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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning

, 2011, and ending

JERRY LODGE CHARITABLE FOUNDATION
1240 DRESSEN
LAS VEGAS, NV 89123

G Check all that apply Initial return Initial Return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis)*

► \$ 1,812,958.

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	28,516.	28,516.	28,516.	
	4 Dividends and interest from securities	6,298.	6,298.	6,298.	
	5a Gross rents	20,850.	20,850.	20,850.	
	b Net rental income or (loss) <i>-30,041.</i>				
	6a Net gain/(loss) from sale of assets not on line 10	-47,413.			
	b Gross sales price for all assets on line 6a <i>544,570.</i>				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			7,181.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	SEE STATEMENT 1	-69,163.			
	12 Total. Add lines 1 through 11	-60,912.	55,664.	62,845.	
	13 Compensation of officers, directors, trustees, etc	10,000.	1,000.	1,000.	8,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	20,788.	2,079.	2,079.	16,630.
	b Accounting fees (attach sch) SEE ST 3	3,600.	360.	360.	2,880.
	c Other prof fees (attach sch) 15 2012				
	17 Interest	16.	2.	2.	12.
	18 Taxes (attach schedule) <i>See instructions</i>				
	19 Depreciation (attach sch) and depletion	15,051.	7,526.	7,526.	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	SEE STATEMENT 4	37,154.	3,716.	3,716.	29,722.
OPERATING AND EXPENSES	24 Total operating and administrative expenses. Add lines 13 through 23	86,609.	14,683.	14,683.	57,244.
	25 Contributions, gifts, grants paid STMT 5	20,387.			20,387.
	26 Total expenses and disbursements. Add lines 24 and 25	106,996.	14,683.	14,683.	77,631.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-167,908.			
	b Not investment income (if negative, enter -0-)		40,981.		
	c Adjusted net income (if negative, enter -0-)			48,162.	

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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	29,236.	81,757.	81,757.	
	2	54,326.	516,116.	516,116.	
	3				
	Less allowance for doubtful accounts				
	4				
	Less allowance for doubtful accounts				
	5				
	6				
	7	149,392.	STATEMENT 6		
	Less allowance for doubtful accounts	226,327.	149,392.	149,392.	
	8				
	9	11,945.	16,823.	16,823.	
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) STATEMENT 7	303,192.	112,514.	136,390.
	c	Investments – corporate bonds (attach schedule)	55,306.		
	11	Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)					
12	Investments – mortgage loans				
13	Investments – other (attach schedule) STATEMENT 8	955,986.	686,875.	686,875.	
14	Land, buildings, and equipment basis	259,993.			
Less accumulated depreciation (attach schedule)	SEE STMT 9	34,388.	469,001.	225,605.	
15	Other assets (describe ▶)		1.		
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	2,105,320.	1,789,082.	1,812,958.	
LIABILITIES	17	Accounts payable and accrued expenses	11,803.	11,650.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	237,656.	90,520.	
	22	Other liabilities (describe ▶ SEE STATEMENT 10)	1,049.	871.	
	23	Total liabilities (add lines 17 through 22)	250,508.	103,041.	
NET ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,854,812.	1,686,041.	
	Total net assets or fund balances (see instructions)		1,854,812.	1,686,041.	
	Total liabilities and net assets/fund balances (see instructions)		2,105,320.	1,789,082.	

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	1,854,812.
2	Enter amount from Part I, line 27a	2	-167,908.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	34.
4	Add lines 1, 2, and 3	4	1,686,938.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	897.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,686,041.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 13					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	-47,413.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	7,181.
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)

N/A

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

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

 Yes No

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

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

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

2 Total of line 1, column (d)

2

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	(attach copy of letter if necessary – see instrs)	1	820.
• Date of ruling or determination letter			
1 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	2	0.	
1 c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	820.	
3 Add lines 1 and 2			
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-			
6 Credits/Payments	5	820.	
6 a 2011 estimated tax pmts and 2010 overpayment credited to 2011			
6 b Exempt foreign organizations – tax withheld at source	6a	6b	
6 c Tax paid with application for extension of time to file (Form 8868)			
6 d Backup withholding erroneously withheld	6c	6d	
7 Total credits and payments Add lines 6a through 6d			
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	7	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	8	20.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►			
	Refunded	9	871.
	►	10	11

Part VII-A **Statements Regarding Activities**

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	X	

1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	X
1b	X

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

	X
1c	X

1 c Did the foundation file **Form 1120-POL** for this year?

1c	X

1 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

	0.
1d	0.

1 e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

1e	

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

	X
2	X

If 'Yes,' attach a detailed description of the activities

3	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

3	X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a	X

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

4b	N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5	X

If 'Yes,' attach the statement required by General Instruction T

6	X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

6	X

• 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?

7	X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

8b	X

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

9	X

NV

10	X

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

8b	X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

9	X

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

10	X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	Telephone no ► <u>702-369-2900</u>	
Located at ► <u>1240 DRESSEN LAS VEGAS NV</u> ZIP + 4 ► <u>89123</u>		
15	N/A	► <u>15</u> ► <u>N/A</u>
16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►		

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.

1a	During the year did the foundation (either directly or indirectly)	
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1b	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
1c	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	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))	
2a	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 ► <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
2b	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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A
3a	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	
3b	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	N/A
4a	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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	X
4b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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 Yes No Yes No

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		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	<u>N/A</u>	
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	<u>N/A</u>	
2		
3		
All other program-related investments. See instructions		
Total. Add lines 1 through 3		0.

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

- 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes
 - a Average monthly fair market value of securities
 - b Average of monthly cash balances
 - c Fair market value of all other assets (see instructions)
 - d Total** (add lines 1a, b, and c)
 - e Reduction claimed for blockage or other factors reported on lines 1a and 1c
(attach detailed explanation)
- 2 Acquisition indebtedness applicable to line 1 assets
- 3 Subtract line 2 from line 1d
- 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3
(for greater amount, see instructions)
- 5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4
- 6 **Minimum investment return.** Enter 5% of line 5

1a	326,005.
1b	305,711.
1c	639,133.
1d	1,270,849.
1e	0.
2	0.
3	1,270,849.
4	19,063.
5	1,251,786.
6	62,589.

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

1	62,589.
2a	820.
2b	
2c	820.
3	61,769.
4	
5	61,769.
6	
7	61,769.

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

1a	77,631.
1b	
2	
3a	
3b	
4	77,631.
5	
6	77,631.

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				61,769.
2 Undistributed income, if any, as of the end of 2011			19,405.	
a Enter amount for 2010 only		0.		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
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 ► \$ 77,631.			19,405.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				58,226.
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 instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				3,543.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	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	-			

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

N/A

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

1 Information Regarding Foundation Managers:

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

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	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)				
<i>a Paid during the year</i>				
Total				► 3a
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A: Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	28,516.	
4 Dividends and interest from securities			14	6,298.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income		-69,163.			
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-69,163.		34,814.	-77,454.
13 Total Add line 12, columns (b), (d), and (e)				13	-111,803.

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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STATEMENT 10
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

TOTAL \$ 871.

STATEMENT 11
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NON-TAXABLE DIVIDENDS

TOTAL \$ 34.

STATEMENT 12
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

FEDERAL INCOME TAX

TOTAL \$ 840.
\$ 57.

STATEMENT 13
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	400 AEGON NV	PURCHASED	9/17/2007	4/07/2011
2	1132 WACHOVIA CAPITAL TRST	PURCHASED	1/30/2008	4/07/2011
3	15.36 THORNBURG INTL VAL FD	PURCHASED	12/27/2010	3/09/2011
4	97.29 T R PRICE DIV GRW RETAIL	PURCHASED	12/14/2010	3/09/2011
5	.33 IVY ASSET STRATEGY	PURCHASED	8/30/2010	3/09/2011
6	.36 IVY ASSET STRATEGY	PURCHASED	8/30/2010	3/09/2011
7	.17 IVY ASSET STRATEGY	PURCHASED	12/09/2010	3/09/2011
8	47.15 PIMCO TOTAL RETURN RD	PURCHASED	2/28/2011	3/09/2011
9	100.47 ALLIANZ NFJ DIVIDEND	PURCHASED	12/16/2010	3/09/2011
10	38 HARBOR INTL INST FD	PURCHASED	3/15/2010	4/07/2011
11	106 THORNBURG INTL VAL FD	PURCHASED	3/25/2011	4/07/2011
12	129 PRDNTL JEN SML CO	PURCHASED	11/18/2010	4/07/2011
13	221 T R PRICE DIV GRW RETAIL	PURCHASED	VARIOUS	4/07/2011
14	79 COLMB VALUE & RESTRUCT	PURCHASED	3/23/2011	4/07/2011
15	13 HARBOR INTL INST FD	PURCHASED	12/17/2010	4/07/2011
16	281 EV LG CAP VAL	PURCHASED	VARIOUS	4/07/2011
17	150 JANUS FORTY FD	PURCHASED	3/09/2011	4/07/2011
18	145 HARTFORD CAPITAL APP	PURCHASED	3/09/2011	4/07/2011
19	144 IVY ASSET STRATEGY	PURCHASED	12/09/2010	4/07/2011
20	357 PIMCO TOTAL RETURN RD	PURCHASED	3/31/2011	4/07/2011
21	285 PIMCO EMERGING LOCAL	PURCHASED	3/31/2011	4/07/2011
22	394 ALLIANZ NFJ DIVIDEND	PURCHASED	9/16/2010	4/07/2011
23	65 OPPENHMR GLD & SPL MNRL RD	PURCHASED	3/09/2011	4/07/2011
24	17 AMERICAN FUNDS EURO	PURCHASED	12/28/2010	4/05/2011
25	13 AMERICAN FUNDS WASHINGTON MUTUAL	PURCHASED	3/21/2011	4/05/2011
26	14 UNTS FT HEALTH CARE SELECT	PURCHASED	4/25/2011	5/27/2011

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STATEMENT 13 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
26	169.		153.	16.				\$ 16.
27	14,084.		13,018.	1,066.				1,066.
28	20,070.		14,367.	5,703.				5,703.
29	10,265.		13,518.	-3,253.				-3,253.
30	52,837.		52,194.	643.				643.
31	14,751.		17,585.	-2,834.				-2,834.
32	3,236.		12,840.	-9,604.				-9,604.
33	26,910.		24,907.	2,003.				2,003.
34	7,665.		14,712.	-7,047.				-7,047.
35	10,585.		11,272.	-687.				-687.
36	10,176.		11,396.	-1,220.				-1,220.
37	12,858.		11,889.	969.				969.
38	889.		790.	99.				99.
39	910.		818.	92.				92.
40	132.		131.	1.				1.
41	282.		272.	10.				10.
42	303.		285.	18.				18.
43	1,184.		1,102.	82.				82.
44	16,185.		25,359.	-9,174.				-9,174.
45	5,192.		5,040.	152.				152.
46	2,934.		2,985.	-51.				-51.
47	2,703.		2,108.	595.				595.
48	2,069.		2,139.	-70.				-70.
49	9,242.		7,577.	1,665.				1,665.
50	15,120.		15,436.	-316.				-316.
51	100,000.	40,626.	141,143.	-517.				-517.
52	105,000.	36,819.	172,147.	-30,328.				-30,328.
							TOTAL \$	<u>-47,413.</u>

STATEMENT 14
FORM 990-PF, PART VI, LINE 9
TAX DUE

TAX DUE	\$ 840.
	25.
	6.
TOTAL	<u>\$ 871.</u>

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME		\$ -69,163.	
TOTAL	\$ -69,163.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 20,788.	\$ 2,079.	\$ 2,079.	\$ 16,630.
TOTAL	\$ 20,788.	\$ 2,079.	\$ 2,079.	\$ 16,630.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 3,600.	\$ 360.	\$ 360.	\$ 2,880.
TOTAL	\$ 3,600.	\$ 360.	\$ 360.	\$ 2,880.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
APPRAISAL FEES	\$ 300.	\$ 30.	\$ 30.	\$ 240.
BANK CHARGES	70.	7.	7.	56.
INVESTMENT EXPENSE	397.	40.	40.	317.
LICENSES	450.	45.	45.	360.
MEETINGS	97.	10.	10.	77.
RENTAL EXPENSES	35,840.	3,584.	3,584.	28,672.
TOTAL	\$ 37,154.	\$ 3,716.	\$ 3,716.	\$ 29,722.

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STATEMENT 5
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:

DONEE'S NAME: WAT DHAM BUDDIST CHURCH
 DONEE'S ADDRESS: 1911 SPRING LAKE DRIVE
 HENDERSON, NV 89002

RELATIONSHIP OF DONEE:

UNRELATED

ORGANIZATIONAL STATUS OF DONEE:

501 C 3

AMOUNT GIVEN:

\$ 500.

CLASS OF ACTIVITY:

DONEE'S NAME: MISCELLANEOUS ORGANIZED CHARITIES
 DONEE'S ADDRESS: LAS VEGAS, NV 89134

RELATIONSHIP OF DONEE:

UNRELATED

ORGANIZATIONAL STATUS OF DONEE:

501 C 3

AMOUNT GIVEN:

225.

CLASS OF ACTIVITY:

DONEE'S NAME: BRIGHAM YOUNG UNIVERSITY
 DONEE'S ADDRESS: 220 KIMBALL BUILDING
 REXBURG, ID 83460

RELATIONSHIP OF DONEE:

UNRELATED

ORGANIZATIONAL STATUS OF DONEE:

501 C 3

AMOUNT GIVEN:

2,000.

CLASS OF ACTIVITY:

DONEE'S NAME: UNITED SERVICE ORGANIZATION
 DONEE'S ADDRESS: 203 WORLD WAY, STE 200
 LOS ANGELES, CA 90045

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

50.

CLASS OF ACTIVITY:

DONEE'S NAME: ST JOHN THE BAPTIST GREEK ORTHODOX CHURC
 DONEE'S ADDRESS: 5300 EL CAMINO ROAD
 LAS VEGAS, NV 89118

RELATIONSHIP OF DONEE:

UNRELATED

ORGANIZATIONAL STATUS OF DONEE:

501 C 3

AMOUNT GIVEN:

7,600.

CLASS OF ACTIVITY:

DONEE'S NAME: LAS VEGAS RESCUE MISSION
 DONEE'S ADDRESS: 480 W BONANZA ROAD
 LAS VEGAS, NV 89106

RELATIONSHIP OF DONEE:

UNRELATED

ORGANIZATIONAL STATUS OF DONEE:

501 C 3

AMOUNT GIVEN:

200.

CLASS OF ACTIVITY:

DONEE'S NAME: UNIVERSITY OF NEVADA, LAS VEGAS
 DONEE'S ADDRESS: MARYLAND PARKWAY
 LAS VEGAS, NV

RELATIONSHIP OF DONEE:

UNRELATED

ORGANIZATIONAL STATUS OF DONEE:

501 C 3

AMOUNT GIVEN:

7,000.

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STATEMENT 5 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

HABITAT FOR HUMANITY
 1401 N DECATUR BLVD
 LAS VEGAS, NV 89101

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

UNRELATED
 501 C 3

AMOUNT GIVEN:

\$ 150.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

COALITION TO SALUTE AMERICAN HEROS
 12 GODREY PLACE
 WILTON, CT 06897

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

UNRELATED
 501 C 3

AMOUNT GIVEN:

200.

NONCASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

CLARK COUNTY SCHOOL DISTRICT

LAS VEGAS, NV

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

FMV OF PROPERTY:

DESCRIPTION OF PROPERTY:

DATE OF GIFT:

BOOK VALUE:

METHOD USED TO DETERMINE BV:

METHOD USED TO DETERMINE FMV:

TEACHING SUPPLIES
 2/16/2011
 1,484.
 COST
 COMPARABLE SALES

1,484.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

FIRST TWELVE MONTHS

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

FMV OF PROPERTY:

DESCRIPTION OF PROPERTY:

DATE OF GIFT:

BOOK VALUE:

METHOD USED TO DETERMINE BV:

METHOD USED TO DETERMINE FMV:

BABY CLOTHES
 9/19/2011
 978.
 COST
 COMPARABLE SALES

978.

TOTAL \$ 20,387.

STATEMENT 6
FORM 990-PF, PART II, LINE 7
OTHER NOTES AND LOANS RECEIVABLE

OTHER NOTES AND LOANS
 JERRY'S NUGGET

	BOOK VALUE	FAIR MARKET VALUE	DOUBTFUL ACCOUNTS ALLOWANCE
	\$ 139,392.	\$ 139,392.	\$ 0.

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STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 7
OTHER NOTES AND LOANS RECEIVABLE

TONY SACCA

\$	10,000.	\$	10,000.	\$	0.
TOTAL \$	149,392.	\$	149,392.		

ALLOWANCE FOR DOUBTFUL ACCOUNTS \$	0.
NET OTHER NOTES/LOANS REC. - BOOK VALUE \$	<u>149,392.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
T ROWE PRICE	COST	\$ 59,989.	\$ 79,736.
USAA	COST	45,000.	47,522.
MERRILL LYNCH	COST	0.	0.
UBS	COST	7,525.	9,132.
	TOTAL \$	<u>112,514.</u>	<u>\$ 136,390.</u>

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PHOENIX LIFE INSURANCE	COST	\$ 37,323.	\$ 37,323.
PENN MUTUAL LIFE INSURANCE	COST	0.	0.
SINGLE MEMBER LLC-LCF HORTICULTURE	COST	649,552.	649,552.
UBS	COST	0.	0.
UBS	COST	0.	0.
	TOTAL \$	<u>686,875.</u>	<u>\$ 686,875.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
BUILDINGS	\$ 0.	\$ 0.	\$ 0.	\$ 225,605.
MISCELLANEOUS	\$ 259,993.	\$ 34,388.	\$ 225,605.	\$ 0.
	<u>TOTAL \$ 259,993.</u>	<u>\$ 34,388.</u>	<u>\$ 225,605.</u>	<u>\$ 225,605.</u>

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STATEMENT 13 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
27	1321 UNTS VKM GLOBAL 45	PURCHASED	10/01/2010	5/27/2011
28	500 AGL RESOURCES	PURCHASED	5/26/2004	5/27/2011
29	300 AMER ELECTRIC POWER	PURCHASED	4/25/2008	4/12/2011
30	1222 AMERICAN FUNDS EURO	PURCHASED	12/28/2009	4/05/2011
31	510 AMERICAN FUNDS WASHINGTON MUTUAL	PURCHASED	3/22/2010	4/05/2011
32	250 BANK OF AMERICA	PURCHASED	1/24/2007	4/12/2011
33	25000 FORD MOTOR CO	PURCHASED	5/30/2001	4/05/2011
34	400 GENL ELECTRIC	PURCHASED	11/22/2005	5/27/2011
35	200 ISHARES DJ SELECT DIVID INDX	PURCHASED	7/21/2004	5/27/2011
36	400 MICROSOFT CORP	PURCHASED	11/22/2005	4/12/2011
37	1087 UNTS FT HEALTH CARE SELECT	PURCHASED	1/06/2010	4/12/2011
38	60 ALLIANZ NFJ LARGE CAP	PURCHASED	3/17/2011	4/06/2011
39	97 ING CAPITAL ALLOCATION FD	PURCHASED	1/03/2011	4/06/2011
40	14 ING INTERMEDIATE BD FD	PURCHASED	3/31/2011	4/06/2011
41	21 ING SENIOR INC FD	PURCHASED	3/31/2011	4/14/2011
42	17 ING VALUE CHOICE FD	PURCHASED	12/17/2010	4/06/2011
43	81 MFS TOTAL RETURN FD	PURCHASED	4/01/2011	4/06/2011
44	1091 ALLIANZ NFJ LARGE CAP	PURCHASED	3/18/2010	4/06/2011
45	552 ING CAPITAL ALLOCATION FD	PURCHASED	12/31/2009	4/06/2011
46	308 ING INTERMEDIATE BD FD	PURCHASED	3/31/2010	4/06/2011
47	131 ING MIDCAP OPP FD CLASS	PURCHASED	12/16/2008	4/06/2011
48	155 ING SENIOR INC FD	PURCHASED	3/31/2010	4/14/2011
49	506 ING VALUE CHOICE FD	PURCHASED	12/15/2009	4/06/2011
50	1034 MFS TOTAL RETURN FD	PURCHASED	3/31/2010	4/06/2011
51	1129 COUNTRY SHADOWS	PURCHASED	1/01/2003	5/27/2011
52	1118 WARM CANYON WAY	PURCHASED	1/01/2005	11/01/2011

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. 12/31/69	(K) BAS. EXCESS (I) - (J)	(L) GAIN (LOSS)
1	9,768.		10,005.	-237.				\$ -237.
2	29,179.		30,093.	-914.				-914.
3	457.		384.	73.				73.
4	2,348.		2,149.	199.				199.
5	838.		716.	122.				122.
6	9.		8.	1.				1.
7	4.		4.	0.				0.
8	514.		543.	-29.				-29.
9	1,210.		989.	221.				221.
10	2,444.		2,516.	-72.				-72.
11	3,225.		2,656.	569.				569.
12	3,006.		2,128.	878.				878.
13	5,375.		4,880.	495.				495.
14	4,251.		3,576.	675.				675.
15	883.		909.	-26.				-26.
16	5,321.		5,440.	-119.				-119.
17	5,237.		4,870.	367.				367.
18	5,220.		4,473.	747.				747.
19	3,772.		3,139.	633.				633.
20	3,899.		4,106.	-207.				-207.
21	3,123.		3,096.	27.				27.
22	4,827.		4,147.	680.				680.
23	2,790.		2,374.	416.				416.
24	735.		696.	39.				39.
25	384.		348.	36.				36.

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2011 FEDERAL BOOK DEPRECIATION SCHEDULE

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NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	DATE COST/ BASIS	CUR 1/9	SPECIAL DEPR	PRIOR 179/ BONUS/ ALLOW	SAVAG /BASIS	PRIOR DEPR	PRIOR DEPR	METHOD DEPR	LIFE	RATE	CURRENT DEPR		
RENTAL ACTIVITY - SINGLE FAMILY RESIDENCES																	
1	1129 COUNTRY SHADOWS	1/01/03	5/27/11	134,086						134,086		38,798	S/L	MM	27.5	03636	1,828
2	1129 COUNTRY SHADOWS-LAND	1/01/03	5/27/11	7,057						7,057						0	
3	1118 WARM CANYON WAY	1/01/05	11/01/11	146,182						146,182		32,104	S/L	MM	27.5	03636	4,715
4	1118 WARM CANYON WAY	1/01/05	11/01/11	16,465						16,465						0	
5	8041 HESPERIDES AVENUE	12/27/07		25,999						25,999						0	
6	8041 HESPERIDES AVENUE	12/27/07		233,994						233,994		25,880	S/L	MM	27.5	03636	8,508
TOTAL				565,783		0	0	0	0	565,783		96,782				15,051	
TOTAL DEPRECIATION				565,783		0	0	0	0	565,783		96,782				15,051	
GRAND TOTAL DEPRECIATION				565,783		0	0	0	0	565,783		96,782				15,051	
DEPRECIATION ASSETS SOLD				305,790		0	0	0	0	305,790		70,902				6,543	
DEPR REMAINING ASSETS				259,993		0	0	0	0	259,993		25,880				8,508	