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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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 07/01/11 **, and ending** 06/30/12

Name of foundation: SAND SPRINGS HOME

A Employer identification number: 73-0579278

Number and street (or P O box number if mail is not delivered to street address): PO BOX 278 — Room/suite:

B Telephone number (see instructions):

City or town, state, and ZIP code: SAND SPRINGS OK 74063

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: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

H Check type of organization: [X] 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) ▶ $ 86,071,479

J Accounting method: [ ] Cash [X] 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)	450			
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	103,062	103,062	103,062	
	4 Dividends and interest from securities	1,195,381	1,195,381	1,195,381	
	5a Gross rents	1,875,138	1,875,138	1,875,138	
	b Net rental income or (loss) 696,990				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-71,221			
	b Gross sales price for all assets on line 6a 6,667,932				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) STMT 2	695,734	694,018	695,734	
	12 Total. Add lines 1 through 11	3,798,544	3,867,599	3,869,315	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	379,762	115,077	115,077	264,685
	14 Other employee salaries and wages	916,311	328,833	328,833	587,478
	15 Pension plans, employee benefits	153,773	51,539	51,539	102,234
	16a Legal fees (attach schedule) SEE STMT 3	20,345	10,788	10,788	9,557
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 4	50,980	9,169	9,169	41,811
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	217,552	104,968	104,968	112,584
	19 Depreciation (attach schedule) and depletion STMT 6	822,559	514,821	514,821	
	20 Occupancy	3,991	3,991	3,991	
	21 Travel, conferences, and meetings	585	-122	-122	707
	22 Printing and publications				
	23 Other expenses (att sch) STMT 7	1,931,162	559,958	559,958	1,371,204
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,497,020	1,699,022	1,699,022	2,490,260
	25 Contributions, gifts, grants paid	16,813			16,813
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,513,833	1,699,022	1,699,022	2,507,073
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-715,289			
	b **Net investment income** (if negative, enter -0-)		2,168,577		
	c **Adjusted net income** (if negative, enter -0-)			2,170,293	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	420,425	427,050	427,050
	2	Savings and temporary cash investments	8,455,213	8,571,768	8,571,768
	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 (att. schedule) ▶ SEE WRK 1,162,583 Less allowance for doubtful accounts ▶ 0	802,153	1,162,583	1,162,583
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,159	1,159	1,159
	10a	Investments—U S and state government obligations (attach schedule) STMT 8	1,119,332	1,361,737	1,253,986
	b	Investments—corporate stock (attach schedule) SEE STMT 9	17,240,770	17,320,345	17,320,345
	c	Investments—corporate bonds (attach schedule) SEE STMT 10	4,216,446	3,457,876	4,475,598
	11	Investments—land, buildings, and equipment basis ▶ 25,770,485 Less accumulated depreciation (attach sch) ▶ STMT 11 8,164,833	17,546,426	17,605,652	25,770,485
	12	Investments—mortgage loans	453,611	325,419	325,419
	13	Investments—other (attach schedule) SEE STATEMENT 12	12,445,451	12,473,865	12,473,865
	14	Land, buildings, and equipment basis ▶ 10,884,696 Less accumulated depreciation (attach sch) ▶ STMT 13 6,292,193	4,687,754	4,592,503	10,884,696
	15	Other assets (describe ▶ SEE STATEMENT 14)	3,170,074	3,404,525	3,404,525
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	70,558,814	70,704,482	86,071,479
Liabilities	17	Accounts payable and accrued expenses	242,535	278,667	
	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)	242,535	278,667	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	70,316,279	70,425,815	
	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			
	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)	70,316,279	70,425,815	
	31	**Total liabilities and net assets/fund balances** (see instructions)	70,558,814	70,704,482	

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	70,316,279
2	Enter amount from Part I, line 27a	2	-715,289
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	824,825
4	Add lines 1, 2, and 3	4	70,425,815
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	70,425,815

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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	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	INSTALLMENT SALES (SEE ATTACHED)	P	VARIOUS	VARIOUS
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	6,390,676		6,546,919	-156,243
b	15,256			15,256
c				
d				
e				

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				-156,243
b				15,256
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** -140,987

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 **3**

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	2,784,210	74,974,687	0.037135
2009	1,877,844	74,709,713	0.025135
2008	2,833,616	73,040,802	0.038795
2007	3,039,267	78,996,367	0.038474
2006	2,886,262	74,296,260	0.038848

2	**Total** of line 1, column (d)	2	0.178387
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	0.035677
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	63,800,394
5	Multiply line 4 by line 3	5	2,276,207
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	21,686
7	Add lines 5 and 6	7	2,297,893
8	Enter qualifying distributions from Part XII, line 4	8	2,714,024

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 ▶ [X] and enter 1% of Part I, line 27b		1	21,686
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	21,686
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	21,686
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 47,679		
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	47,679
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	25,993
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 25,993 **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?	1a		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)?	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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	2		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
4a	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	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)

			Yes	No
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 ▶ WWW.SANDSPRINGSHOME.COM

14 The books are in care of ▶ SAND SPRINGS HOME Telephone no ▶ 918-245-1465
15 W SECOND ST
Located at ▶ SAND SPRINGS OK ZIP+4 ▶ 74063

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 |

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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)?			1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		N/A	1c		
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?	☐ Yes	☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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)		N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?			4b		X

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

			Yes	No
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)? N/A		5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No				
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No				
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 (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
JOE A. WILLIAMS P.O. BOX 278	SAND SPRINGS OK 74063	TRUSTEE 40.00	126,620	0	7,614
RONNIE WEESE P.O. BOX 278	SAND SPRINGS OK 74063	TRUSTEE 40.00	126,450	0	11,017
ERIK STUCKEY P.O. BOX 278	SAND SPRINGS OK 74063	TRUSTEE 40.00	126,692	0	6,170

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
ROBERTA TILLMAN P.O. BOX 278	SAND SPRINGS OK 74063	ACCOUNTANT 40.00	54,032	0	0
JASON CHARLES P.O. BOX 278	SAND SPRINGS OK 74063	EXEC. DIR. 40.00	58,218	0	0
DEBORAH SMITH P.O. BOX 278	SAND SPRINGS OK 74063	DIRECTOR 40.00	52,734	0	0

Total number of other employees paid over $50,000 ▶ 0

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
MERRILL LYNCH TULSA 6100 SOUTH YALE AVENUE OK 74136	MANAGEMENT FEES	95,032

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 CHILDREN'S HOME - CONTAINS 20 BEDS AND PROVIDES ALL NECESSITIES FOR AN AVERAGE OF 17 TO 18 CHILDREN ON A DAILY BASIS.	1,253,596
2 CHARLES PAGE FAMILY VILLAGE - PROVIDES 108 HOUSING UNITS FOR SINGLE MOTHERS AND CHILDREN, RENT AND UTILITY FREE, MEETS THE NEEDS OF APPROXIMATELY 270 CHILDREN.	842,028
3 SEE STATEMENT 16	140,407
4 RECREATIONAL CENTER - RECREATION FACILITY IN SAND SPRINGS, OK, WHICH IS AVAILABLE TO THE RESIDENTS OF THE ORGANIZATION'S OTHER PROGRAMS.	300,869

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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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	37,308,425
b	Average of monthly cash balances	1b	5,680,640
c	Fair market value of all other assets (see instructions)	1c	21,782,909
d	**Total** (add lines 1a, b, and c)	1d	64,771,974
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	64,771,974
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	971,580
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	63,800,394
6	**Minimum investment return.** Enter 5% of line 5	6	3,190,020

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] and do not complete this part)

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

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	2,507,073
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	206,951
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	2,714,024
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	21,686
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,692,338

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				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
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				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 2,714,024				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	2,714,024			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,714,024			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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 ▶ N/A

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed N/A					
b 85% of line 2a N/A					
c Qualifying distributions from Part XII, line 4 for each year listed	2,714,024	2,806,182	2,763,689	2,856,416	11,140,311
d Amounts included in line 2c not used directly for active conduct of exempt activities				2,520	2,520
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	2,714,024	2,806,182	2,763,689	2,853,896	11,137,791
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets N/A					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) N/A					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	2,126,680	2,499,156	2,490,324	2,434,693	9,550,853
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) N/A					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) N/A					
(3) Largest amount of support from an exempt organization N/A					
(4) Gross investment income N/A					

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))

N/A

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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				
SAND SPRINGS AREA CHAMBER 121 N MAIN SAND SPRINGS OK 74063		EXEMPT	GENERAL OPERATION FUND	20
SAND SPRING HERBAL AFFAIR 305 E BROADWAY SAND SPRINGS OK 74063		EXEMPT	GENERAL OPERATION FUND	400
SALVATION ARMY 4403 S 129TH W AVE SAND SPRINGS OK 74063		EXEMPT	GENERAL OPERATION FUND	9,900
AMERICAN CANCER SOCIETY 4110 E 100TH E AVE TULSA OK 74146		EXEMPT	GENERAL OPERATION FUND	250
BOY SCOUTS 4295 S GARNETT RD TULSA OK 74146		EXEMPT	GENERAL OPERATION FUND	300
SAND SPRING EDUCATION P.O. BOX 1541 SAND SPRINGS OK 74063		EXEMPT	GENERAL OPERATION FUND	1,350
ROTARY CLUB SAND SPRINGS P.O. BOX 819 SAND SPRINGS OK 74063		EXEMPT	GOLF TOURNAMENT	75
SAND SPRING AREA CHAMBER 121 NORTH MAIN SAND SPRINGS OK 74063		EXEMPT	GOLF TOURNAMENT	450
JUNIOR ACHIEVEMENT 3947 S 103RD EAST AVE TULSA OK 74146		EXEMPT	GENERAL OPERATON FUND	2,063
SAND SPRINGS COMM SERVICES 15 E 2ND STREET SAND SPRINGS OK 74063		EXEMPT	GENERAL OPERATION FUND	2,005
Total			▶ **3a**	16,813
b Approved for future payment N/A				
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) Exclusion 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	103,062	
4 Dividends and interest from securities			14	1,195,381	
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			16	1,875,138	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-140,987	69,766
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 17		1,716		694,018	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		1,716		3,726,612	69,766

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,798,094

(See worksheet in line 13 instructions to verify calculations)

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	

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1B(4)	12,847	SAND SPRINGS TOWNSITE	REIMBURSEMENT OF TRUSTEE'S SALARY

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? [X] Yes [ ] No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
SAND SPRINGS TOWNSITE	501 (C) (2)	WHOLLY OWNED SUBSIDIARY

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

May the IRS discuss this return with the preparer shown below (see instructions)? [ ] Yes [ ] No

Signature of officer or trustee | Date: 12-12-13 | Title: TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed
JOHN E. CURZON, CPA CVA		02/07/13	
Firm's name ▶ CURZON, CUMBEY & KUNKEL		PTIN	P00414342
Firm's address ▶ 5100 E SKELLY DR # 1040		Firm's EIN ▶	73-1528194
TULSA, OK 74135-6573		Phone no	918-491-4036

Sand Sprngs Home
Stock 7/1/11 thru 6/30/12

Stock	# Shares Bgt/(Sold)	How Acquired	Date Acquired	Date of Sale	Gross Sale	Cost	Gain or (Loss)	Fees
3M Company	-1000	P	Vanous	7/20/11	94,998 18	77,512 36	17,484 00	1 82
Abb LTD	-280	P	Vanous	8/1/11	6,729 05	4,503 11	2,225 94	
Abb LTD	-600	P	Vanous	2/24/12	12,579 43	9,649 51	2,929 92	
Abbott Labs	-2000	P	Vanous	7/15/11	95,998 16	91,756 12	4,240 20	1 84
Agnum Inc	-182	P	Vanous	8/4/11	16,067 23	16,710 19	(642 96)	
Agnum Inc	-190	P	Vanous	8/17/11	15,899 21	15,218 45	680 76	
Agnum Inc	-70	P	Vanous	6/11/12	5,481 74	3,751 64	1,730 10	
Agnum Inc	-60	P	Vanous	6/12/12	4,771 35	3,215 70	1,555 65	
Agnum Inc	-65	P	Vanous	6/25/12	5,634 15	5,093 70	540 45	
Ar Lıquide	-261	P	Vanous	3/5/12	6,823 54	6,811 92	11 62	
Ar Methods Corp	-14	P	Vanous	7/8/11	1,066 69	484 65	582 04	
Ar Product&Chem	-1000	P	Vanous	3/21/12	89,998 38	84,819 16	5,177 60	1 62
Allıance Data Sys	-11	P	Vanous	5/18/12	1,388 93	454 13	934 80	
Allıance Data Sys	-31	P	Vanous	6/1/12	3,993 42	1,762 74	2,230 68	
Allıancebernsteın Hld	-4000	P	Vanous	6/21/12	47,225 48	97,619 88	(50,395 46)	1 06
Ameren Corp	-4000	P	Vanous	12/7/11	119,997 70	146,010 80	(26,015 40)	2 30
Amengroup Corp	-41	P	Vanous	8/5/11	2,065 19	1,049 52	1,015 67	
Amengroup Corp	-58	P	Vanous	10/11/11	2,284 32	1,839 47	444 85	
Anadarko Pete Corp	-2000	P	Vanous	11/23/11	149,997 12	146,981 24	3,013 00	2 88
Anheuser-Busch	-82	P	Vanous	2/7/12	5,314 72	4,806 57	508 15	
Anheuser-Busch	-68	P	Vanous	2/9/12	4,411 29	3,985 94	425 35	
Anıxter Intl	-11	P	Vanous	8/11/11	563 05	639 05	(76 00)	
Anıxter Intl	-39	P	Vanous	10/11/11	2,265 74	2,654 02	(388 28)	
Anıxter Intl	-40	P	Vanous	10/12/11	1,916 74	2,323 84	(407 10)	
Anba Inc	-36	P	Vanous	1/12/12	969 39	1,028 85	(59 46)	
Anba Inc	-173	P	Vanous	6/1/12	7,780 45	4,937 13	2,843 32	
ASML Hldg	-100	P	Vanous	6/19/12	4,931 85	3,724 48	1,207 37	
AT & T Corp New	-4000	P	Vanous	4/10/12	119,997 31	110,705 84	9,288 78	2 69
Baker Hughes	-2000	P	Vanous	6/21/12	79,462 80	108,180 69	(28,719 67)	1 78
Banco Santander	-1130	P	Vanous	8/1/11	11,540 58	15,902 74	(4,362 16)	
Banco Santander	-6000	P	Vanous	6/21/12	35,159 21	72,392 97	(37,234 55)	0 79
Bank of Amencan Corp	-500	P	Vanous	6/21/12	3,750 65	8,598 35	(5,009 30)	161 60
Bk of the Ozarks	-58	P	Vanous	10/3/11	1,248 64	727 92	520 72	
Bk of the Ozarks	-25	P	Vanous	1/12/12	762 05	313 76	448 29	
Bk of the Ozarks	-30	P	Vanous	3/28/12	924 14	376 51	547 63	
Bk of the Ozarks	-31	P	Vanous	4/23/12	937 94	389 06	548 88	
Barclays PLC	-730	P	Vanous	9/28/11	12,921 78	19,257 92	(6,336 14)	
Barclays PLC	-238	P	Vanous	3/30/12	3,827 04	4,393 06	(566 02)	
Barclays PLC	-303	P	Vanous	4/4/12	4,575 72	5,592 85	(1,017 13)	
Barrett Bıll Corp	-74	P	Vanous	3/28/12	2,000 35	3,090 06	(1,089 71)	
Barrett Bıll Corp	-55	P	Vanous	4/17/12	8,404 56	9,389 04	(984 48)	
Bayer AG	-114	P	Vanous	9/2/11	6,806 67	9,057 79	(2,251 12)	
Bayer AG	-193	P	Vanous	9/12/11	10,289 17	15,334 68	(5,045 51)	
Bayensche Motorenwerke	-600	P	Vanous	9/29/11	13,628 74	17,349 66	(3,720 92)	
Berry Pete SF Calıf	-43	P	Vanous	11/17/11	1,823 61	1,630 57	193 04	
BG Group Plc	-60	P	Vanous	1/3/12	6,308 10	1,958 54	4,349 56	
BNP Panbas Sponsord	-974	P	Vanous	8/17/11	25,115 18	35,121 72	(10,006 54)	
Bngham Expl Inc	-227	P	Vanous	11/1/11	8,288 70	5,953 84	2,334 86	
BrookfieldAsset Mgmt	-242	P	Vanous	9/28/11	6,401 19	9,106 99	(2,705 80)	
Cadence Desıgn Sys	-236	P	Vanous	7/8/11	2,491 61	2,478 19	13 42	
Canadıan Natl Rwy	-111	P	Vanous	8/1/11	8,396 83	3,775 28	4,621 55	
Canon Inc	-384	P	Vanous	2/1/12	16,485 18	17,532 92	(1,047 74)	
Catalyst Health Solutıon	-54	P	Vanous	4/23/12	4,502 75	2,897 43	1,605 32	
Cathay Pac Ar	-1173	P	Vanous	4/9/12	10,453 43	13,312 58	(2,859 15)	
Cathay Pac Ar	-198	P	Vanous	4/23/12	1,682 76	2,247 14	(564 38)	
Cathay Pac Ar	-208	P	Vanous	4/24/12	1,760 01	2,360 63	(600 62)	
Cathay Pac Ar	-210	P	Vanous	4/25/12	1,778 14	2,383 33	(605 19)	
Cathay Pac Ar	-181	P	Vanous	4/26/12	1,513 06	2,054 20	(541 14)	
Cathay Pac Ar	-186	P	Vanous	4/27/12	1,547 16	2,110 95	(563 79)	
Cathay Pac Ar	-109	P	Vanous	4/30/12	901 38	1,237 05	(335 67)	
Centnca PLC	-1111	P	Vanous	1/25/12	19,352 14	22,885 72	(3,533 58)	
Cepheıd Inc Calıf	-27	P	Vanous	1/12/12	943 64	953 20	(9 56)	
Check Poınt Software	-368	P	Vanous	6/25/12	18,708 26	19,526 29	(818 03)	
China Unıcom Hong Kong	-432	P	Vanous	1/19/12	8,348 33	9,453 59	(1,105 26)	
Church&Dwıght Co	-90	P	Vanous	7/8/11	3,697 27	2,571 85	1,125 42	
Church&Dwıght Co	-41	P	Vanous	2/7/12	1,934 09	1,171 62	762 47	
Church&Dwıght Co	-17	P	Vanous	6/14/12	912 81	485 80	427 01	
Cıena Corp	-93	P	Vanous	7/8/11	1,680 75	911 45	769 30	
Cıena Corp	-95	P	Vanous	7/12/11	1,701 90	931 05	770 85	
Cıena Corp		P	Vanous	8/31/11	correctıon	951 66	(951 66)	
Cısco Systems	-6000	P	Vanous	9/21/11	95,998 16	91,490 92	4,505 40	1 84
Clean Harbors Inc	-20	P	Vanous	1/19/12	1,249 20	540 75	708 45	
Clean Harbors Inc	-7	P	Vanous	3/27/12	477 63	189 26	288 37	
Clean Harbors Inc	-9	P	Vanous	3/28/12	611 39	243 34	368 05	
Cnooc Ltd	-84	P	Vanous	8/11/11	15,684 90	12,203 95	3,480 95	

Sand Springs Home
Stock 7/1/11 thru 6/30/12

Stock.	# Shares Bgt/(Sold)	How Acquired	Date Acquired	Date of Sale	Gross Sale	Cost	Gain or (Loss)	Fees
Commvault Sys Inc	-8	P	Various	3/27/12	405 38	129 90	275 48	
Commvault Sys Inc	-32	P	Various	3/28/12	1,612 55	519 59	1,092 96	
Commvault Sys Inc	-19	P	Various	6/1/12	921 54	308 51	613 03	
Companhia D Snmnto	-106	P	Various	12/1/11	5,627 77	4,126 47	1,501 30	
Companhia D Snmnto	-74	P	Various	3/12/12	5,535 40	2,880 75	2,654 65	
Companhia D Snmnto	-47	P	Various	3/13/12	3,536 34	1,829 66	1,706 68	
Comp De Bebidas Spn	-159	P	Various	2/9/12	5,845 49	5,425 65	419 84	
Complete Prodtn Services	-168	P	Various	11/1/11	5,644 17	3,438 59	2,205 58	
Concho Resources	-21	P	Various	7/8/11	1,958 08	484 23	1,473 85	
Concho Resources	-27	P	Various	7/18/11	2,485 99	622 59	1,863 40	
Copa Holdings	-62	P	Various	2/9/12	4,373 46	2,686 28	1,687 18	
Credit Suisse	-406	P	Various	2/8/12	11,200 57	14,633 34	(3,432 77)	
Credit Suisse	-193	P	Various	3/30/12	5,635 44	6,956 25	(1,320 81)	
Credit Suisse	-167	P	Various	4/10/12	4,499 88	6,019 13	(1,519 25)	
Crexus Invt Corp	-71	P	Various	8/29/11	672 62	790 73	(118 11)	
Crexus Invt Corp	-230	P	Various	8/30/11	2,561 51	3,014 07	(452 56)	
Darden Restaurants	-2000	P	Various	4/25/12	97,997 80	92,614 60	5,381 00	2 20
Deckers Outdoors Corp	-38	P	Various	3/12/12	2,621 02	3,620 15	(999 13)	
Deckers Outdoors Corp	-42	P	Various	3/13/12	2,842 41	4,001 21	(1,158 80)	
Delhaize Group	-118	P	Various	6/13/12	4,133 63	7,860 15	(3,726 52)	
Delhaize Group	-211	P	Various	6/20/12	7,047 05	14,055 55	(7,008 50)	
Delhaize Group	-42	P	Various	6/21/12	1,400 55	2,797 78	(1,397 23)	
Deutsche Bk	-374	P	Various	1/12/12	12,499 81	14,553 20	(2,053 39)	
Diageo PLC	-62	P	Various	12/1/11	5,095 41	4,000 86	1,094 55	
Diageo PLC	-66	P	Various	2/9/12	6,128 90	5,345 92	782 98	
Digital River Inc	-134	P	Various	8/29/11	2,543 99	4,723 31	(2,179 32)	
Dominion Resource	-2000	P	Various	10/26/11	99,998 08	86,936 16	13,060 00	1 92
Dover Corp	-2000	P	Various	12/21/11	99,998 08	98,964 56	1,031 60	1 92
Dnl Quip	-6	P	Various	11/17/11	397 29	458 08	(60 79)	
Eaton Vance	-76	P	Various	12/5/11	1,718 51	2,178 09	(459 58)	
Eli Lilly & Co	-3000	P	Various	10/26/11	110,997 87	103,486 74	7,509 00	2 13
Eli Lilly & Co	-3000	P	Various	4/25/12	113,997 45	109,036 20	4,958 70	2 55
Emerson Elec Co	-2000	P	Various	6/21/12	93,293 00	112,998 82	(19,707 91)	2 09
Empire Dist Electric	-10000	P	Various	7/5/11	190,249 35	197,180 20	(6,934 50)	3 65
Experian PLC	-249	P	Various	1/23/12	3,388 42	1,923 43	1,464 99	
Fanuc LTD	-454	P	Various	9/15/11	10,087 24	10,928 35	(841 11)	
Fanuc LTD	-138	P	Various	2/9/12	3,857 89	3,354 19	503 70	
Federated Investors	-5000	P	Various	4/25/12	99,997 76	92,829 52	7,166 00	2 24
Forest Oil Corp	-91	P	Various	7/18/11	2,132 78	3,142 88	(1,010 10)	
Forest Oil Corp	-85	P	Various	7/18/11	1,988 80	2,935 65	(946 85)	
France Telecom	-79	P	Various	6/11/12	939 02	1,803 86	(864 84)	
France Telecom	-94	P	Various	6/12/12	1,116 72	2,146 36	(1,029 64)	
France Telecom	-241	P	Various	6/13/12	2,931 07	5,502 90	(2,571 83)	
Fresenius Se & Co	-33	P	Various	1/20/12	2,255 08	2,388 81	(133 73)	
Fresenius Se & Co	-95	P	Various	1/23/12	6,607 30	6,876 88	(269 58)	
Fresenius Se & Co	-113	P	Various	2/9/12	8,130 18	8,179 87	(49 69)	
Fresenius Se & Co	-174	P	Various	6/18/12	11,494 60	12,595 56	(1,100 96)	
Gap Inc	-6000	P	Various	3/21/12	113,997 95	108,160 30	5,835 60	2 05
General Mills	-2000	P	Various	7/20/11	73,998 58	72,171 76	1,825 40	1 42
General Mills	-3000	P	Various	10/26/11	113,997 81	111,847 62	2,148 00	2 19
Genl Dynamics Corp	-2000	P	Various	2/23/12	139,997 48	139,105 96	889 00	2 52
Glaxosmithkline Plc	-144	P	Various	8/10/11	5,689 73	5,965 50	(275 77)	
Glaxosmithkline Plc	-705	P	Various	8/22/11	29,281 74	29,206 12	75 62	
Glaxosmithkline Plc	-330	P	Various	2/8/12	14,656 27	14,942 86	(286 59)	
Goldcorp Inc	-53	P	Various	7/19/11	2,869 29	1,829 22	1,040 07	
Heartland Express	-105	P	Various	11/8/11	1,433 13	1,643 41	(210 28)	
Heartland Express	-165	P	Various	11/15/11	2,235 33	2,582 50	(347 17)	
Hecla Mining Co Del	-170	P	Various	1/19/12	797 54	972 52	(174 98)	
Hecla Mining Co Del	-486	P	Various	1/30/12	2,317 35	2,780 28	(462 93)	
Hess Corp	-2000	P	Various	2/23/12	119,997 84	113,324 08	6,671 60	2 16
Hewlett Packard	-2000	P	Various	6/21/12	42,265 05	82,766 20	(40,502 10)	0 95
Huaneng Pwr Intl	-145	P	Various	8/3/11	2,830 41	3,306 91	(476 50)	
Huaneng Pwr Intl	-279	P	Various	8/10/11	4,635 30	6,362 95	(1,727 65)	
Huntington Ingall	-13	P	Various	7/21/11	430 42	555 54	(125 13)	0 01
Idex Corp	-46	P	Various	1/12/12	1,740 32	1,514 44	225 88	
Imperial Tob GRP	-65	P	Various	5/11/12	5,350 62	4,580 17	770 45	
Informatica Corp	-82	P	Various	1/12/12	2,875 23	1,626 68	1,248 55	
Infosys Tech LTD	-335	P	Various	7/18/11	20,616 47	13,123 58	7,492 89	
Intel Corp	-1900	P	Various	11/7/11	37,999 27	37,122 83	875 71	0 73
Intel Corp	-100	P	Various	11/23/11	1,999 96	1,953 83	46 09	0 04
Intel Corp	-3000	P	Various	12/21/11	65,998 74	58,614 78	7,382 70	1 26
Itau Unibanco Banco	-977	P	Various	4/30/12	15,442 99	20,482 72	(5,039 73)	
Kansas City Southern	-27	P	Various	3/13/12	1,863 49	839 86	1,023 63	
Kansas City Southern	-71	P	Various	5/7/12	5,432 35	2,208 52	3,223 83	
KDDI Corp	-256	P	Various	9/26/11	5,184 46	3,690 34	1,494 12	
Kimberly Clark	-2000	P	Various	10/26/11	134,997 41	123,230 82	11,764 00	2 59

Sand Sprngs Home
Stock 7/1/11 thru 6/30/12

Stock:	# Shares Bgt/(Sold)	How Acquired	Date Acquired	Date of Sale	Gross Sale	Cost	Gain or (Loss)	Fees
Komatsu	-534	P	Vanous	9/15/11	11,988 50	10,741 12	1,247 38	
Kraft Foods	-3000	P	Vanous	12/21/11	104,997 98	94,578 46	10,417 50	2 02
Loreal Co	-923	P	Vanous	1/6/12	19,273 81	19,868 54	(594 73)	
Loreal Co	-4000	P	Vanous	4/25/12	107,997 58	109,125 16	(1,130 00)	2 42
Lumos Networks Corp	-148	P	Vanous	11/8/11	2,248 17	1,686 98	561 19	
Madineform Brands Inc	-55	P	Vanous	11/1/11	1,380 05	1,267 03	113 02	
Madineform Brands Inc	-181	P	Vanous	11/15/11	3,293 65	4,169 69	(876 04)	
Makita Corp	-397	P	Vanous	5/15/12	1,423 80	3,590 15	(2,166 35)	
Man Ag	-756	P	Vanous	8/2/11	9,024 76	6,071 95	2,952 81	
Man Ag	-933	P	Vanous	8/9/11	9,442 15	7,493 56	1,948 59	
McDonalds Corp	-2000	P	Vanous	12/21/11	184,996 45	170,527 50	14,465 40	3 55
Merck & Co Inc	-3000	P	Vanous	4/25/12	110,997 51	171,465 02	(60,470 00)	2 49
Mid Amenca Apt Cmntys	-27	P	Vanous	1/12/12	1,657 91	1,659 75	(1 84)	
Mid Amenca Apt Cmntys	-37	P	Vanous	1/12/12	2,256 40	2,274 47	(18 07)	
Mid Amenca Apt Cmntys	-37	P	Vanous	1/19/12	2,161 41	2,274 47	(113 06)	
Mitsubishi Cp (Estate)	-211	P	Vanous	1/11/12	8,396 90	6,605 06	1,791 84	
Mitsubishi Cp (Estate)	-183	P	Vanous	1/12/12	7,290 42	5,728 56	1,561 86	
Mitsubishi UFJ Finl	-2916	P	Vanous	8/31/11	12,298 24	14,172 05	(1,873 81)	
Monsanto Co New Del	-1000	P	Vanous	7/20/11	72,498 61	67,985 87	4,511 35	1 39
Monsanto Co New Del	-1000	P	Vanous	10/26/11	69,998 66	67,985 97	2,011 35	1 34
Nestle S A Rep	-92	P	Vanous	2/7/12	5,407 26	5,713 68	(306 42)	
Nestle S A Rep	-58	P	Vanous	2/9/12	3,420 40	3,602 10	(181 70)	
New World Dev	-1080	P	Vanous	7/6/11	3,163 69	3,907 50	(743 81)	
New World Dev	-1882	P	Vanous	7/8/11	5,726 72	6,809 17	(1,082 45)	
Nippon Yusen Kab	-930	P	Vanous	7/1/11	6,680 15	17,838 31	(11,158 16)	
Nippon Yusen Kab	-1398	P	Vanous	10/18/11	7,233 81	3,241 58	3,992 23	
Nitto Denko Corp	-240	P	Vanous	8/24/11	9,067 41	10,906 05	(1,838 64)	
Nokia Corp	-1276	P	Vanous	7/29/11	7,466 42	15,315 40	(7,848 98)	
OISA	-153	P	Vanous	4/23/12	850 28	2,576 91	(1,726 63)	
OISA	-125	P	Vanous	4/24/12	726 62	2,105 32	(1,378 70)	
OISA	-61	P	Vanous	4/25/12	362 72	1,027 40	(664 68)	
OISA	-353	P	Vanous	4/26/12	5,560 51	5,945 42	(384 91)	
OISA	-253	P	Vanous	4/27/12	4,239 71	4,261 17	(21 46)	
OISA	-300	P	Vanous	4/20/12	4,405 07	5,052 77	(647 70)	
OISA	-253	P	Vanous	4/23/12	3,574 66	4,261 17	(686 51)	
OISA		P	Vanous	5/24/12	7 38	-	7 38	cash in lieu
Oneok Partners LP		P	Vanous	5/27/12	3,810 00	3,810 00	-	
Onx Corporation	-74	P	Vanous	6/15/12	3,182 07	3,526 71	(344 64)	
Onx Corporation	-64	P	Vanous	6/18/12	2,724 61	3,050 13	(325 52)	
PDG Realty Spon	-842	P	Vanous	8/9/11	7,004 47	10,947 64	(3,943 17)	
Pentair Inc	-69	P	Vanous	10/3/11	2,153 55	2,013 77	139 78	
Pentair Inc	-61	P	Vanous	10/11/11	2,016 52	1,903 87	112 65	
Pemgo Co	-13	P	Vanous	7/8/11	1,161 65	529 46	632 19	
Pemgo Co	-11	P	Vanous	11/1/11	1,045 15	448 01	597 14	
Pemgo Co	-25	P	Vanous	1/12/12	2,396 01	1,018 20	1,377 81	
Pemgo Co	-22	P	Vanous	2/7/12	2,120 01	896 01	1,224 00	
Pemgo Co	-25	P	Vanous	3/13/12	2,646 56	1,018 20	1,628 36	
Petrleo Bras VTG	-384	P	Vanous	9/28/11	8,897 88	12,110 46	(3,212 58)	
Petrleo Bras VTG	-388	P	Vanous	1/3/12	9,506 01	12,236 62	(2,730 61)	
Peugeot Citroens	-436	P	Vanous	1/18/12	7,486 59	12,451 56	(4,964 97)	
Peugeot Citroens	-90	P	Vanous	1/19/12	1,549 58	2,570 28	(1,020 70)	
Potash Corp	-297	P	Vanous	12/29/11	12,611 24	17,604 85	(4,993 61)	
Precision Dnlling Corp	-1141	P	Vanous	5/29/12	8,773 18	12,968 49	(4,195 31)	
Procter & Gamble Co	-2000	P	Vanous	4/25/12	134,996 98	132,989 76	2,004 20	3 02
Progress Energy	-2000	P	Vanous	12/28/11	95,998 16	89,890 92	6,105 40	1 84
Quicksilver Ver Inc	-326	P	Vanous	10/3/11	2,698 68	4,756 48	(2,057 80)	
Quicksilver Ver Inc	-396	P	Vanous	1/30/12	2,171 23	3,092 63	(921 40)	
Research in Motion LTD	-2000	P	Vanous	6/21/12	21,267 52	88,615 04	(67,348 00)	0 48
Ritchie Bros	-202	P	Vanous	10/3/11	4,160 49	3,151 80	1,008 69	
Ritchie Bros	-355	P	Vanous	10/5/11	7,217 84	5,539 05	1,678 79	
Roche Hldg LTD	-592	P	Vanous	10/24/11	23,430 67	25,755 62	(2,324 95)	
Royal Dutch Shell	-2000	P	Vanous	7/20/11	139,997 31	131,174 62	8,820 00	2 69
Ruddick Corp	-25	P	Vanous	11/8/11	1,078 54	692 54	386 00	
Ruddick Corp	-29	P	Vanous	2/7/12	1,264 66	803 34	461 32	
Sanofi Adr	-397	P	Vanous	2/23/12	14,877 70	14,719 25	158 45	
Sap AG SHS	-108	P	Vanous	4/19/12	6,894 98	4,987 92	1,907 06	
Sap AG SHS	-102	P	Vanous	4/30/12	6,678 27	4,710 81	1,967 46	
Sasol LTD	-311	P	Vanous	3/29/12	15,345 80	16,411 99	(1,066 19)	
SBA Communications	-108	P	Vanous	6/1/12	5,648 06	2,880 76	2,767 30	
Schneider Elec Sa	-899	P	Vanous	8/4/11	13,015 11	9,861 63	3,153 48	
Softbank Corp	-159	P	Vanous	1/11/12	2,334 05	3,191 45	(857 40)	
Softbank Corp	-951	P	Vanous	1/13/12	13,665 71	19,088 47	(5,422 76)	
Southern Company	-3000	P	Vanous	11/7/11	122,997 64	115,777 28	7,218 00	2 36
SSE PLC Sponsored Adr	-1230	P	Vanous	1/24/12	23,441 01	27,646 06	(4,205 05)	
Stancorp Financl	-45	P	Vanous	8/11/11	1,284 96	2,014 41	(729 45)	
Stancorp Financl	-70	P	Vanous	8/29/11	2,027 42	3,133 53	(1,106 11)	

Sand Springs Home
Stock 7/1/11 thru 6/30/12

Stock	# Shares Bgt/(Sold)	How Acquired	Date Acquired	Date of Sale	Gross Sale	Cost	Gain or (Loss)	Fees
Staples Inc	-2000	P	Vanous	6/21/12	25,426 23	46,672 86	(21,247 20)	0 57
Stens Corp	-73	P	Vanous	8/11/11	2,189 25	2,462 18	(272 93)	
Stens Corp	-34	P	Vanous	8/29/11	1,022 81	1,146 77	(123 96)	
Stens Corp	-34	P	Vanous	8/31/11	1,146 77	1,271 09	(124 32)	
Successfactors Inc	-119	P	Vanous	12/15/11	4,737 19	3,507 86	1,229 33	
SVB Finl Group	-84	P	Vanous	2/3/12	4,789 56	5,013 59	(224 03)	
Svenska C AKTI	-910	P	Vanous	2/24/12	15,402 28	10,066 67	5,335 61	
Taiwan S Manufctrng	-5000	P	Vanous	4/25/12	62,498 60	49,341 85	13,155 35	1 40
Tata Motors LTD	-84	P	Vanous	1/18/12	1,661 78	1,963 07	(301 29)	
Tata Motors LTD	-579	P	Vanous	1/23/12	11,797 75	13,531 15	(1,733 40)	
Teradata Crop	-2000	P	Vanous	4/25/12	119,997 31	113,030 02	6,964 60	2 69
Texas Roadhouse	-313	P	Vanous	8/11/11	4,514 94	3,568 29	946 65	
Thomson Reuters Corp	-429	P	Vanous	7/27/11	15,269 19	15,627 68	(358 49)	
Tim Hortons Inc	-73	P	Vanous	1/4/12	3,518 74	1,918 29	1,600 45	
Tim Hortons Inc	-28	P	Vanous	1/5/12	1,358 81	735 78	623 03	
Toronto Dominion Bk	-61	P	Vanous	3/2/12	4,918 33	4,430 42	487 91	
Total S A	-1000	P	Vanous	6/21/12	43,851 32	55,449 44	(11,599 10)	0 98
Treehouse Foods	-45	P	Vanous	7/8/11	2,429 62	1,355 81	1,073 81	
Treehouse Foods	-47	P	Vanous	10/11/11	2,835 35	1,416 07	1,419 28	
Treehouse Foods	-45	P	Vanous	11/15/11	2,684 30	1,355 81	1,328 49	
TW Telecom	-43	P	Vanous	7/18/11	912 69	768 72	143 97	
Unilever Nv Ny Reg	-174	P	Vanous	2/9/12	5,838 60	5,495 90	342 70	
Unilever Nv Ny Reg	-220	P	Vanous	2/17/12	7,425 60	6,948 83	476 77	
United Nat Foods	-52	P	Vanous	3/13/12	2,380 21	1,399 60	980 61	
United Techs Corp	-2000	P	Vanous	10/26/11	144,997 22	136,194 91	8,799 53	2 78
United Techs Corp	-1000	P	Vanous	2/17/12	79,998 46	68,097 15	11,899 77	1 54
Universal Health Svcs	-41	P	Vanous	1/12/12	1,569 79	950 61	619 18	
URS Corp New	-69	P	Vanous	6/14/12	2,444 52	2,809 12	(364 60)	
URS Corp New	-64	P	Vanous	6/22/12	2,242 64	2,605 57	(362 93)	
US Bancorp	-1000	P	Vanous	6/20/12	30,999 31	31,118 62	(120 00)	0 69
UTI Woldwide Inc	-205	P	Vanous	7/18/11	3,695 18	3,377 96	317 22	
UTI Woldwide Inc	-137	P	Vanous	8/5/11	2,141 12	2,257 46	(116 34)	
Vale Sa	-602	P	Vanous	1/4/12	12,772 02	14,743 34	(1,971 32)	
Veolia Environnement	-325	P	Vanous	7/21/11	8,188 36	20,996 28	(12,807 92)	
Vera Bradley Inc	-106	P	Vanous	5/7/12	2,757 85	3,078 73	(320 88)	
Venzon Comm	-4000	P	Vanous	10/26/11	143,997 24	125,118 55	18,875 93	2 76
Vodafone Group New	-152	P	Vanous	1/20/12	4,108 04	4,206 22	(98 18)	
Vodafone Group New	-437	P	Vanous	1/23/12	11,816 42	12,092 88	(276 46)	
Waddell & Reed	-94	P	Vanous	3/16/12	3,020 18	3,364 02	(343 84)	
Walgreen Co	-2000	P	Vanous	4/25/12	69,998 43	65,831 06	4,165 80	1 57
Wal-Mart De Mex	-300	P	Vanous	1/23/12	8,453 72	5,327 84	3,125 88	
Wal-Mart De Mex	-193	P	Vanous	2/9/12	6,051 84	3,427 58	2,624 26	
Wal-Mart De Mex	-619	P	Vanous	4/26/12	17,817 39	10,993 11	6,824 28	
Warnaco Group	-19	P	Vanous	10/3/11	922 93	821 30	101 63	
Warnaco Group	-53	P	Vanous	11/15/11	2,590 77	2,290 98	299 79	
Waste Management	-2000	P	Vanous	10/26/11	65,998 73	66,443 46	(446 00)	1 27
Waste Management	-4000	P	Vanous	4/25/12	131,997 04	125,197 81	6,796 27	2 96
Whiting Petroleum Corp	-22	P	Vanous	12/1/11	974 09	1,060 29	(86 20)	
Whiting Petroleum Corp	-58	P	Vanous	1/12/12	2,994 00	2,795 31	198 69	
Wiley John & Sons	-24	P	Vanous	8/29/11	1,098 78	946 39	152 39	
Wiley John & Sons	-44	P	Vanous	1/12/12	1,976 38	1,735 06	241 32	
Wiley John & Sons	-29	P	Vanous	3/28/12	1,374 61	1,143 56	231 05	
Wiley John & Sons	-51	P	Vanous	4/17/12	2,397 62	2,011 09	386 53	
Williams Sonoma Inc	-60	P	Vanous	7/6/11	2,415 62	2,596 68	(181 06)	
Williams Sonoma Inc	-66	P	Vanous	7/8/11	2,190 03	2,360 63	(170 60)	
Williams Sonoma Inc	-39	P	Vanous	3/23/12	1,482 04	1,478 21	3 83	
W R Berkley Corp	-94	P	Vanous	10/3/11	2,554 46	2,352 40	202 06	
W R Berkley Corp	-69	P	Vanous	11/1/11	2,398 37	1,875 09	523 28	
Wright Express Corp	-10	P	Vanous	3/27/12	649 49	369 27	280 22	
Wright Express Corp	-17	P	Vanous	3/28/12	1,095 32	627 76	467 56	
Wright Express Corp	-15	P	Vanous	5/9/12	872 59	539 61	332 98	
Xetrata PLC	-2520	P	Vanous	10/3/11	6,841 92	11,651 22	(4,809 30)	
Yamana Gold Inc	-350	P	Vanous	9/23/11	5,879 86	4,087 02	1,792 84	
Yanzhou Coal Mng	-144	P	Vanous	7/19/11	5,406 18	3,091 06	2,315 12	
SUBTOTAL: STOCK SALES					**6,042,356 62**	**6,223,234.65**	**(181,135 68)**	**257 65**
US Government Securities								
FNMA P735580		P	Vanous	4/12/12	312 04	576 99	(264 95)	
FNMA P889579		P	Vanous	4/12/12	1,780 97	1,743 45	37 52	
FNMA P930071		P	Vanous	4/12/12	180 91	176 19	4 72	
FNMA P992033		P	Vanous	4/12/12	95 72	91 90	3 82	
FNMA P745275		P	Vanous	4/12/12	3,821 51	6,947 44	(3,125 93)	
FNMA PAH3401		P	Vanous	4/12/12	91,130 05	85,873 09	5,256 96	
FNMA P889572		P	Vanous	4/12/12	312 08	323 78	(11 70)	

Sand Sprıngs Home
Stock 7/1/11 thru 6/30/12

Stock	# Shares Bgt/(Sold)	How Acquired	Date Acquired	Date of Sale	Gross Sale	Cost	Gain or (Loss)	Fees
FNMA PAL0065		P	Vanous	4/12/12	17,238 86	16,636 59	602 27	
FNMA PAE0392		P	Vanous	4/12/12	137,713 98	138,797 97	(1,083 99)	
FNMA PAE5471		P	Vanous	4/12/12	839 15	856 75	(17 60)	
FNMA P889996		P	Vanous	4/12/12	330 65	345 43	(14 78)	
US Trsy Note		P	Vanous	3/1/12	52,678 65	52,503 68	174 97	
US Trea Note		P	Vanous	2/29/12	125,000 00	125,033 93	(33 93)	
US Trea Note		P	Vanous	3/1/12	26,479 72	26,180 16	299 56	
US Trea Bıll		P	Vanous	9/8/11	257,000 00	256,834 84	165 16	
US Trsy Infl Bond		P	Vanous	2/15/12	53,568 24	46,203 77	7,364 47	
US Trsy Inf Bon		P	Vanous	1/30/12	57,883 91	51,115 60	6,768 31	
US Trsy Inf Bon		P	Vanous	2/29/12	53,568 24	48,115 01	5,453 23	
US Trsy Inf Bon		P	Vanous	3/1/12	32,835 68	28,747 52	4,088 16	
SUBTOTAL: US GOVERNMENT SECURITIES					**912,770 36**	**887,104.09**	**25,666.27**	
Certificates of Deposit								
GE Money Bk		P	3/15/12	6/18/12	(99,999 00)	(100,000 00)	1 00	
LCA Bk Corp		P	5/10/12	6/11/12	(247,024 70)	(247,000 00)	(24 70)	
PnvateBank & Tr		P	3/15/12	6/11/12	(248,937 75)	(249,000 00)	62 25	
SUBTOTAL· CERTIFICATES OF DEPOSIT					**(595,961.45)**	**(596,000.00)**	**38 55**	
Mutual Funds								
Ishares Ftse Hk		P	Vanous	3/28/12	19,299 93	19,926 46	(626 53)	
SUBTOTAL· MUTUAL FUNDS					**19,299 93**	**19,926 46**	**(626 53)**	
Other Securities								
FHLM		P	1/16/08	4/12/2012	862 66	654 88	207 78	
FHLMC		P	10/14/11	4/12/2012	10,701 77	11,071 12	(369 35)	
FHLMC A8 9385		P	1/12/12	4/12/2012	646 47	669 32	(22 85)	
SUBTOTAL: OTHER SECURITIES					**12,210 90**	**12,395.32**	**(184.42)**	
GRAND TOTAL					**6,390,676.36**	**6,546,660 52**	**(156,241.81)**	**257.65**

Sand Springs Home
Vehicles 7/1/2011 thru 6/30/2012

	Date of Sale	Cost	Net Proceeds	Accumulated Depreciation	Gain or (Loss)
1998 Harris Boat	2/24/2012	(27,567.66)	15,000.00	(80,924.71)	5,584.05
2001 Hariis Boat	2/24/2012	(30,139.00)			
2003 Deck Boat	2/24/2012	(32,634.00)			
Total		(90,340.66)			

Sand Springs Home
Land Purchases and Sales
July 01, 2011-June 30, 2012

Description of Land Sale	Pro. #	Date/JV #	Dr (Cr) Sales	Dr (Cr) Clearance	Dr (Cr) Land	Dr (cr) Building	Dr (Cr) Ac. Deprec Buildings	Dr (Cr) Cost of Sale	Debit Note Receivable	Unrealized Profit	Realized Profit	Deferred Profit	Dr (Cr) Accrued Liabilities	Credit Retained Earnings
Sale: 420 S. 204th W Ave Jeremy & Cynthia Halpain	1102	8/1/11	(85,000.00)	6,658.92		(57,674.96)	28,597.10	30,185.36					733.58	
Sale: 2 acres 20-20-11 Osage Cty Raymond & Maralea Brady	6810	9/29/11	(11,000.00)	10,424.63	(5,356.83)			5,623.33					308.87	
Sale: 2333 N 138th W Ave Sonny & Rae Schell	6110	9/29/11	(151,000.00)	149,365.53	(13,975.66)	(134,969.57)	562.37	149,201.36					815.97	

SAND SPRINGS HOME
73-0579278
FYE JUNE 30, 2012

INSTALLMENT SALE INCOME

DESCRIPTION: LAND DICKSON
DATE SOLD: October 27, 2004

SELLING PRICE:	$ 44,970.00
BASIS OF PROPERTY SOLD:	$ 40,665.95
DEPRECIATION ALLOWED:	$0.00
ADJUSTED BASIS;	$ 40,665.95
EXPENSES OF SALE:	$ 3,993.53
GROSS PROFIT:	$ 310.52
CONTRACT PRICE:	$ 44,970.00
GROSS PROFIT PERCENTAGE:	0.690505%
PAYMENTS RECEIVED DURING YEAR:	$ 1,836.35
INSTALLMENT SALE INCOME:	$ 12.68

SAND SPRINGS HOME
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INSTALLMENT SALE INCOME

DESCRIPTION: BUILDING - EDGEPATH-KACHEL
DATE SOLD: November 2, 2005

SELLING PRICE:	$ 320,000.00
BASIS OF PROPERTY SOLD:	$ 145,057.50
DEPRECIATION ALLOWED:	$122,273.93
ADJUSTED BASIS;	$ 22,783.57
EXPENSES OF SALE:	$ 5,237.93
GROSS PROFIT:	$ 291,978.50
CONTRACT PRICE:	$ 320,000.00
GROSS PROFIT PERCENTAGE:	91.552500%
PAYMENTS RECEIVED DURING YEAR:	$ 3,493.63
INSTALLMENT SALE INCOME:	$ 3,198.51

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INSTALLMENT SALE INCOME

DESCRIPTION: BUILDING - HOWARD
DATE SOLD: April 27, 2006

SELLING PRICE:	$ 125,000.00
BASIS OF PROPERTY SOLD:	$ 11,114.64
DEPRECIATION ALLOWED:	$1,057.32
ADJUSTED BASIS;	$ 10,057.32
EXPENSES OF SALE:	$ 2,225.33
GROSS PROFIT:	$ 112,717.35
CONTRACT PRICE:	$ 125,000.00
GROSS PROFIT PERCENTAGE:	90.173880%
PAYMENTS RECEIVED DURING YEAR:	$ 5,311.59
INSTALLMENT SALE INCOME:	$ 4,789.67

SAND SPRINGS HOME
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INSTALLMENT SALE INCOME

DESCRIPTION: BUILDING - WHITE
DATE SOLD: August 5th, 2006

SELLING PRICE:	$ 106,000.00
BASIS OF PROPERTY SOLD:	$ 49,971.04
DEPRECIATION ALLOWED:	$42,032.64
ADJUSTED BASIS;	$ 7,938.40
EXPENSES OF SALE:	$ 2,197.00
GROSS PROFIT:	$ 95,864.60
CONTRACT PRICE:	$ 106,000.00
GROSS PROFIT PERCENTAGE:	91.193000%
PAYMENTS RECEIVED DURING YEAR:	$ 5,162.84
INSTALLMENT SALE INCOME:	$ 4,708.15

SAND SPRINGS HOME
73-0579278
FYE JUNE 30, 2012

INSTALLMENT SALE INCOME

DESCRIPTION: LAND - WOODROW
DATE SOLD: March 15, 2002

SELLING PRICE:	$ 19,127.20
BASIS OF PROPERTY SOLD:	$ 166.45
DEPRECIATION ALLOWED:	$0.00
ADJUSTED BASIS;	$ 166.45
EXPENSES OF SALE:	$ -
GROSS PROFIT:	$ 18,960.75
CONTRACT PRICE:	$ 19,127.20
GROSS PROFIT PERCENTAGE:	99.129773%
PAYMENTS RECEIVED DURING YEAR:	$ 2,096.76
INSTALLMENT SALE INCOME:	$ 2,078.51

Form **8868** (Rev January 2012)
Department of the Treasury Internal Revenue Service

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 ▶ [X]
- 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

Enter filer's identifying number, see instructions

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions SAND SPRINGS HOME	Employer identification number (EIN) or [X] 73-0579278
	Number, street, and room or suite no If a P O box, see instructions PO BOX 278	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions SAND SPRINGS OK 74063	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

- The books are in the care of ▶ SAND SPRINGS HOME
PO BOX 278
SAND SPRINGS OK 74063

Telephone No ▶ 918-245-1465 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 02/15/13 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [ ] calendar year ________ or
▶ [X] tax year beginning 07/01/11 , and ending 06/30/12 .

COPY

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	$ 37,679
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	$ 37,679
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

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