											
34	COLLECTIBLES	101500	SL	7.00	16	173,169.			173,169.			0.
	* 990-PF PG 1 TOTAL											
	- MISCELLANEOUS					173,169.		0.	173,169.	0.	0.	0.
	LANDSCAPING											
51	LANDSCAPING	123010	SL	15.00	16	5,376.			5,376.			358.
	* 990-PF PG 1 TOTAL											
	- LANDSCAPING					5,376.		0.	5,376.	0.	0.	358.
	SIGNAGE											
35	SIGN, JADE SIGN CO	121202	SL	7.00	16	275.			275.	236.		39.
36	SIGN, JADE SIGN CO	021403	SL	7.00	16	343.			343.	343.		0.
58	SIGNAGE	112111	SL	15.00	16	2,132.			2,132.			12.
	* 990-PF PG 1 TOTAL											
	- SIGNAGE					2,750.		0.	2,750.	579.	0.	51.
	* GRAND TOTAL											
	990-PF PG 1 DEPR &					1196820.		0.	1196820.	186,006.	0.	33,953.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2012 DEPRECIATION AND AMORTIZATION REPORT

- NEXT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Amount Of Depreciation
20	AVL SYSTEM DESIGN	1021104SL		10.00	800.		800.	160.	80.
21	AVL SYSTEMS DESIGN	022205SL		10.00	1,500.		1,500.	300.	150.
22	ASBESTOS HANDLERS INC	072905SL		10.00	1,165.		1,165.	234.	117.
23	CREATIVE TECH, CONSULTING	1211207SL		10.00	1,475.		1,475.	296.	148.
37	DELL COPMUTR & PRNTR	100705SL		7.00	2,376.		2,376.	2,207.	169.
38	CANON LASER PRINTER	100907SL		7.00	500.		500.	293.	71.
39	DELL LAPTOP	101007SL		7.00	1,165.		1,165.	685.	166.
40	PASTPERFECT SOFTWARE	101007SL		7.00	939.		939.	553.	134.
48	CELL COMPUTER	020810SL		5.00	1,401.		1,401.	537.	280.
	AMORTIZATION								
1	SURVEY	062408		180M	14,825.		14,825.	3,459.	988.
	* 990-PF PG 1 TOTAL - AMORTIZATION				14,825.		14,825.	3,459.	988.
	BUILDINGS								
2	BUILDING 509 N. 5TH RESIDENCE	101500SL		22.00	37,500.		37,500.	18,924.	1,705.
3	BUILDING 500 N. 5TH RESIDENCE	101500SL		22.00	65,000.		65,000.	32,804.	2,955.
4	THEATER BUILDING	101700SL		22.00	50,000.		50,000.	4,546.	2,273.
12	HEAT & AIR, 509 N. 5TH	020901SL		10.00	2,025.		2,025.	1,945.	0.
13	DRAINAGE & SUMP PUMP	021501SL		10.00	6,100.		6,100.	5,846.	0.
15	HEAT & AIR, HUMPHREY	062503SL		7.00	2,182.		2,182.	2,182.	0.
16	ABERNATHIE ARCHITECT	122900SL		10.00	4,728.		4,728.	4,728.	0.
17	REFURBISHMENT, '01	123101SL		10.00	8,104.		8,104.	1,620.	0.
18	ARCHITECHTS & SURVEY	123102SL		10.00	24,899.		24,899.	4,980.	2,490.
19	REFURBISHMENT, 03	123103SL		10.00	7,499.		7,499.	1,500.	750.
56	RENOVATIONS- BUILDING	051811SL		40.00	15,512.		15,512.	226.	388.
57	GUTTERING	082911SL		15.00	1,250.		1,250.	28.	83.
59	RENOVATIONS- BUILDING	061511SL		40.00	267,973.		267,973.	3,908.	6,699.
	* 990-PF PG 1 TOTAL - BUILDINGS				492,772.		492,772.	83,237.	17,343.
	FURNITURE & FIXTURES								
5	WINDOW BLINDS	052803SL		7.00	3,031.		3,031.	3,031.	0.
6	PAINTING, T. WELCH	062304SL		7.00	325.		325.	322.	0.
7	DRAPES, SHEERS, RODS	062304SL		7.00	2,810.		2,810.	2,810.	0.
8	SHADES	0112405SL		7.00	375.		375.	351.	24.
9	GARRARD RESIDENCE FURN	101500SL		7.00	63,465.		63,465.	218.	0.
10	TELEPHONE SYSTEM	031308SL		3.00	218.		218.	218.	0.

(D) - Asset disposed

* ITC, Section 179, Salvage, HR 3090, Commercial Revitalization Deduction, GO Zone

2012 DEPRECIATION AND AMORTIZATION REPORT

- NEXT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Amount Of Depreciation
11	FILE CABINETS	040908	SL	4.00	786.		786.	786.	0.
54	CHRISTMAS LIGHTS	121611	SL	5.00	1,200.		1,200.		240.
	* 990-PF PG 1 TOTAL - FURNITURE & FIXTURES				72,210.		72,210.	7,518.	264.
	IMPROVEMENTS								
14	ARDENEUM GARDENS	101500	SL	9.00	85,000.		85,000.	85,000.	0.
52	IMPROVEMENTS	110810	SL	15.00	72,020.		72,020.	5,601.	4,801.
	* 990-PF PG 1 TOTAL - IMPROVEMENTS LAND				157,020.		157,020.	90,601.	4,801.
24	ARDENEUM PROPERTY	101500	L		197,500.		197,500.		0.
25	PUTERBAUGH LAND	100609	L		36,150.		36,150.		0.
	* 990-PF PG 1 TOTAL - LAND MACHINERY & EQUIPMENT				233,650.		233,650.	0.	0.
26	GARRARD GARDEN EQUIPMENT	101500	SL	4.00	3,307.		3,307.	3,307.	0.
27	CHIPPER-SHREDDER, OGIELA	102300	SL	4.00	538.		538.	538.	0.
28	TILLER	060601	SL	7.00	323.		323.	323.	0.
29	LAWN MOWER	061505	SL	7.00	2,087.		2,087.	1,937.	150.
30	WEED & BRUSH TRIMMER	082605	SL	7.00	3,009.		3,009.	2,795.	214.
31	GARRARD OFFICE EQUIPMENT	101500	SL	4.00	16,175.		16,175.	16,175.	0.
32	ALARM SYSTEM	021401	SL	7.00	1,891.		1,891.	1,891.	0.
33	TIME CLOCK	091702	SL	7.00	185.		185.	185.	0.
49	LAWN MOWER	050310	SL	5.00	3,021.		3,021.	1,007.	604.
50	TRAILER	060210	SL	5.00	1,340.		1,340.	424.	268.
55	MICROWAVE	022111	SL	5.00	1,851.		1,851.	309.	370.
	* 990-PF PG 1 TOTAL - MACHINERY & EQUIPMENT				33,727.		33,727.	28,891.	1,606.
	MISCELLANEOUS								
34	ARDENEUM COLLECTIBLES	101500	SL	7.00	173,169.		173,169.		0.
	* 990-PF PG 1 TOTAL - MISCELLANEOUS LANDSCAPING				173,169.		173,169.	0.	0.
51	LANDSCAPING	123010	SL	15.00	5,376.		5,376.	358.	358.
	* 990-PF PG 1 TOTAL - LANDSCAPING SIGNAGE				5,376.		5,376.	358.	358.
35	SIGN, JADE SIGN CO	121202	SL	7.00	275.		275.	275.	0.

128103
05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, HR 3090, Commercial Revitalization Deduction, GO Zone

2012 DEPRECIATION AND AMORTIZATION REPORT

- NEXT YEAR FEDERAL - THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC

Asset No	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Amount Of Depreciation
36	SIGN, JADE SIGN CO	021403	SL	7.00	343.		343.	343.	0.
58	SIGNAGE	112111	SL	15.00	2,132.		2,132.	12.	142.
	* 990-PF PG 1 TOTAL - SIGNAGE				2,750.		2,750.	630.	142.
	* GRAND TOTAL 990-PF PG 1 DEPR & AMORT				1196820.		1196820.	219,959.	26,817.

(D) - Asset disposed

* ITC, Section 179, Salvage, HR 3090, Commercial Revitalization Deduction, GO Zone

Form **990-W**

**Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

OMB No. 1545-0976

(Worksheet)
Department of the Treasury
Internal Revenue Service

(and on Investment Income for Private Foundations) **FORM 990-PF**
(Keep for your records. Do not send to the Internal Revenue Service.)

2012

1	Unrelated business taxable income expected in the tax year	1	
2	Tax on the amount on line 1. See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8. Note. If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions	10a	
b	Enter the tax shown on the 2011 return (see instructions). Caution. If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	626.
c	2012 Estimated Tax Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	800.

ADJUSTED TO

	(a)	(b)	(c)	(d)
11 Installment due dates (see instructions)	11 05/15/12	06/15/12	09/17/12	12/17/12
12 Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12 200.	200.	200.	200.
13 2011 Overpayment (see instructions)	13			
14 Payment due. (Subtract line 13 from line 12.)	14			

LHA For Paperwork Reduction Act Notice, see instructions

Form **990-W** (2012)

ESTIMATED TAX 800.
OVERPAYMENT APPLIED 2,516.
AMOUNT DUE 0.

Form **4562**Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2011Attachment
Sequence No **179****THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC**

Business or activity to which this form relates

Identifying number

FORM 990-PF PAGE 1**73-1577200****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	32,965.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

	(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property						
b	5-year property						
c	7-year property						
d	10-year property						
e	15-year property						
f	20-year property						
g	25-year property			25 yrs.		S/L	
h	Residential rental property	/		27.5 yrs.	MM	S/L	
		/		27.5 yrs.	MM	S/L	
i	Nonresidential real property	/		39 yrs.	MM	S/L	
		/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a	Class life					S/L	
b	12-year			12 yrs.		S/L	
c	40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	32,965.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

116251
11-21-11

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2011)

**THE ARDENEUM OF OKLAHOMA CHARITABLE AND
EDUCATIONAL FOUNDATION INC**

Form 4562 (2011)

73-1577200 Page 2

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No					24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No				
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost	
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25		
26 Property used more than 50% in a qualified business use:									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use:									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are **not** more than 5% owners or related persons

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year					
43 Amortization of costs that began before your 2011 tax year					988.
44 Total. Add amounts in column (f). See the instructions for where to report					988.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) . You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC	Employer identification number (EIN) or <input checked="" type="checkbox"/> 73-1577200
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 3250	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MCALISTER, OK 74502	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

THE FOUNDATION

- The books are in the care of ► **P.O. BOX 3250 - MCALISTER, OK 74502**
Telephone No. ► **918-423-5482** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012** , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning , and ending .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions
File by the due date for filing your return. See instructions.	Employer identification number (EIN) or
ARDENEUM HERITAGE ASSOCIATION, INC.	<input checked="" type="checkbox"/> 26-4493936
Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
P.O. BOX 3250	<input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
MCALESTER, OK 74502	

Enter the Return code for the return that this application is for (file a separate application for each return) **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

LUCY SMITH

• The books are in the care of **P.O. BOX 3250 - MCALESTER, OK 74502-3250**

Telephone No. **918-423-5482**

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning ☐ , and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER REQUIRES ADDITIONAL TIME TO ACCUMULATE INFORMATION THAT IS NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title **CPA**

Date **8/13/12**

Form 8868 (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE ARDENEUM OF OKLAHOMA CHARITABLE AND EDUCATIONAL FOUNDATION INC	Employer identification number (EIN) or <input checked="" type="checkbox"/> 73-1577200
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 3250	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MCALESTER, OK 74502	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

ARDENEUM OF OKLAHOMA

- The books are in the care of **345 E. ADAMS ST - MCALESTER, OK 74501**

Telephone No. **918-423-5482**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning ☐, and ending ☐.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER REQUIRES ADDITIONAL TIME TO ACCUMULATE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title **CPA**

Date ☐