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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending

Name of foundation LAS CUMBRES OBSERVATORY G. T. N., INC		A Employer identification number 77-0361278
Number and street (or P O box number if mail is not delivered to street address) 6740 CORTONA DR	Room/suite 102	B Telephone number (see the instructions) (805) 880-1608
City or town GOLETA	State ZIP code CA 93117	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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, column (c), line 16) \$ 41,845,078.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	17,155,034.			
	2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	5,346.	5,346.	5,346.	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	-2,111,926.			
	b Gross sales price for all assets on line 6a	27,049.			
	7 Capital gain net income (from Part IV, line 2)		743,936.		
	8 Net short-term capital gain			45.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule) See Line 11 Stmt	-11,976.	-21,873.	-5,391.		
12 Total. Add lines 1 through 11	15,036,478.	727,409.	0.		
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages	1,821,595.			1,506,074.	
15 Pension plans, employee benefits	778,353.			643,542.	
16a Legal fees (attach schedule) L-16a Stmt	3,715.				
b Accounting fees (attach sch) L-16b Stmt	22,557.			0.	
c Other prof fees (attach sch) L-16c Stmt	21,389.	840.	0.	0.	
17 Interest					
18 Other (attach schedule) (see instrs) See Line 18 Stmt	366,196.			250,100.	
19 Depreciation (attach sch) and depletion L-19 Stmt	1,830,693.				
20 Occupancy	371,001.				
21 Travel, conferences, and meetings	318,332.				
22 Printing and publications					
23 Other expenses (attach schedule) See Line 23 Stmt	1,072,288.			612,500.	
24 Total operating and administrative expenses. Add lines 13 through 23	6,606,119.	840.	0.	3,012,216.	
25 Contributions, gifts, grants paid	1,025,510.			1,025,510.	
26 Total expenses and disbursements. Add lines 24 and 25	7,631,629.	840.	0.	4,037,726.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	7,404,849.				
b Net investment income (if negative, enter -0-)		726,569.			
c Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	0.		
	2 Savings and temporary cash investments	55,818.	1,155,220.	1,155,220.
	3 Accounts receivable ▶ 608,176.			
	Less: allowance for doubtful accounts ▶		608,176.	608,176.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ▶			
	Less: allowance for doubtful accounts ▶	19,421.	27,047.	27,047.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	54,925.	5,735.	5,735.
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) L-13 Stmt	542,082.	629,650.	629,650.	
14 Land, buildings, and equipment basis ▶ 48,734,355.				
Less: accumulated depreciation (attach schedule) L-14 Stmt ▶ 9,330,806.	34,219,931.	39,403,549.	39,403,549.	
15 Other assets (describe ▶ L-15 Stmt)	36,270.	15,701.	15,701.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	34,928,447.	41,845,078.	41,845,078.	
LIABILITIES	17 Accounts payable and accrued expenses	778,132.	784,201.	
	18 Grants payable	1,168,702.	697,963.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ L-22 Stmt)	387,778.	388,445.	
	23 Total liabilities (add lines 17 through 22)	2,334,612.	1,870,609.	
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	32,593,835.	39,974,469.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	32,593,835.	39,974,469.	
	31 Total liabilities and net assets/fund balances (see instructions)	34,928,447.	41,845,078.	

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	32,593,835.
2 Enter amount from Part I, line 27a	2	7,404,849.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	39,998,684.
5 Decreases not included in line 2 (itemize) ▶ CUMULATIVE TIMING DIFFERENCES	5	24,215.
6 Total net assets or fund balances at end of year (line 4 minus line 5)— Part II, column (b), line 30	6	39,974,469.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a BESSEMER (SEE ATTACHED)		D	06/30/10	11/22/11
b BESSEMER (SEE ATTACHED)		D	12/16/11	12/29/11
c BESSEMER (SEE ATTACHED)		P	12/23/11	12/29/11
d CAPITAL GAIN DIVIDENDS		P	12/30/10	12/31/11
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 3,955,853.		3,213,545.	742,308.
b 1,991.		1,948.	43.
c 194.		192.	2.
d 1,583.		0.	1,583.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			742,308.
b			43.
c			2.
d			1,583.
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	743,936.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	[If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]		3	45.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010			
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter 'N/A' on line 1		
Date of ruling or determination letter: <u>02/06/07</u> (attach copy of letter if necessary – see instrs)		
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		1
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2
3 Add lines 1 and 2		3
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5
6 Credits/Payments:		
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	
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	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.
11 Enter the amount of line 10 to be. Credited to 2012 estimated tax	11	
Refunded		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1) On the foundation	\$	
(2) On foundation managers	\$	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers	\$	
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If 'Yes,' attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If 'Yes,' attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
• By language in the governing instrument, or		
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
CA - California		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions) See Line 11 Stmt	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 WAYNE E. ROSING Telephone no (805) 880-1608 Located at 6740 CORTONA DR STE 102 GOLETA CA ZIP + 4 93117			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
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?	16	X	
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country United Kingdom				

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 <input type="checkbox"/>	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?	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? If 'Yes,' list the years 20__ , 20__ , 20__ , 20__	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20__ , 20__ , 20__ , 20__		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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)	3b	X
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)? (see instructions)

☐ Yes ☒ No

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

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

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?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870

☐ Yes ☒ No**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?

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WAYNE E. ROSING 3463 STATE ST, STE 255 SANTA BARBARA CA 93105	PRESIDENT 40.00	0.	0.	0.
DOROTHY F. LARGAY 3463 STATE ST, STE 255 SANTA BARBARA CA 93105	SECRETARY 1.00	0.	0.	0.
JOHN FARRELL 449 SULPHUR CREEK RD JEMEZ SPRINGS NM 87025	TREASURER 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL FALARSKI 22163 MILLER RIDGE RD., LOS GATOS CA 95033	VP-OPERATIONS 40.00	140,000.	0.	0.
ERIC HAWKINS 209 LA PLATA SANTA BARBARA CA 93109	ENG. DIRECTOR 40.00	142,813.	0.	0.
TIM BROWN 1152 N FAIRVIEW AVE. GOLETA CA 93117	SCIENTIFIC DIRECTOR 40.00	189,000.	0.	0.
RICH LOBDILL 447 CUERDA CORTE ARROYO GRANDE CA 93420	SR ELEC. ENG 40.00	140,000.	0.	0.
ANDREW J. PICKLES P.O. BOX 60151 SANTA BARBARA CA 91101	DEPUTY TECH DIRECTOR 40.00	135,000.	0.	0.

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
VVO CONSTRUCCIONES P., SA AV TRES MAYO #85 SANTA CRUZ, TENERIFE, SPAIN 00000	TELESCOPE SITE CONSTRUCTION SERVICES	219,631.
UNIVERSITY OF TEXAS 82 MT LOCKE RD MCDONALD OBSERVATORY TX 79734	TELESCOPE SITE CONSTRUCTION SERVICES	256,576.
WAYNE GREENE 1422 SAN MIGUEL SANTA BARBARA CA 93109	SITE CONSTRUCTION	363,358.
IMPERIAL ELECTRIC CO 6445 CALLE REAL GOLETA CA 93117	ELECTRICAL ASSEMBLY SERVICES	140,139.
TELESCOPE TECHNOLOGIES LTD 1 MORBETH WARF, BERKENHEAD MERSYSIDE ENGLAND 41	TELESCOPE LABOR OVERHEAD	872,157.
Total number of others receiving over \$50,000 for professional services		4

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 IMPROVED EFFECTIVENESS AND RELIABILITY OF OUR MAJOR TELESCOPE ASSETS IN HAWAII AND AUSTRALIA BY UPGRADING SUBSYSTEMS AND ADDING NEW COMPONENTS	301,222.
2 CONTINUED TO MAKE PROGRESS ON DESIGN AND FABRICATION OF SEVERAL SMALL TELESCOPES FOR OTHER EDUCATIONAL INSTITUTIONS INCLUDING THE SEDGWICK TELESCOPE FOR THE UNIVERSITY OF CALIFORNIA AND THE MCDONALD TELESCOPE FOR THE UNIVERSITY OF TEXAS	2,409,773.
3 CONTINUED TO ESTABLISH THE FACILITIES AND STAFF NECESSARY TO DEVELOP AND OPERATE THE PLANNED TELESCOPE NETWORK INCLUDING PURCHASE OF SPECIALIZED MACHINING AND FABRICATION EQUIPMENT AND EXPANSION OF RESEARCH STAFF	301,221.
4 OTHER GRANTS FROM PART XV NOT INCLUDED ABOVE	1,025,510.

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

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

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Part Xc 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
b	Average of monthly cash balances	1b
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5
6	Minimum investment return. Enter 5% of line 5	6

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

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.

BAA

Form 990-PF (2011)

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				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2011				
a From 2006	11,316,201.			
b From 2007	0.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	11,316,201.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 4,037,726.				
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				4,037,726.
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	11,316,201.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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 instructions			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) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	11,316,201.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	0.			

BAA

Form 990-PF (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 **N/A**

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

	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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	0.	0.	0.	0.	N/A
b 85% of line 2a	0.	0.	0.	0.	N/A
c Qualifying distributions from Part XII, line 4 for each year listed	4,037,726.	4,233,475.	4,933,450.	3,425,392.	16,630,043.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	N/A
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	4,037,726.	4,233,475.	4,933,450.	3,425,392.	16,630,043.
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test— enter:					
(1) Value of all assets	41,845,078.	34,928,447.	28,472,266.	25,550,778.	130,796,569.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	40,011,725.	34,219,931.	27,498,160.	24,823,543.	126,553,359.
b 'Endowment' alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	41,729.	37,951.	53,707.	29,359.	162,746.
c 'Support' alternative test— enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

WAYNE E. ROSING AND DOROTHY F. LARGAY

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.

NOT APPLICABLE

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

N/A

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

c Any submission deadlines

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a NOT APPLICABLE					
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	5,346.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	743,936.	-2,111,926.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a FOREIGN TRANSLATION LOSS			14		-27,264.
b NET INCOME FROM SUBSIDIARY			14		69,959.
c BOOK INVESTMENT LOSS			14		-10,297.
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				749,282.	-2,079,528.
13 Total. Add line 12, columns (b), (d), and (e)				13	-1,330,246.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

LAS CUMBRES OBSERVATORY G. T. N., INC

Employer identification number

77-0361278

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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 (i) \$5,000 or (ii) 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 *any* 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).

BAA 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

Employer identification number

LAS CUMBRES OBSERVATORY G. T. N., INC

77-0361278

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TABASGO FOUNDATION 3463 STATE STREET, SUITE 255 SANTA BARBARA CA 93105	\$ 11,649,999.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	WAYNE E. ROSING & DOROTHY F. LARGAY 3463 STATE STREET, SUITE 255 SANTA BARBARA CA 93105	\$ 4,973,597.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	AESS P.O. BOX 15366 DOHAR, QA	\$ 105,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	UNIVERSITY OF CALIFORNIA-SANTA BARBARA XXX SANTA BARBARA CA 93106	\$ 26,476.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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

Employer identification number

LAS CUMBRES OBSERVATORY G. T. N., INC

77-0361278

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	PUBLICLY TRADED SECURITIES-SEE ATTACHED		
		\$ 3,973,597.	Various-2011
4	IN-KIND PROJECT LABOR		
		\$ 26,476.	Various-2011
		\$	
		\$	
		\$	
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

2011 Security Gifts from Tabasco Trust to LCO

Security	Ticker	Units	Tax Cost	Acquisition Date	Date of Gift Value	Avg Value on Date of Gift	Day High	Day Low	Day Avg
Honeywell Intl Inc	HON	2,250,000	\$92,403.00	6/9/2010	9/23/2011	\$95,197.50	42.98	41.64	42.31
Honeywell Intl Inc	HON	2,090,000	\$86,961.35	6/14/2010	9/23/2011	\$88,427.90	42.98	41.64	42.31
Honeywell Intl Inc	HON	1,255,000	\$52,653.78	6/23/2010	9/23/2011	\$53,099.05	42.98	41.64	42.31
Old Westbury Global Opportunities Fund	OWGOX	60,295,000	\$350,313.95	2/20/2009	9/23/2011	\$421,462.05	6.99	6.99	6.99
Old Westbury Real Return Fund	OWRRX	17,506,085	\$172,610.00	11/16/2009	9/23/2011	\$173,310.24	9.90	9.90	9.90
Old Westbury Real Return Fund	OWRRX	16,293,915	\$162,613.27	4/29/2005	9/23/2011	\$161,309.76	9.90	9.90	9.90
American Express	AXP	2,000,000	\$77,476.60	6/9/2010	10/6/2011	\$87,180.00	44.52	42.66	43.59
American Express	AXP	2,815,000	\$113,471.24	6/14/2010	10/6/2011	\$122,705.85	44.52	42.66	43.59
American Express	AXP	1,295,000	\$54,493.60	6/23/2010	10/6/2011	\$56,449.05	44.52	42.66	43.59
Mastercard CI A	MA	350,000	\$75,839.40	9/20/2010	10/6/2011	\$109,921.00	318.91	309.21	314.06
Mastercard CI A	MA	380,000	\$82,395.32	9/21/2010	10/6/2011	\$119,342.80	318.91	309.21	314.06
Old Westbury Global Small & Mid Cap	OWSMX	28,662,000	\$278,594.64	4/29/2005	11/3/2011	\$413,879.28	14.44	14.44	14.44
Old Westbury Global Opportunities Fund	OWGOX	49,650,000	\$288,466.50	2/20/2009	11/3/2011	\$356,983.50	7.19	7.19	7.19
Old Westbury Real Return Fund	OWRRX	23,810,000	\$237,623.80	4/29/2005	11/3/2011	\$243,100.10	10.21	10.21	10.21
Disney (Walt) Holding Co	DIS	1,190,000	\$26,656.94	8/25/2004	11/21/2011	\$41,560.75	35.63	34.22	34.93
Disney (Walt) Holding Co	DIS	1,500,000	\$37,479.68	7/12/2005	11/21/2011	\$52,387.50	35.63	34.22	34.93
Disney (Walt) Holding Co	DIS	3,775,000	\$96,222.25	8/4/2005	11/21/2011	\$131,841.88	35.63	34.22	34.93
Disney (Walt) Holding Co	DIS	1,080,000	\$25,706.24	9/15/2005	11/21/2011	\$37,719.00	35.63	34.22	34.93
Disney (Walt) Holding Co	DIS	1,215,000	\$41,985.05	6/23/2010	11/21/2011	\$42,433.88	35.63	34.22	34.93
Disney (Walt) Holding Co	IP	6,890,000	\$42,586.41	2/20/2009	11/21/2011	\$187,959.20	27.62	26.94	27.28
International Paper	KFT	600,000	\$18,458.76	4/14/2010	11/21/2011	\$20,637.00	34.65	34.14	34.40
Kraft Foods Inc	KFT	500,000	\$15,325.00	4/16/2010	11/21/2011	\$17,197.50	34.65	34.14	34.40
Kraft Foods Inc	KFT	2,270,000	\$67,214.70	6/14/2010	11/21/2011	\$78,076.65	34.65	34.14	34.40
Kraft Foods Inc	KFT	2,040,000	\$60,363.60	6/23/2010	11/21/2011	\$70,165.80	34.65	34.14	34.40
Pfizer Inc	PFE	7,500,000	\$128,921.25	10/26/2009	11/21/2011	\$143,775.00	19.38	18.96	19.17
Pfizer Inc	PFE	1,000,000	\$17,339.60	10/27/2009	11/21/2011	\$19,170.00	19.38	18.96	19.17
Pfizer Inc	PFE	1,540,000	\$26,787.68	10/28/2009	11/21/2011	\$29,521.80	19.38	18.96	19.17
Pfizer Inc	PFE	3,090,000	\$48,229.96	6/14/2010	11/21/2011	\$59,235.30	19.38	18.96	19.17
Pfizer Inc	PFE	3,530,000	\$52,629.48	6/23/2010	11/21/2011	\$67,670.10	19.38	18.96	19.17
Pfizer Inc	PFE	4,000,000	\$64,722.00	8/6/2010	11/21/2011	\$76,680.00	19.38	18.96	19.17
Procter & Gamble Co	PG	1,770,000	\$89,446.77	2/20/2009	11/21/2011	\$110,111.70	62.97	61.45	62.21
Procter & Gamble Co	PG	125,000	\$7,708.75	11/13/2009	11/21/2011	\$7,776.25	62.97	61.45	62.21
Procter & Gamble Co	PG	990,000	\$60,902.13	6/14/2010	11/21/2011	\$61,587.90	62.97	61.45	62.21
Procter & Gamble Co	PG	780,000	\$47,563.78	6/23/2010	11/21/2011	\$48,523.80	62.97	61.45	62.21
Qualcomm Inc	QCOM	750,000	\$28,601.78	4/23/2010	11/21/2011	\$40,713.75	54.77	53.80	54.29
Qualcomm Inc	QCOM	1,290,000	\$45,868.01	6/14/2010	11/21/2011	\$70,027.65	54.77	53.80	54.29
Qualcomm Inc	QCOM	1,040,000	\$36,908.98	6/23/2010	11/21/2011	\$56,456.40	54.77	53.80	54.29
			\$3,213,545.25				\$3,973,596.88		

LAS CUMARES OBSERVATORY 6 T.N., INC
#77-0361278

2011
SCH B, PART II, Form 990F

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2011Attachment
Sequence No **179**

Name(s) shown on return

LAS CUMBRES OBSERVATORY G. T. N., INC

Identifying number

77-0361278

Business or activity to which this form relates

Form 990-PF page 1**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	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
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 (see instrs)	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) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	46,115.

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	1,710,509.
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 <input type="checkbox"/>		

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	
i Nonresidential real property	07/11	12,653.	39 yrs	MM	S/L	149.

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

20a Class life		431,908.	Various	HY	S/L	42,606.
b 12-year		484,555.	12 yrs	HY	S/L	20,191.
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	11,123.
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 instructions	22	1,830,693.
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	

BAA For Paperwork Reduction Act Notice, see separate instructions.

FDIZ0812 05/20/11

Form 4562 (2011)

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 checked="" type="checkbox"/> Yes		<input type="checkbox"/> No		24b If 'Yes,' is the evidence written?						<input checked="" 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 (see instructions).								25											
26 Property used more than 50% in a qualified business use																			
TRUCK/LIFT	05/27/05	100.00	22,371.	22,371.	5.00	S/L-HY	0.												
VEHICLES	07/01/06	100.00	13,595.	13,595.	5.00	S/L-HY	1,775.												
See Additional Listed Property Statement							9,348.												
27 Property used 50% or less in a qualified business use																			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1								28	11,123.										
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 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
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?												
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 (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
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? (See instructions.)		

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 (see instructions)						
43 Amortization of costs that began before your 2011 tax year					43	0.
44 Total. Add amounts in column (f). See the instructions for where to report					44	0.

Form 4562

LAS CUMBRES OBSERVATORY G. T. N., INC

Depreciation and Amortization Report

Tax Year 2011

2011

Form 990PF - page 1

► Keep for your records

77-0361278

Asset Description	Code	Date in Service	Cost (net of land)	Land	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation
DEPRECIATION												
LCO-2011 SB LABEL PRINTER		03/09/11	3,971		100.00			3,971	10.00	ALT/HY		199
LCO-2011 SB IN HOUSE TELESCOPES		04/20/11	27,588		100.00			27,588	12.00	ALT/HY		1,150
LCO-2011 SB FORKLIFT		06/27/11	16,361		100.00			16,361	12.00	ALT/HY		682
LCO-2011 COMPUTERS		07/01/11	377,076		100.00			377,076	5.00	ALT/HY		37,708
LCO-2011 SB FURN & FIXT		07/01/11	7,739		100.00			7,739	10.00	ALT/HY		387
LCO-2011 SB LAB EQUIP		07/01/11	32,362		100.00			32,362	12.00	ALT/HY		1,348
LCO-2011 SOFTWARE		07/01/11	9,541		100.00			9,541	3.00	SL/NA		1,590
LCO-LH-2011 CORTONA		07/01/11	12,653		100.00			12,653	39.00	SL/MM		149
FAULKES S-2011 TELESCOPE		07/01/11	226,174		100.00			226,174	12.00	ALT/HY		9,424
FAULKES N.-2011 TELESCOPE		07/01/11	86,460		100.00			86,460	12.00	ALT/HY		3,603
FAULKES S-2011 EQUIPMENT		07/01/11	28,454		100.00			28,454	12.00	ALT/HY		1,186
FAULKES S-2011 COMPUTER		08/10/11	21,561		100.00			21,561	5.00	ALT/HY		2,156
FAULKES N-2011 COMPUTER		08/10/11	21,561		100.00			21,561	5.00	ALT/HY		2,156
SEDGWICK TELESCOPE		12/31/11	67,156		100.00			67,156	12.00	ALT/HY		2,798
SUBTOTAL CURRENT YEAR			938,657	0	0	0	0	938,657			0	64,536
ASTRONOMICAL/ONSERVATORY		12/15/93	121,622		100.00			121,622	12.00	ALT/HY	117,484	0
DATA PROCESSING EQUIPMENT		12/15/93	35,474		100.00			35,474	5.00	ALT/HY	35,474	0
MISCELLANEOUS EQUIPMENT		12/15/93	8,140		100.00			8,140	12.00	ALT/HY	7,863	0
TELESCOPE RELATED		12/15/93	5,832		100.00			5,832	12.00	ALT/HY	5,634	0
TOOLS		12/15/93	1,757		100.00			1,757	5.00	ALT/HY	1,757	0
SHELVES		12/15/93	648		100.00			648	12.00	ALT/HY	626	0
OBSERVATORY/TELESCOPE		05/15/94	38,424		100.00			38,424	12.00	ALT/HY	38,424	0
SCIENTIFIC EQUIPMENT		09/01/94	63,349		100.00			63,349	7.00	ALT/MQ	63,349	0
TEST EQUIPMENT		09/01/94	10,659		100.00			10,659	5.00	ALT/MQ	10,659	0
MACH & EQUIP		11/25/94	17,500		100.00	17,500		0	7.00	200DB/HY		0
MAC H & EQUIP		11/26/94	67,760		100.00			67,760	7.00	200DB/MQ	67,760	0
FURNITURE & FIXTURES		11/26/94	2,169		100.00			2,169	7.00	200DB/MQ	2,169	0
SCIENTIFIC EQUIP		03/31/95	30,268		100.00			30,268	7.00	200DB/MQ	30,268	0
SCIENCE EQUIPMENT		06/01/95	56,799		100.00			56,799	12.00	ALT/HY	56,799	0
SCIENTIFIC EQUIP		06/30/95	13,542		100.00			13,542	7.00	200DB/MQ	13,542	0
SCIENTIFIC EQUIPMENT		08/31/95	17,554		100.00			17,554	7.00	200DB/MQ	17,554	0
SCIENTIFIC EQUIPMENT		11/01/95	114,596		100.00			114,596	7.00	200DB/MQ	114,596	0
SCIENTIFIC EQUIPMENT		03/31/96	1,117		100.00			1,117	7.00	200DB/HY	1,117	0
SCIENCE EQUIPMENT		06/01/96	8,807		100.00			8,807	12.00	ALT/HY	8,807	0
SCIENTIFIC EQUIPMENT		06/30/96	9,320		100.00			9,320	7.00	200DB/HY	9,320	0

Code: S = Solid, A = Auto, L = Listed, C = COGS

Form 4562

Depreciation and Amortization Report

2011

LAS CUMBRES OBSERVATORY G. T. N., INC

Tax Year 2011

Form 990PF - page 1

Keep for your records

77-0361278

Asset Description	Code	Date in Service	Cost (net of land)	Land	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation
EQUIPMENT		07/01/96	17,500		100.00	13,090		4,410	7.00	200DB/HY	4,410	0
SCIENTIFIC EQUIPMENT		09/30/96	6,533		100.00			6,533	7.00	200DB/HY	6,533	0
OPTICAL EQUIPMENT		06/01/97	1,600		100.00			1,600	12.00	ALT/HY	1,600	0
OPTICAL EQUIPMENT		06/01/97	4,975		100.00			4,975	12.00	ALT/HY	4,975	0
CAMERA		05/01/98	7,500		100.00			7,500	12.00	ALT/HY	7,500	0
COMPUTER		05/01/98	10,825		100.00			10,825	5.00	ALT/HY	10,825	0
COMPUTER EQUIPMENT		06/01/99	2,435		100.00			2,435	5.00	200DB/HY	2,435	0
CAMERA		02/07/00	4,500		100.00			4,500	12.00	ALT/HY	3,944	371
COMPUTER EQUIPMENT		06/01/00	8,739		100.00			8,739	5.00	ALT/HY	8,739	0
COMPUTER EQUIP		05/31/01	1,489		100.00			1,489	5.00	200DB/HY	1,489	0
SCIENTIFIC EQUIPMENT		05/31/02	18,732		100.00			18,732	7.00	200DB/HY	18,732	0
SOFTWARE		05/31/02	4,835		100.00			4,835	3.00	SL/NA	4,835	0
DONATED TOOL		10/14/02	9,000		100.00			9,000	7.00	200DB/HY	9,000	0
TELESCOPE		01/30/03	1,963		100.00			1,963	7.00	200DB/HY	1,963	0
FAULKES TELESCOPE		03/15/04	8,211,623		100.00			8,211,623	12.00	ALT/MQ	4,974,348	631,663
EQUIPMENT-TIP-2004		07/01/04	51,450		100.00			51,450	12.00	ALT/MQ		4,287
MISCELLANEOUS EQUIPMENT		08/30/04	7,612		100.00			7,612	7.00	200DB/HY	7,280	332
COMPUTERS		11/04/04	5,602		100.00			5,602	5.00	200DB/HY	5,602	0
TELESCOPE		11/19/04	11,064		100.00			11,064	7.00	200DB/HY	10,582	482
TENEGRA OBSERVATORY		03/11/05	11,000		100.00			11,000	12.00	ALT/HY	5,084	910
FAULKES TELESCOPE IMPROVEMENTS		03/15/05	165,090		100.00			165,090	12.00	ALT/MQ	86,596	12,815
TRUCK/LIFT	L	05/27/05	22,371		100.00			22,371	5.00	ALT/HY	22,371	0
ASTRONOMICAL EQUIPMENT		06/01/05	148,498		100.00			148,498	12.00	ALT/HY	68,645	12,285
SOFTWARE		06/01/05	68,266		100.00			68,266	3.00	SL/NA	68,266	0
FURNITURE & FIXTURES		06/01/05	10,389		100.00			10,389	10.00	ALT/HY	5,756	1,030
COMPRESSOR/LATHE	S	06/01/05	73,233		100.00			73,233	12.00	ALT/HY	33,853	3,029
ASTRO PHYSICS REFRACTING TELESCOPE		06/01/05	15,000		100.00			15,000	12.00	ALT/HY	6,934	1,241
COMPUTERS		06/01/05	170,745		100.00			170,745	5.00	ALT/HY	170,745	0
CAMERA EQUIPMENT		06/01/05	49,369		100.00			49,369	12.00	ALT/HY	22,820	4,084
TELESCOPE PARTS		06/01/05	302,768		100.00			302,768	10.00	ALT/HY	167,716	30,012
EQUIPMENT-TIP 2005		07/01/05	121,232		100.00			121,232	12.00	ALT/MQ		10,102
COMPUTER RELATED		11/30/05	3,201		100.00			3,201	5.00	ALT/HY	3,201	0
COMPUTER EQUIPMENT		12/15/05	8,355		100.00			8,355	5.00	ALT/MQ	8,355	0
ASTRONOMICAL EQUIPMENT		12/15/05	44,376		100.00			44,376	12.00	ALT/MQ	18,863	3,711
SOFTWARE		12/15/05	77,723		100.00			77,723	3.00	SL/NA	77,723	0
LCO-SB FURN & FIXT		07/01/06	79,898		100.00			79,898	10.00	ALT/HY	35,955	7,990
LCO-SB COMPUTERS 2006 DISPOSED	S	07/01/06	4,056		100.00			4,056	5.00	ALT/HY	3,650	406

Code: S = Sold, A = Auto, L = Listed, C = COGS

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Form 4562

Depreciation and Amortization Report

2011

LAS CUMBRES OBSERVATORY G. T. N., INC

Tax Year 2011

Form 990PF - page 1

Keep for your records

77-0361278

Asset Description	Code	Date in Service	Cost (net of land)	Land	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation
VEHICLES	A	07/01/06	13,595		100.00			13,595	5.00	ALT/HY	10,348	1,775
LEASEHOLD IMPROVEMENTS		07/01/06	712,289		100.00			712,289	39.00	SL/MM	81,427	18,264
LCO-SB EQUIPMENT		07/01/06	312,161		100.00			312,161	12.00	ALT/HY	117,060	26,013
EQUIPMENT-TIP-2006		07/01/06	93,308		100.00			93,308	12.00	ALT/MQ		7,775
LCO-SB COMPUTERS		07/01/06	526,937		100.00			526,937	5.00	ALT/HY	474,244	52,693
LCO-SB SOFTWARE		07/01/06	211,836		100.00			211,836	3.00	SL/NA	211,836	0
FTN TELESCOPE TIP-2006		07/19/06	81,115		100.00			81,115	12.00	ALT/MQ		6,759
FAULKES-TRUCK	L	11/17/06	26,728		100.00			26,728	5.00	ALT/MQ	22,805	3,923
FAULKES-COMPUTER EQUIP		11/18/06	10,229		100.00			10,229	5.00	SL/MQ	8,728	1,501
FAULKES-MODULAR SPACE		12/15/06	7,083		100.00			7,083	12.00	ALT/MQ	2,701	556
FAULKES-TELESCOPE ADDITIONS		12/31/06	93,837		100.00			93,837	12.00	ALT/MQ	35,794	7,371
LCO-SB TELESCOPES		07/01/07	922,543		100.00			922,543	12.00	ALT/HY	269,076	76,878
FAULKES N-VEHICLES	A	07/01/07	34,394		100.00			34,394	5.00	ALT/HY	13,385	1,875
LCO-SB FURN & FIXT		07/01/07	157,144		100.00			157,144	10.00	ALT/HY	55,000	15,714
LCO-SB SOFTWARE		07/01/07	213,534		100.00			213,534	3.00	SL/NA	213,534	0
LCO-SB EQUIPMENT		07/01/07	107,682		100.00			107,682	12.00	ALT/HY	31,407	8,974
FAULKES N-EQUIPMENT		07/01/07	4,763		100.00			4,763	12.00	ALT/HY	1,389	397
EQUIPMENT-TIP 2007		07/01/07	65,129		100.00			65,129	12.00	ALT/MQ		5,427
LCO-SB LAB EQUIPMENT		07/01/07	143,784		100.00			143,784	12.00	ALT/HY	41,937	11,982
LCO-SB COMPUTERS		07/01/07	236,818		100.00			236,818	5.00	ALT/HY	165,773	47,363
LCO-SB COMPUTERS 2007 DISPOSED	S	07/01/07	1,869		100.00			1,869	5.00	ALT/HY	1,308	187
FTS-COMPUTER-2008		04/24/08	13,205		100.00			13,205	5.00	ALT/MQ	6,933	2,641
FTN-COMPUTER-2008		04/24/08	13,580		100.00			13,580	5.00	ALT/MQ	7,130	2,716
FURNITURE & FIXTURES-2008		07/01/08	92,276		100.00			92,276	10.00	ALT/MQ	21,916	9,228
LAB EQUIPMENT-2008		07/01/08	119,419		100.00			119,419	12.00	ALT/MQ	23,636	9,951
EQUIPMENT-2008		07/01/08	389,755		100.00			389,755	12.00	ALT/MQ	77,140	32,479
FTN EQUIPMENT-2008		07/01/08	127,269		100.00			127,269	12.00	ALT/MQ	25,189	10,606
LEASEHOLD IMPROVEMENTS-2008		07/01/08	1,593,585		100.00			1,593,585	39.00	SL/MM	100,450	40,861
FTN-TELESCOPES 2008		07/01/08	600,606		100.00			600,606	12.00	ALT/MQ	118,870	50,050
SOFTWARE-2008		07/01/08	63,708		100.00			63,708	3.00	SL/NA	53,090	10,618
COMPUTER EQUIPMENT-2008		07/01/08	380,779		100.00			380,779	5.00	ALT/MQ	180,870	76,156
FTS-EQUIPMENT-2008		07/01/08	11,787		100.00			11,787	12.00	ALT/MQ	2,332	982
FTS-TELESCOPE-2008		07/01/08	530,149		100.00			530,149	12.00	ALT/MQ	104,925	44,179
OUTREACH TELESCOPES-2008		07/01/08	15,515		100.00			15,515	12.00	ALT/MQ	3,071	1,293
2005 FORD ESCAPE HYBRID	A	07/31/08	16,970		100.00			16,970	5.00	ALT/MQ	7,517	1,775
2006 TOYOTA PRIUS	A	07/31/08	18,005		100.00			18,005	5.00	ALT/MQ	7,801	1,775
2009-FS COMPUTER EQUIP		07/01/09	27,996		100.00			27,996	5.00	ALT/HY	8,399	5,599

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Form 4562

Depreciation and Amortization Report

2011

LAS CUMBRES OBSERVATORY G. T. N., INC

Tax Year 2011

Form 990PF - page 1

Keep for your records

77-0361278

Asset Description	Code	Date in Service	Cost (net of land)	Land	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation
2009-FN-COMPUTER EQUIPMENT		07/01/09	16,223		100.00			16,223	5.00	ALT/HY	4,867	3,245
2009-FN-FTN EQUIPMENT		07/01/09	83,071		100.00			83,071	5.00	ALT/HY	24,921	16,614
2009-SANTA BARBARA SOFTWARE		07/01/09	18,679		100.00			18,679	3.00	SL/NA	9,340	6,226
2009-SANTA BARBARA EQUIPMENT		07/01/09	72,505		100.00			72,505	5.00	ALT/HY	21,752	14,501
2009-SB PROTOTYPE TEST EQUIP		07/01/09	10,751		100.00			10,751	5.00	ALT/HY	3,225	2,150
2009-SB LAB EQUIPMENT		07/01/09	34,989		100.00			34,989	5.00	ALT/HY	10,497	6,998
2009-FN TELESCOPE		07/01/09	847,907		100.00			847,907	12.00	ALT/HY	105,988	70,659
2009-FS EQUIPMENT FTS		07/01/09	78,700		100.00			78,700	5.00	ALT/HY	23,610	15,740
2009-SANTA BARBARA COMPUTERS		07/01/09	134,565		100.00			134,565	5.00	ALT/HY	40,370	26,913
2009-SB LEASHOLD IMPV		07/01/09	36,336		100.00			36,336	39.00	SL/MM	1,359	932
2009-FURNITURE & EQUIP		07/01/09	3,679		100.00			3,679	10.00	ALT/HY	552	368
2009-FS TELESCOPE		07/01/09	737,719		100.00			737,719	12.00	ALT/HY	92,215	61,477
2009-SEDGWICK TELESCOPE		07/01/09	733,850		100.00			733,850	12.00	ALT/HY	91,731	61,154
2010-TELESCOPE IN PROGRESS TO SB EQUIP		07/01/10	1,500		100.00			1,500	12.00	ALT/HY	63	125
2010-TELESCOPE IN PROGRESS TO FAULKES-N		07/01/10	47,497		100.00			47,497	12.00	ALT/HY	1,979	3,958
LCO-2010 SB SOFTWARE		07/01/10	83,042		100.00			83,042	3.00	SL/NA	13,840	27,681
LCO-2010 SB F&F		07/01/10	14,159		100.00			14,159	10.00	ALT/HY	708	1,416
LCO-2010 SB LAB EQUIP		07/01/10	3,042		100.00			3,042	12.00	ALT/HY	127	253
LCO-2010 SB LH IMPROV		07/01/10	19,267		100.00			19,267	39.00	SL/MM	226	494
LCO-2010 SB-EQUIPMENT		07/01/10	182,273		100.00			182,273	12.00	ALT/HY	7,595	15,189
LCO-SB 2010 IN HOUSE TELESCOPES		07/01/10	39,174		100.00			39,174	12.00	ALT/HY	1,632	3,265
LCO-2010 SB COMPUTERS		07/01/10	451,135		100.00			451,135	5.00	ALT/HY	45,114	90,227
LCO-2010 SB COMPUTERS DISPOSED	S	07/01/10	2,812		100.00			2,812	5.00	ALT/HY	281	281
2010-TELESCOPE IN PROGRESS TO FAULKES-S		07/01/10	47,497		100.00			47,497	12.00	ALT/HY	1,979	3,958
2010-TELESCOPE IN PROGRESS TO SEDGWICK		12/31/10	134,970		100.00			134,970	12.00	ALT/HY	5,624	11,247
SUBTOTAL PRIOR YEAR			22,215,608	0		30,590	0	22,185,018			9,511,143	1,766,157
TOTALS			23,154,265	0		30,590	0	23,123,675			9,511,143	1,830,693
AMORTIZATION												
TECHNICAL LIBRARY		12/15/93	11,150		100.00			11,150	15.00		11,150	0
ORGANIZATION COSTS		12/15/93	4,375		100.00			4,375	5.00		4,375	0
SUBTOTAL PRIOR YEAR			15,525			0	0	15,525			15,525	0
TOTALS			15,525			0	0	15,525			15,525	0

Code: S = Sold, A = Auto, L = Listed, C = COGS

Election Statement**Election out of Qualified Economic Stimulus Property**

Election Out of Qualified Economic Stimulus Property**Attach to your return**

Taxpayer hereby elects under IRC Section 168(k)(2)(D)(iii) out of having Qualified Economic Stimulus property for the following asset classes placed in service during the tax year ending:

December 31, 2011

ALL ELIGIBLE CLASSES OF PROPERTY

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2011

Name LAS CUMBRES OBSERVATORY G. T. N., INC	Employer Identification Number 77-0361278
--	---

Asset Information:

Description of Property: **COMPRESSOR AND LATHE**

Date Acquired: **06/01/05** How Acquired: **Purchased**

Date Sold: **08/31/11** Name of Buyer: **UNRELATED**

Sales Price: **27,049.** Cost or other basis (do not reduce by depreciation): **73,233.**

Sales Expense: **0.** Valuation Method: **Fair Market Value**

Total Gain (Loss): **-9,302.** Accumulation Depreciation: **36,882.**

Description of Property: **COMPUTERS**

Date Acquired: **Various** How Acquired: **Purchased**

Date Sold: **Various-2011** Name of Buyer: **VARIOUS**

Sales Price: **0.** Cost or other basis (do not reduce by depreciation): **4,681.**

Sales Expense: **0.** Valuation Method: **Fair Market Value**

Total Gain (Loss): **-2,624.** Accumulation Depreciation: **2,057.**

Description of Property: **DISPOSAL OF CONSTRUCTION IN PROGRESS**

Date Acquired: **Various** How Acquired: **Purchased**

Date Sold: **12/31/11** Name of Buyer: **WRITE DOWN OF IMPAIRED ASSET**

Sales Price: **0.** Cost or other basis (do not reduce by depreciation): **2,100,000.**

Sales Expense: **0.** Valuation Method: **Fair Market Value**

Total Gain (Loss): **-2,100,000.** Accumulation Depreciation: **0.**

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation): _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation): _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation): _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation): _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation): _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Bessemer Trust Company N.A.

Account: 8G6643

Proceeds from Broker and Barter Exchange Transactions

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part I, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/Symbol 1a - Date of Sale or exchange	2 - Proceeds of *		Date of acquisition	These columns are not reported to the IRS	
	Quantity	stocks, bonds, etc.		Cost or other basis	Gain or loss Additional Information
OW GLOBAL SML & MID CAP FD / CUSIP: 680414604 / Symbol: OWSM X					
2 tax lots for 12/29/11. Total proceeds (and cost when required) reported to the IRS.					
	27.820	373.90	12/16/11	365.83	8.07 Sale
	120 353	1,617.55	12/16/11	1,582.64	34.91 Sale
12/29/11	148.173	1,991.45	VARIOUS	1,948.47	42.98 Total of 2 lots
OW REAL RETURN FUND / CUSIP: 680414703 / Symbol: OWRR X					
12/29/11	11.297	104.61	12/22/11	102.80	1.81 Sale
OW GLOBAL OPPORTUNITIES FD / CUSIP: 680414802 / Symbol: OWGO X					
12/29/11	13.208	89.42	12/23/11	88.89	0.53 Sale
	Totals:	2,185.48		2,140.16	45.32

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II, with Box B checked

6 - Tax lots: NONCOVERED**

3 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
AMERICAN EXPRESS / CUSIP: 025816109 / Symbol: AXP						
3 tax lots for 10/07/11	Total proceeds (and cost when required) reported to the IRS.					
	2,000.000	87,390.72	06/09/10	77,476.60	9,914.12	Sale
	2,815.000	123,002.43	06/14/10	113,471.24	9,531.19	Sale
	1,295.000	56,585.49	06/23/10	54,493.60	2,091.89	Sale
10/07/11	6,110.000	266,978.64	VARIOUS	245,441.44	21,537.20	Total of 3 lots
DISNEY (WALT) HOLDING CO / CUSIP: 254687106 / Symbol: DIS						
5 tax lots for 11/22/11.	Total proceeds (and cost when required) reported to the IRS.					
	1,190.000	40,421.62	08/25/04	26,656.94	13,764.68	Sale
	1,500.000	50,951.62	07/12/05	37,479.68	13,471.94	Sale
	3,775.000	128,228.24	08/04/05	96,222.25	32,005.99	Sale
	1,080.000	36,685.17	09/15/05	25,706.24	10,978.93	Sale

2011
Part II, from 990-PFLAS CUMARES (OVERSEAS) 6.T.N, INC
#77-0361878

Bessemer Trust Company N.A.

Account 8G6643

Proceeds from Broker and Barter Exchange Transactions

(continued)

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS	
				Cost or other basis	Gain or loss
DISNEY (WALT) HOLDING CO / CUSIP: 254687106 / Symbol: DIS			(Cont'd)		
11/22/11	1,215.000	41,270.81	06/23/10	41,985.05	-714.24 Sale
	8,760.000	297,557.46	VARIOUS	228,050.16	69,507.30 Total of 5 lots
HONEYWELL INTL INC / CUSIP: 438516106 / Symbol: HON					
3 tax lots for 09/26/11. Total proceeds (and cost when required) reported to the IRS.					
	2,250.000	97,963.34	06/09/10	92,403.00	5,560.34 Sale
	2,090.000	90,997.06	06/14/10	86,961.35	4,035.71 Sale
	1,255.000	54,641.77	06/23/10	52,653.78	1,987.99 Sale
09/26/11	5,595.000	243,602.17	VARIOUS	232,018.13	11,584.04 Total of 3 lots
INTERNATIONAL PAPER / CUSIP: 460146103 / Symbol: IP					
11/22/11	6,890.000	185,639.21	02/20/09	42,586.41	143,052.80 Sale
KRAFT FOODS INC / CUSIP: 50075N104 / Symbol: KFT					
4 tax lots for 11/22/11. Total proceeds (and cost when required) reported to the IRS.					
	600.000	20,780.60	04/14/10	18,458.76	2,321.84 Sale
	500.000	17,317.17	04/16/10	15,325.00	1,992.17 Sale
	2,270.000	78,619.93	06/14/10	67,214.70	11,405.23 Sale
	2,040.000	70,654.04	06/23/10	60,363.60	10,290.44 Sale
11/22/11	5,410.000	187,371.74	VARIOUS	161,362.06	26,009.68 Total of 4 lots
MASTERCARD CL A / CUSIP: 57636Q104 / Symbol: MA					
2 tax lots for 10/07/11. Total proceeds (and cost when required) reported to the IRS.					
	350.000	109,472.05	09/20/10	75,839.40	33,632.65 Sale
	380.000	118,855.37	09/21/10	82,395.32	36,460.05 Sale
10/07/11	730.000	228,327.42	VARIOUS	158,234.72	70,092.70 Total of 2 lots
OW GLOBAL SML & MID CAP FD / CUSIP: 680414604 / Symbol: OWSM X					
11/04/11	3,474.635	50,000.00	04/29/05	33,773.45	16,226.55 Sale
11/10/11	7,097.232	100,000.00	04/29/05	68,985.10	31,014.90 Sale
11/15/11	7,012.623	100,000.00	04/29/05	68,162.69	31,837.31 Sale
11/17/11	7,246.377	100,000.00	04/29/05	70,434.79	29,565.21 Sale

2011
Apr 11, from 990-PFLAS CUMAPES OBSERVATORY 6.T.N., INC
77-0361878

Bessemer Trust Company N.A.

Account 8G6643

Proceeds from Broker and Barter Exchange Transactions

(continued)

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of* stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information
PFIZER INC / CUSIP: 717081103 / Symbol: PFE (Cont'd)						
11/22/11	4,000.000	75,478.55	08/06/10	64,722.00	10,756.55	Sale
	20,660.000	389,846.69	VARIOUS	338,629.97	51,216.72	Total of 6 lots
PROCTER & GAMBLE CO / CUSIP: 742718109 / Symbol: PG						
4 tax lots for 11/22/11. Total proceeds (and cost when required) reported to the IRS.						
	1,770.000	109,932.58	02/20/09	89,446.77	20,485.81	Sale
	125.000	7,763.60	11/13/09	7,708.75	54.85	Sale
	990.000	61,487.72	06/14/10	60,902.13	585.59	Sale
	780.000	48,444.87	06/23/10	47,563.78	881.09	Sale
11/22/11	3,665.000	227,628.77	VARIOUS	205,621.43	22,007.34	Total of 4 lots

QUALCOMM INC / CUSIP: 747525103 / Symbol: QCOM

3 tax lots for 11/22/11. Total proceeds (and cost when required) reported to the IRS.						
	750.000	41,150.66	04/23/10	28,601.78	12,548.88	Sale
	1,290.000	70,779.13	06/14/10	45,868.01	24,911.12	Sale
	1,040.000	57,062.25	06/23/10	36,908.98	20,153.27	Sale
11/22/11	3,080.000	168,992.04	VARIOUS	111,378.77	57,613.27	Total of 3 lots
Totals:		3,955,852.54		3,213,545.25	742,307.29	

LAS CUMBOES OBSERVATORY G.T.N., INC # 77-0361878

2011 Part II, Form 990-PF

Miscellaneous Statement**PART VII-B, QUESTION 3 (a)**

AS DISCLOSED IN PREVIOUS YEARS, LAS CUMBRES
OBSERVATORY, INC (LCO) IS THE SOLE MEMBER
OF LAS CUMBRES OBSERVATORY (UK) (LCO UK)
A NONPROFIT ENTITY WHOSE CHARITABLE PURPOSE
INCLUDES THE ADVANCEMENT OF EDUCATION OF
THE PUBLIC THROUGHOUT THE WORLD IN THE
SCIENCES OF ASTRONOMY AND COSMOLOGY. LCO
UK, IN TURN, IS THE SOLE OWNER OF TELESCOPE
TECHNOLOGIES LIMITED, A COMPANY THAT PROVIDES
TECHNICAL SUPPORT FOR ASTRONOMICAL TELESCOPES.

Total

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income.	Rev/Exp Book	Net Inv Inc	Adj Net Inc
NET INCOME-TTL	69,959.		
FOREIGN CURRENCY TRANSLATION LOSS	-27,264.	-21,873.	-5,391.
ADJUST TO BOOKS-DONATED SECURITI	-5,820.		
BOOK/TAX ADJUSTMENT ASSET DISPOS	-38,554.		
BOOK INVESTMENT LOSS	-10,297.		
Total	<u>-11,976.</u>	<u>-21,873.</u>	<u>-5,391.</u>

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
PAYROLL TAX	302,492.			250,100.
TAXES PER FINANCIAL STATEMENTS	63,704.			
Total	<u>366,196.</u>			<u>250,100.</u>

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses.	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Amortization	0.			
MAINTENANCE/REPAIRS	33,607.			33,607.
PROJECT COSTS	38,044.			38,044.
MATERIALS EXPENSE	73,471.			73,471.
VEHICLE EXPENSES	20,147.			0.
INSURANCE	147,032.			0.
OFFICE EXPENSE	130,536.			0.
OTHER OPERATING EXPENSES	111,368.			0.
TELEPHONE/UTILITIES	306,391.			0.
CONTRACT LABOR	636,096.			251,584.
SHOP EXPENSES	215,794.			215,794.
ACCRUAL TO CASH ADG-GRANTS	-470,740.			0.
BOOK < TAX DEPRECIATION ADJUST	-179,521.			0.
BOOK WAGES AND BENEFITS ADJUST	10,063.			0.
Total	<u>1,072,288.</u>			<u>612,500.</u>

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> LARS BILDSTEIN 971 CAMINO DEL RIO SANTA BARBARA CA 93110	DIRECTOR 1.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> MIKE SKRUTSKIE 530 MCCORMICK RD CHARLOTTESVILLE VA 22904	DIRECTOR 1.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
NUCLIO	N/A		SCIENTIFIC	Person or <input type="checkbox"/>
LAGO DOS TOPAZIOS		FOREIGN	EDUCATIONAL	Business <input checked="" type="checkbox"/>
SAO DOMINGOS DE RANA 00000				6,953.
OXFORD UNIVERSITY			EDUCATIONAL	Person or <input type="checkbox"/>
WELLINGTON SQ		FOREIGN		Business <input checked="" type="checkbox"/>
OXFORD, UK 00000				5,000.

Total

11,953.

Form 990-PF, Page 10, Part XV, line 3b

Line 3b statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
b <i>Approved for future payment</i>				
<u>UNIVERSITY OF HAWAII</u>			<u>PANN-STARS</u>	Person or <input type="checkbox"/>
<u>244 DOLE ST</u>	<u>N/A</u>	<u>501 (C) (3)</u>	<u>EDUCATIONAL</u>	Business <input checked="" type="checkbox"/>
<u>HONOLULU HI 96822</u>				<u>283,333.</u>
<u>UNIVERSITY OF CALIFORNIA</u>			<u>SEDGWICK RESERVE</u>	Person or <input type="checkbox"/>
<u>SANTA BARBARA</u>	<u>N/A</u>	<u>501 (C) (3)</u>	<u>EDUCATIONAL</u>	Business <input checked="" type="checkbox"/>
<u>SANTA BARBARA CA 93106</u>				<u>111,630.</u>

Total

394,963.

Form 4562, line 26

Additional Listed Property Statement

(a) Type of property	(b) Date placed in service	(c) Business/ investmt use %	(d) Cost or other basis	(e) Basis for deprecia- tion	(f) Re- covery period	(g) Method/ Con- vention	(h) Deprecia- tion deduction	(i) Elected section 179 cost
<u>PAULKES N-VEHICLE</u>	<u>07/01/07</u>	<u>100.00</u>	<u>34,394.</u>	<u>34,394.</u>	<u>5.00</u>	<u>S/L-HY</u>	<u>1,875.</u>	
<u>PAULKES-TRUCK</u>	<u>11/17/06</u>	<u>100.00</u>	<u>26,728.</u>	<u>26,728.</u>	<u>5.00</u>	<u>S/L-MQ</u>	<u>3,923.</u>	
<u>2006 TOYOTA PRIUS</u>	<u>07/31/08</u>	<u>100.00</u>	<u>18,005.</u>	<u>18,005.</u>	<u>5.00</u>	<u>S/L-MQ</u>	<u>1,775.</u>	
<u>2005 FORD ESCAPE</u>	<u>07/31/08</u>	<u>100.00</u>	<u>16,970.</u>	<u>16,970.</u>	<u>5.00</u>	<u>S/L-MQ</u>	<u>1,775.</u>	

Total

9,348.

Form 990-PF, Part VII-A, Line 11, Statements Regarding Activities

Schedule of Information Regarding Transfers To a Controlled Entity

(A) Name and Address of Each Controlled Entity	(B) Employer ID number	(C) Description of Transfer	(D) Amount of Transfer
<u>TELESCOPE TECHNOLOGIES LTD</u>	<u>[REDACTED]</u>	<u>CONTRACT SERVICES</u>	<u>[REDACTED]</u>
<u>1 MORPETH WARF, BERKENHEAD,</u>	<u>[REDACTED]</u>	<u>TELESCOPE CONSTRUCTION</u>	<u>[REDACTED]</u>
<u>MERSEYSIDE, ENGLAND CH 41</u>	<u>NONE</u>		<u>872,157.</u>
<u>TELESCOPE TECHNOLOGIES LTD</u>	<u>[REDACTED]</u>	<u>NET CAPITAL</u>	<u>[REDACTED]</u>
<u>1 MORPETH WARF, BERKENHEAD,</u>	<u>[REDACTED]</u>	<u>CONTRIBUTION</u>	<u>[REDACTED]</u>
<u>MERSEYSIDE, ENGLAND CH 41</u>	<u>NONE</u>		<u>0.</u>

Total

872,157.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	GENERAL	3,715.			

Total 3,715.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JOHN P. TALIA, CPA	TAX SERVICES	4,375.			0.
BARTLETT, PRINGLE &	AUDIT SERVICES	18,000.			0.
VARIOUS	FOREIGN ACCTBG SERV	182.			0.

Total 22,557. 0.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BESSEMER ACCT FEES	BROKERAGE	840.	840.	0.	0.
VARIOUS	OTHER	755.			0.
VARIOUS	PUBLIC RELATIONS	19,794.			0.

Total 21,389. 840. 0. 0.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
TELESCOPE TECHNOLOGIES LTD (SEC. 4942(j)(4))	629,650.	629,650.
Total	<u>629,650.</u>	<u>629,650.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
TAX DEPRECIATION SCHEDULES	23,076,351.	11,302,897.	11,773,454.

Form 990-PF, Page 2, Part II, Line 14

Continued

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
RECONCILE TO BOOKS	895,693.	-1,972,091.	2,867,784.
CONSTRUCTION IN PROGRESS	24,762,311.	0.	24,762,311.
Total	48,734,355.	9,330,806.	39,403,549.

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	Fair Market Value
OTHER ASSETS	36,270.	15,701.	15,701.
Total	36,270.	15,701.	15,701.

Form 990-PF, Page 2, Part II, Line 22

Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
ACCRUED EXPENSES	387,778.	388,445.
Total	387,778.	388,445.

Supporting Statement of:**Form 990-PF, p12/Line 3 Column (d)**

Description	Amount
BESSEMER	2,523.
ADJUST TO BOOKS-PLUS BESSEMER ACCT FEES	2,823.
Total	<u>5,346.</u>