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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation BEN C DELATOUR FOUNDATION		A Employer identification number 84-6076668						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (303) 861-2111						
P.O. BOX 1620 City or town, state, and ZIP code TULSA, OK 74101-1620		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
G Check all that apply: <table border="0" style="width:100%"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>			☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,122,151.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)							

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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 (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	53,695.	53,695.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	56,874.			
b Gross sales price for all assets on line 6a	347,171.			
7 Capital gain net income (from Part IV, line 2)		56,874.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	110,569.	110,569.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.		NONE	NONE	
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	850.	NONE	NONE	850.
c Other professional fees (attach schedule) STMT 4	21,751.	16,313.		5,438.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	4,146.	467.		3,679.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	26,747.	16,780.	NONE	9,967.
25 Contributions, gifts, grants paid	100,000.			100,000.
26 Total expenses and disbursements. Add lines 24 and 25	126,747.	16,780.	NONE	109,967.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-16,178.			
b Net investment income (if negative, enter -0-)		93,789.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

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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			
	2	Savings and temporary cash investments	80,586.	56,142.	56,142.
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule) . STMT 6 .	991,230.	939,743.	1,187,381.
	c	Investments - corporate bonds (attach schedule) . STMT 7 .	798,259.	859,905.	878,622.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 8 .)	6.	6.	6.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,870,081.	1,855,796.	2,122,151.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds	1,870,081.	1,855,796.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	Total net assets or fund balances (see instructions)	1,870,081.	1,855,796.	
31	Total liabilities and net assets/fund balances (see instructions)	1,870,081.	1,855,796.		

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	1,870,081.
2	Enter amount from Part I, line 27a	2	-16,178.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,893.
4	Add lines 1, 2, and 3	4	1,855,796.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,855,796.

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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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 344,278.		290,297.	53,981.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			53,981.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	56,874.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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 (col. (b) divided by col. (c))
2010	106,001.	2,132,924.	0.049698
2009	131,130.	1,929,928.	0.067946
2008	130,668.	2,280,741.	0.057292
2007	123,747.	2,662,049.	0.046486
2006	118,609.	2,499,449.	0.047454
2 Total of line 1, column (d)			2 0.268876
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.053775
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,237,001.
5 Multiply line 4 by line 3			5 120,295.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 938.
7 Add lines 5 and 6			7 121,233.
8 Enter qualifying distributions from Part XII, line 4			8 109,967.

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 ☐ 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 ☐ and enter 1% of Part I, line 27b		1	1,876.
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	
3 Add lines 1 and 2		3	1,876.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,876.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,068.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,068.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	192.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 192. Refunded ☐	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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. ► \$ _____ (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? 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) ► CO		
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 N/A				
14	The books are in care of SEE STATEMENT 10	Telephone no. SEE STATEMENT 10		
Located at SEE STATEMENT 10 ZIP + 4 SEE STATEMENT 10				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country SEE STATEMENT 10	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ 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)?	☐ Yes	☒ 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).	☐ Yes	☒ 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 ☐	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 SEE STATEMENT 10	☐ Yes	☒ 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. SEE STATEMENT 10		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ 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	
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)?**5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? ☐ Yes ☒ No**6b**

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? ☐ Yes ☒ No**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
SEE STATEMENT 11		-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NOT APPLICABLE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,121,766.
b	Average of monthly cash balances	1b	149,295.
c	Fair market value of all other assets (see instructions)	1c	6.
d	Total (add lines 1a, b, and c)	1d	2,271,067.
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	NONE
3	Subtract line 2 from line 1d	3	2,271,067.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,066.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,237,001.
6	Minimum investment return. Enter 5% of line 5	6	111,850.

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	111,850.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,876.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,876.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	109,974.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	109,974.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	109,974.

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	109,967.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	109,967.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	109,967.

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

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				109,974.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			69,874.	
b Total for prior years 20 <u>09</u> , 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>109,967.</u>				
a Applied to 2010, but not more than line 2a . . .			69,874.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				40,093.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				69,881.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007 . . .	NONE			
b Excess from 2008 . . .	NONE			
c Excess from 2009 . . .	NONE			
d Excess from 2010 . . .	NONE			
e Excess from 2011 . . .	NONE			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.**a** The name, address, and telephone number of the person to whom applications should be addressed:**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 XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 17				
Total			3a	100,000.
b Approved for future payment				
Total			3b	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WM BLAIR INTL GROWTH-I FD#1747	63.	63.
CITIGROUP INC @ 5.625% DUE 08/27/2012	2,813.	2,813.
COLUMBIA MARSICO FOCUS EQ-Z FD#0456	199.	199.
DODGE & COX INTL STK FD#1048	579.	579.
EMERSON ELECTRIC CO @ 4.625% DUE 10/15/	2,313.	2,313.
FFCB @ 4.500% DUE 12/15/2015	2,475.	2,475.
FHLB @ 4.875% DUE 11/27/2013	1,219.	1,219.
FHLB @ 5.000% DUE 03/11/2011	625.	625.
FILMC @ 5.000% DUE 07/15/2014	2,500.	2,500.
FNMA @ 5.000% DUE 04/15/2015	2,500.	2,500.
FEDERATED STRAT VAL DIV-IS FD#0662	3,493.	3,493.
HARBOR INTERNATIONAL FUND	575.	575.
HONEYWELL INTERNATIONAL @ 4.250% DUE 03	2,125.	2,125.
HUSSMAN STRATEGIC GROWTH FD#0601	198.	198.
ISHARES MSCI EMERGING MKT IN FD	1,958.	1,958.
ISHARES S&P MIDCAP 400/GWTH	402.	402.
ISHARES TR RUSSELL 2000 GR	38.	38.
ISHARES TR S&P MIDCAP 400/VAL	943.	943.
NEUBERGER BERMAN GENESIS INSTL #1229	605.	605.
PERMANENT PORTFOLIO FD#1500	426.	426.
PIMCO ALL ASSET-INST FD#0034	4,166.	4,166.
TEMPLETON GLOBAL BD-ADV FD#0616	2,465.	2,465.
UNITED PARCEL @ 4.500% DUE 01/15/2013	2,250.	2,250.
US BANCORP @ 4.200% DUE 05/15/2014	2,100.	2,100.
VANGUARD S/T BD INDX-SIG FD#1349	1,011.	1,011.
VANGUARD INTERMED INDX-INST FD#0504	18.	18.
VANGUARD GNMA-ADM FD#0536	317.	317.
VANGUARD INSTITUTIONAL INDEX	4,657.	4,657.
VANGUARD SMALL CAP VALUE INDEX INST FD	1,018.	1,018.
VANGUARD MID CAP INDX-INSTL FD#0864	1,120.	1,120.
VANGUARD VALUE INDX-INSTL FD#0867	4,406.	4,406.
VANGUARD INDEX TR GRTH INDX INSTL	1,869.	1,869.
IU2290 9078 05/08/2012 15:52:04		

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WAL-MART STORES @ 4.125% DUE 02/15/2011	1,031.	1,031.
WELLS FARGO & CO @ 4.625% DUE 04/15/201	1,156.	1,156.
CSBT SHORT-TERM CASH FUND I	62.	62.
	-----	-----
TOTAL	53,695.	53,695.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	850.			850.
TOTALS	850.	NONE	NONE	850.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
CUSTODIAN & MANAGEMENT FEES (A)	21,751.	16,313.	5,438.
TOTALS	21,751.	16,313.	5,438.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
FEDERAL TAX PAYMENT - PRIOR YE	1,611.		1,611.
FEDERAL ESTIMATES - PRINCIPAL	2,068.		2,068.
FOREIGN TAXES ON QUALIFIED FOR	405.	405.	
FOREIGN TAXES ON NONQUALIFIED	62.	62.	
	-----	-----	-----
TOTALS	4,146.	467.	3,679.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
WM BLAIR INTL GROWTH-I	37,688.	16,484.	20,431.
COLUMBIA MARSICO FOCUS EQ-Z	46,024.	43,222.	74,941.
JPM INTL VAL-INSTL FD 1375	63,500.		
VANGUARD INSTL INDX-INSTL 0094	173,088.	162,140.	218,497.
VANGUARD PACIFIC STK INDX-INV			
VANGUARD EUROPEAN STK INX-IFD			
VANGUARD SM CP VAL INDX-INSTL	48,245.	25,031.	45,550.
VANGUARD MID CAP INDX-INSTL	93,808.	46,089.	80,214.
VANGUARD VALUE INDX-INSTL	112,384.	112,384.	163,690.
VANGUARD GRWTH INDX-INSTL	116,319.	116,319.	148,201.
ISHARES MSCI EMG MKT IN FD	71,712.	71,712.	78,156.
ISHARES S&P MIDCAP 400/GRWTH	39,901.	79,054.	85,895.
ISHARES S&P MIDCAP 400/VALUE	38,561.	80,240.	81,679.
FEDERATED STRAT VAL DIV-IS	82,000.	82,000.	91,614.
HARBOR INTL-INSTL FD#2011	68,000.	23,138.	20,227.
DODGE & COX INTL STK		21,100.	19,902.
NEUB BERM GENESIS-INSTL		46,400.	44,065.
ISHARES RUSSELL 2000 GROWTH FD		14,430.	14,319.
	-----	-----	-----
TOTALS	991,230.	939,743.	1,187,381.
	=====	=====	=====

BEN C DELATOUR FOUNDATION

84-6076668

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
FHLB @ 5.000% DUE 03/11/2011	25,050.		27,116.
FHLB @ 4.875% DUE 11/27/2013	24,525.	24,525.	62,699.
FFCB @ 4.500% DUE 12/15/2015	55,932.	55,932.	55,563.
FHLMC @ 5.000% DUE 07/15/2014	50,003.	50,003.	56,903.
FNMA @ 5.000% DUE 04/15/2015	49,496.	49,496.	50,755.
CITIGROUP @ 5.625% DUE 8/27/12	51,105.	51,105.	51,593.
EMERSON @4.625 DUE 10/15/2012	51,988.	51,988.	52,162.
HONEYWELL INTL@4.25% 3/1/2013	52,014.	52,014.	
HSBC FN CORP@3.75% DUE 3/15/10			
MARSHALL&ILSLEY @5.25% 1/15/10	50,350.	50,350.	53,531.
US BANCORP @4.2% DUE 5/15/2014	50,998.		
WALMART @4.125% DUE 2/15/2011	24,993.	24,993.	26,000.
WELLS FARGO@4.625% DUE 4/15/14	51,673.	51,673.	52,059.
UNITED PARCEL@4.5% DUE 1/15/13	41,000.	41,000.	39,660.
HUSSMAN STRATEGIC GROWTH	21,500.	21,500.	20,000.
JPM RSRCH MKT NTRL-INST	45,000.	45,000.	46,776.
PERMANENT PORTFOLIO	65,000.	65,000.	59,769.
PIMCO ALL ASSET-INST	37,632.	37,632.	36,058.
TEMPLETON GLOBAL BD-ADV	50,000.	50,000.	50,237.
VANGUARD S/T BD INDX-SIG		60,000.	60,256.
VANGUARD INTERMED INDX-INST		27,000.	26,687.
VANGUARD GNMA-ADM		50,694.	50,798.
JP MORGAN CHASE & CO 3.45%			
TOTALS	798,259.	859,905.	878,622.
	=====	=====	=====

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
GARDEN CNTY, NE VAR MIN INT	6.	6.	6.
TOTALS	6.	6.	6.
	=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
TIMING ADJUSTMENT	1,893.
TOTAL	-----
	1,893.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: JAMES REESE
C/O COLORADO STATE B
ADDRESS: 1600 BROADWAY - TRUST DEPT
DENVER, CO 80202-4999

TELEPHONE NUMBER: (303)861-2111

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

JAMES D REESE

ADDRESS:

8235 FORSYTH BLVD, SUITE 800

CLAYTON, MO 63105

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

BONNIE D SMITH

ADDRESS:

1306 CALABASAS CT

FT COLLINS, CO 80525

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

JOY D REESE

ADDRESS:

1681 W 116TH COURT

DENVER, CO 80234

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

COLORADO STATE BANK AND TRUST

ADDRESS:

1600 BROADWAY

DENVER, CO 80202

TITLE:

CORP TTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

RECIPIENT NAME:

ASSISTANCE LEAGUE OF
DENVER

ADDRESS:

1400 JOSEPHINE
DENVER, CO 80206

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

2004 SPRING SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

ALZHEIMER'S FOUNDATION

ADDRESS:

322 EIGHTH AV 7TH FLOOR
NEW YORK, NY 10001

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

CHILDREN'S HOSPITAL
FOUNDATION

ADDRESS:

13123 E 16TH AV
AURORA, CO 80045

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 11,000.

=====

RECIPIENT NAME:

CHRIST UNITED METHODIST CHURCH

ADDRESS:

301 E DRAKE

FORT COLLINS, CO 80525

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

CHURCH

AMOUNT OF GRANT PAID 200.

RECIPIENT NAME:

TENNYSON CENTER FOR CHILDREN

AT COLORADO CHRISTIAN HOME

ADDRESS:

2950 TENNYSON ST

DENVER, CO 80212-3029

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

COLORADO BOYS RANCH

ADDRESS:

PO BOX 681

LAJUNTA, CO 81050

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 400.

=====

RECIPIENT NAME:

FIRST UNITED METHODIST CHURCH

ADDRESS:

1005 STOVER

FORT COLLINS, CO 80524

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

CHURCH

AMOUNT OF GRANT PAID 800.

RECIPIENT NAME:

HUMANE SOCIETY FOR

LARIMER COUNTY

ADDRESS:

PO BOX 272450

FT COLLINS, CO 80527-2450

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

FOOD BANK - LARIMER CNTY

ADDRESS:

1301 BLUE SPRUCE

FT. COLLINS, CO 80524

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
LONGS PEAK COUNCIL
ADDRESS:
P.O. BOX 1166
GREELEY, CO 80631
RELATIONSHIP:
NOT APPLICABLE
PURPOSE OF GRANT:
GENERAL PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 13,000.

RECIPIENT NAME:
MAKE A WISH FOUNDATION
ADDRESS:
7951 E MAPLEWOOD AV #126
GREENWOOD VILLAGE, CO 80111
RELATIONSHIP:
NOT APPLICABLE
PURPOSE OF GRANT:
GENERAL PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MILE HIGH UNITED WAY
ADDRESS:
2505 18TH ST
DENVER, CO 80211
RELATIONSHIP:
NOT APPLICABLE
PURPOSE OF GRANT:
GENERAL PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 22,400.

=====

RECIPIENT NAME:

NEBRASKA CHILDREN'S

HOME SOCIETY

ADDRESS:

3549 FONTENELLE BLVD.

OMAHA, NE 68104

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 400.

RECIPIENT NAME:

POST/NEWS SEASON TO SHARE

ADDRESS:

P O BOX 173365

DENVER, CO 80217-9627

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PINEY WOODS COUNTRY LIFE

SCHOOL

ADDRESS:

P.O. BOX 57

PINEY WOODS, MS 39148

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

SCHOOL

AMOUNT OF GRANT PAID 400.

=====

RECIPIENT NAME:

SHRINE BURN CENTER

EL JEBEL SHRINE

ADDRESS:

4625 W 50TH AVE

DENVER, CO 80212

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SAINT LEBRE INDIAN

SCHOOL

ADDRESS:

P.O. BOX 216

ASHLAND, MT 59003-0216

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

WESLEYAN CHURCH

ADDRESS:

P.O. BOX 347

LEWELLEN, NE 69147-0347

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

CHURCH

AMOUNT OF GRANT PAID 400.

TOTAL GRANTS PAID:

100,000.

=====