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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 Autrey Foundation		A Employer identification number 84-1464997
Number and street (or P.O. box number if mail is not delivered to street address) 16 Cherrymoor Drive	Room/suite	B Telephone number (303) 761-2775
City or town, state, and ZIP code Englewood, CO 80113		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) \$ 1,518,935.	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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		27.	27.		Statement 1
4 Dividends and interest from securities		26,213.	26,213.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		64,627.			Statement 3
b Gross sales price for all assets on line 6a 315,569.					
7 Capital gain net income (from Part IV, line 2)			64,676.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales, less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<7,912.>	<7,912.>		Statement 4
12 Total. Add lines 1 through 11		82,955.	83,004.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 5		3,400.	3,400.		0.
c Other professional fees Stmt 6		8,945.	8,945.		0.
17 Interest		1,789.	1,789.		0.
18 Taxes Stmt 7		1,711.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 8		3,919.	3,351.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		19,764.	17,485.		0.
25 Contributions, gifts, grants paid		74,950.			74,950.
26 Total expenses and disbursements. Add lines 24 and 25		94,714.	17,485.		74,950.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<11,759.>			
b Net investment income (if negative, enter -0-)			65,519.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			1.	1.	
	2	Savings and temporary cash investments		91,100.	108,697.	108,697.	
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock Stmt 10		1,159,644.	1,130,273.	1,343,129.	
	c	Investments - corporate bonds					
Liabilities	11	Investments - land, buildings, and equipment basis ▶					
		Less: accumulated depreciation ▶					
	12	Investments - mortgage loans					
	13	Investments - other Stmt 11		163,018.	163,032.	67,108.	
	14	Land, buildings, and equipment: basis ▶					
		Less: accumulated depreciation ▶					
	15	Other assets (describe ▶)					
	16	Total assets (to be completed by all filers)		1,413,762.	1,402,003.	1,518,935.	
	17	Accounts payable and accrued expenses					
	18	Grants payable					
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)		0.	0.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>	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		1,413,762.	1,402,003.	
		30	Total net assets or fund balances		1,413,762.	1,402,003.	
	31	Total liabilities and net assets/fund balances		1,413,762.	1,402,003.		

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	1,413,762.
2	Enter amount from Part I, line 27a	2	<11,759.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,402,003.
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	1,402,003.

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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				
b See Attached Statements				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	315,569.	250,893.	64,676.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			64,676.	
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 64,676.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	72,325.	1,469,921.	.049203
2009	60,490.	1,291,146.	.046850
2008	130,900.	1,919,447.	.068197
2007	121,290.	2,419,319.	.050134
2006	120,259.	2,229,354.	.053943
2 Total of line 1, column (d)			2 .268327
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 .053665
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,604,845.
5 Multiply line 4 by line 3			5 86,124.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 655.
7 Add lines 5 and 6			7 86,779.
8 Enter qualifying distributions from Part XII, line 4			8 74,950.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,310.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,310.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,310.
6 Credits/Payments:			
a 2011 estimated tax payments 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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		33.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	See Statement 12	1,343.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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
1b 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) None		
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)	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?	13	X	
Website address ► <u>N/A</u>				
14	The books are in care of ► <u>The Foundation</u>	Telephone no. ►	<u>(303) 761-2775</u>	
	Located at ► <u>16 Cherrymoor Drive, Englewood, CO</u>	ZIP+4 ►	<u>80113</u>	
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	►	<input type="checkbox"/>	
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?	►	15	N/A
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country		16	Yes No X

country	Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required
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File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

<p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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)? N/A</p> <p>Organizations relying on a current notice regarding disaster assistance check here  <input type="checkbox"/></p> <p>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</p>					
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
If "Yes," list the years  _____, _____, _____, _____					
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A					
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  _____, _____, _____, _____					
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A					
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?					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?					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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Gary Autrey	Director			
16 Cherrymoor Drive				
Englewood, CO 80113	1.00	0.	0.	0.
Sandra Autrey	Director			
16 Cherrymoor Drive				
Englewood, CO 80113	1.00	0.	0.	0.
Scott B. Autrey	Director			
1133 14th Street, Unit 2130				
Denver, CO 80202	1.00	0.	0.	0.
Andrea D. Autrey Ellsworth	Director			
5781 E Nassau Place				
Cherry Hills Village, CO 80111	1.00	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 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	1,629,284.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,629,284.
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	1,629,284.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,439.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,604,845.
6	Minimum investment return. Enter 5% of line 5	6	80,242.

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	80,242.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,310.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,310.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,932.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	78,932.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,932.

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	74,950.
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	74,950.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	74,950.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				78,932.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			8,369.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 74,950.				
a Applied to 2010, but not more than line 2a			8,369.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				66,581.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				12,351.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
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				

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)

- (4) Gross investment income**

[illegible]

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
See attached schedule	None	501 (c) (3) organization	Charitable Gifts	74,950.
Total			3a	74,950.
b Approved for future payment				
None				
Total			3b	0.

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

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

▲ **A**
Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

William M. Holben

W. M. Hill

11-9-12

P00026542

Firm's name ► Holben Hay Lake Balzer CPAs LLC

Firm's EIN ► 84-1474365

Firm's address ► 1777 S Harrison Street #1000
Denver, CO 80210

Phone no. 303-759-2727

Form 990-PF	Corporate Stock	Statement 10
-------------	-----------------	--------------

Description	Book Value	Fair Market Value
Corporate Stocks	1,130,273.	1,343,129.
Total to Form 990-PF, Part II, line 10b	1,130,273.	1,343,129.

Form 990-PF	Other Investments	Statement 11
-------------	-------------------	--------------

Description	Valuation Method	Book Value	Fair Market Value
Agile Safety Fund	COST	136,031.	0.
Enterprise Products Partners	COST	11,011.	51,760.
WCA Marcellus Tst I	COST	15,990.	15,348.
Total to Form 990-PF, Part II, line 13		163,032.	67,108.

Form 990-PF

Taxes

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Taxes	1,711.	0.		0.
To Form 990-PF, Pg 1, ln 18	1,711.	0.		0.

Form 990-PF

Other Expenses

Statement 8

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Miscellaneous	3,869.	3,301.		0.
Licenses and Fees	50.	50.		0.
To Form 990-PF, Pg 1, ln 23	3,919.	3,351.		0.

The Autrey Foundation

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	Aecom Technology	P	Various	08/17/11
b	Matthews Asia China	P	Various	09/27/11
c	Firstenergy Corp	P	Various	11/07/11
d	Matthews Asia China	P	Various	09/27/11
e	Medtronic	P	Various	11/07/11
f	Scout Intl Fund	P	Various	05/16/11
g	Bank of America	P	Various	08/12/11
h	Best Buy	P	Various	10/25/11
i	Corning Inc	P	Various	10/25/11
j	Dresser-rand Group	P	Various	03/03/11
k	Ebay Inc	P	Various	04/28/11
l	Gamestop Corp	P	Various	04/14/11
m	L-3 Communications	P	Various	01/26/11
n	Nvidia Corp	P	Various	01/10/11
o	Research in Motion	P	Various	08/09/11

(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	7,009.	9,882.	<2,873.>
b	288.	372.	<84.>
c	36,104.	28,737.	7,367.
d	52,246.	59,400.	<7,154.>
e	34,220.	6,194.	28,026.
f	19,992.	14,267.	5,725.
g	2,693.	13,439.	<10,746.>
h	7,116.	11,994.	<4,878.>
i	4,126.	7,483.	<3,357.>
j	7,810.	3,258.	4,552.
k	11,709.	10,040.	1,669.
l	11,397.	9,250.	2,147.
m	10,857.	10,855.	2.
n	7,202.	7,413.	<211.>
o	2,718.	8,361.	<5,643.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,873.>
b			<84.>
c			7,367.
d			<7,154.>
e			28,026.
f			5,725.
g			<10,746.>
h			<4,878.>
i			<3,357.>
j			4,552.
k			1,669.
l			2,147.
m			2.
n			<211.>
o			<5,643.>

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

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

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	Stryker	P	Various	03/03/11
b	Walgreen Co	P	Various	07/01/11
c	Yum Brands Inc	P	Various	03/03/11
d	Pride Intl	P	Various	12/31/11
e	Rockwell Automation	P	11/14/08	02/01/11
f	Rockwell Automation	P	11/14/08	04/26/11
g	Terex Coep	P	09/01/05	02/16/11
h	Trex Co	P	10/15/07	02/28/11
i	Union Pacific	P	12/20/05	04/28/11
j	Ensco Intl	P	Various	12/31/11
k	Capital Gains Dividends			
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 16,017.		9,930.	6,087.
b 11,675.		9,793.	1,882.
c 15,997.		10,464.	5,533.
d 18,623.		8,467.	10,156.
e 4,086.		1,305.	2,781.
f 7,310.		1,958.	5,352.
g 3,754.		2,468.	1,286.
h 4,377.		1,738.	2,639.
i 10,292.		3,825.	6,467.
j 1.			1.
k 7,950.			7,950.
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			6,087.
b			1,882.
c			5,533.
d			10,156.
e			2,781.
f			5,352.
g			1,286.
h			2,639.
i			6,467.
j			1.
k			7,950.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	64,676.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Interest Income	23.
Interest Income - US Govt	4.
Total to Form 990-PF, Part I, line 3, Column A	27.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Dividend Income	30,555.	4,356.	26,199.
Dividend Income	3,254.	3,240.	14.
Dividend Income	354.	354.	0.
Total to Fm 990-PF, Part I, ln 4	34,163.	7,950.	26,213.

Form 990-PF

Gain or (Loss) from Sale of Assets

Statement 3

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Aecom Technology				Various	08/17/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
7,009.	9,882.	0.	0.	<2,873.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Matthews Asia China				Various	09/27/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
288.	372.	0.	0.	<84.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Firstenergy Corp				Various	11/07/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
36,104.	28,737.	0.	0.	7,367.	

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Matthews Asia China	52,246.	59,400.	0.	0.	Various	09/27/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Medtronic	34,220.	6,194.	0.	0.	Various	11/07/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Scout Intl Fund	19,992.	14,267.	0.	0.	Various	05/16/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Bank of America	2,693.	13,439.	0.	0.	Various	08/12/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Best Buy	7,116.	11,994.	0.	0.	Various	10/25/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Corning Inc	4,126.	7,483.	0.	0.	Various	10/25/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Dresser-rand Group	7,810.	3,258.	0.	0.	Various	03/03/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Ebay Inc	11,709.	10,040.	0.	0.	Various	04/28/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Gamestop Corp	11,397.	9,250.	0.	0.	Various	04/14/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
L-3 Communications	10,857.	10,855.	0.	0.	Various	01/26/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Nvidia Corp	7,202.	7,413.	0.	0.	Various	01/10/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Research in Motion	2,718.	8,361.	0.	0.	Various	08/09/11

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Stryker				Various	03/03/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
16,017.	9,930.	0.	0.	6,087.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Walgreen Co				Various	07/01/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
11,675.	9,793.	0.	0.	1,882.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Yum Brands Inc				Various	03/03/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
15,997.	10,464.	0.	0.	5,533.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Pride Intl				Various	12/31/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
18,623.	8,467.	0.	0.	10,156.	

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Rockwell Automation	4,086.	1,305.	0.	0.		11/14/08 02/01/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Rockwell Automation	7,310.	1,958.	0.	0.		11/14/08 04/26/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Terex Coep	3,754.	2,468.	0.	0.		09/01/05 02/16/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Trex Co	4,377.	1,738.	0.	0.		10/15/07 02/28/11

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Union Pacific	10,292.	3,825.	0.	0.		12/20/05 04/28/11

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Ensco Intl	1.	0.	0.	0.		Various 12/31/11

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Section 1231 Losses	0.	49.	0.	0.		Purchased Various 12/31/11
						<49.>

Net Gain or Loss from Sale of Assets	56,677.
Capital Gains Dividends from Part IV	7,950.
Total to Form 990-PF, Part I, line 6a	64,627.

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
Other investment income	54.	54.	
Other investment losses	<3,266.>	<3,266.>	
Other investment income	6.	6.	
Other investment income	662.	662.	
Other investment losses	<16.>	<16.>	
Other investment losses	<67.>	<67.>	
Other investment losses	<5,285.>	<5,285.>	
Total to Form 990-PF, Part I, line 11	<7,912.>	<7,912.>	

Form 990-PF	Accounting Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	3,400.	3,400.		0.
To Form 990-PF, Pg 1, ln 16b	3,400.	3,400.		0.

Form 990-PF	Other Professional Fees	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Management Fees	8,945.	8,945.		0.
To Form 990-PF, Pg 1, ln 16c	8,945.	8,945.		0.

**The Autrey Foundation
Plan for Giving**

Selector		Designated Donation	Date Given	Month Due	Budgeted Donation	Actual Donation	Deductible	Non-Deduct	Letter
Sandy Autrey	17.6%	AMC Cancer Fund (CancerCure)	11/11/2011	Nov	\$1,500	\$1,500	\$1,500	\$0	Y
Budgeted	\$12,700	Centus Counseling	3/29/2011	Mar	\$500	\$500	\$500	\$0	
Given	\$14,700	Colorado UpLift	9/19/2011	Sep	\$2,000	\$2,000	\$2,000	\$0	Y
Yet to Give	-\$2,000	Families First	6/10/2011	June	\$400	\$400	\$400	\$0	Y
		Grove City College	6/10/2011	June	\$1,000	\$1,000	\$1,000	\$0	Y
Should Give	\$13,500	Save Our Youth	11/18/2011	Nov	\$2,000	\$3,000	\$3,000	\$0	Y
		The Ins Foundation	9/16/2011	Sep	\$300	\$300	\$200	\$100	
		University of Colorado Buff Club	11/18/2011	Nov	\$5,000	\$5,000	\$5,000	\$0	Y
		Central City Opera	11/18/2011	Nov	\$0	\$500	\$500	\$0	Y
		Denver Young Artists Orchestra	11/18/2011	Nov	\$0	\$500	\$500	\$0	Y
Gary Autrey	25.8%	Cato Institute	9/23/2011	Sep	\$500	\$500	\$500	\$0	Y
Budgeted	\$18,600	Colo Council on Economic Education	9/23/2011	Sep	\$3,000	\$4,000	\$4,000	\$0	Y
Given	\$23,600	Colorado Neurological Institute	8/22/2011	Aug	\$2,000	\$2,000	\$2,000	\$0	Y
Yet to Give	-\$5,000	Craig Hospital Foundation	9/23/2011	Sep	\$2,000	\$2,000	\$2,000	\$0	Y
		Denver Area Council Boy Scouts	7/8/2011	July	\$2,000	\$2,000	\$2,000	\$0	Y
Should Give	\$22,000	Gathering Place	2/10/2011	Feb	\$5,000	\$5,000	\$4,550	\$450	Y
		Independence Institute	9/23/2011	Sep	\$2,000	\$4,000	\$4,000	\$0	Y
		Jr Achievement Endowment Fund	9/23/2011	Sep	\$2,000	\$2,000	\$2,000	\$0	Y
		Downing House	9/23/2011	Sep	\$100	\$100	\$100	\$0	Y
		Wounded Warrior Project	12/4/2011	Dec	\$0	\$2,000	\$2,000	\$0	Y
Scott Autrey	29.1%	Alzheimer's Association RMC	9/23/2011	Sep	\$2,000	\$2,000	\$2,000	\$0	Y
Budgeted	\$21,000	Anchor Center for Blind Children	6/3/2011	June	\$5,000	\$5,000	\$5,000	\$0	
Given	\$20,500	Center Hill Church of Brethren	9/23/2011	Sep	\$2,500	\$2,500	\$2,500	\$0	Y
Yet to Give	\$500	Melanoma Research Foundation	9/28/2011	Sep	\$6,000	\$6,000	\$6,000	\$0	Y
		Melanoma Research Foundation			\$0				
		Project Angel Heart	9/23/2011	Sep	\$5,000	\$5,000	\$5,000	\$0	Y
Should Give	\$20,100	The Leukemia & Lymphoma Society			\$500				
Andrea Autrey	21.2%	American Liver Foundation	5/19/2011	May	\$500	\$500	\$500	\$0	
Budgeted	\$15,250	Avon Walk for Breast Cancer (Amy Andresen)	3/8/2011	Mar	\$500	\$500	\$500	\$0	
Given	\$16,700	Doctors Care	12/6/2011	Dec	\$0	\$1,450	\$1,450	\$0	Y
Yet to Give	-\$1,450	First Baptist Church of Kittanning	9/23/2011	Sep	\$2,500	\$2,500	\$2,500	\$0	Y
		My School Pre School	9/16/2011	Sep	\$5,000	\$5,000	\$5,000	\$0	Y
Should Give	\$20,000	National MS Society-MS 150 Bike Tour (Chns Peebles)	5/19/2011	May	\$1,000	\$1,000	\$1,000	\$0	Y
		Spina Bifida Association of Colorado	3/29/2011	Mar	\$500	\$500	\$500	\$0	Y
		The Denver Zoo	3/8/2011	Mar	\$5,000	\$5,000	\$5,000	\$0	Y
		The Wildlife Experience	3/8/2011	Mar	\$250	\$250	\$250	\$0	Y
Misc.									
		Holben Hay Balzer Tax Return Preparation	7/8/2011	July	\$1,500	\$1,500	\$1,500	\$0	n/a
		Holben Hay Balzer Tax Return Preparation			\$1,500	\$0	\$0	\$0	n/a
		Holben Hay Balzer Tax Return Preparation Final Billing	9/16/2011	Sep	\$1,500	\$1,900	\$1,900	\$0	n/a
		Taxes 1,710 83, Penalty 8 30, Interest 33 65	11/29/2011			\$1,753	\$1,753	\$0	n/a

Totals	\$72,050	\$80,653	\$80,103	\$550
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Assigned/Budgeted Donations	\$72,050	Should equal Must Give Amount
Need to Identify and Assign	\$8,050	Goal to have this equal to zero ASAP

Must Give for 2011	\$80,100
Given Year to Date (deductible)	\$80,103
Remaining Gift for the Year	(\$3)

Goal is to have this equal to the Must Give #
Yet to Give by the EOY (need to be zero EOY)

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	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	The Autrey Foundation	<input checked="" type="checkbox"/> 84-1464997
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	16 Cherrymoor Drive	<input type="checkbox"/>
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Englewood, CO 80113	

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

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 ► **16 Cherrymoor Drive - Englewood, CO 80113**
Telephone No. ► **(303) 761-2775** 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 ☒

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).

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return. See instructions.	The Autrey Foundation	<input checked="" type="checkbox"/> 84-1464997
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	16 Cherrymoor Drive	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Englewood, CO 80113	

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-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.

The Foundation

- The books are in the care of **16 Cherrymoor Drive - Englewood, CO 80113**

Telephone No. **(303) 761-2775**

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

Additional time is needed to receive information from outside sources.

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 **Elizabeth A. Ene**

Title **CFA**

Date **8/2/12**

Form 8868 (Rev. 1-2012)