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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**

**2001**

For calendar year 2001, or tax year beginning **JUL 1, 2001** and ending **JUN 30, 2002**

**Part I Analysis of Revenue and Expenses**

<table>
<thead>
<tr>
<th>(a) Revenue and expenses per books</th>
<th>(b) Net investment income</th>
<th>(c) Adjusted net income</th>
<th>(d) Disbursements for charitable purposes (cash basis only)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenue</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1 Contributions, gifts, grants, etc., received</td>
<td>16,804,182</td>
<td>23,362</td>
<td>464,522</td>
</tr>
<tr>
<td>2 Distributions from split-interest trusts</td>
<td>23,362</td>
<td>23,362</td>
<td>464,522</td>
</tr>
<tr>
<td>3 Interest on savings and temporary cash investments</td>
<td>464,522</td>
<td>464,522</td>
<td>4,873,684</td>
</tr>
<tr>
<td>4 Dividends and interest from securities</td>
<td>&lt;37,359&gt;</td>
<td>STATEMENT 1</td>
<td>STATEMENT 2</td>
</tr>
<tr>
<td>5a Gross rents</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6a Line 10</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Capital gain net income (from Part IV)</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>8 Net short term capital gain</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Income modifications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a Gross sales less returns and allowances</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less Cost of goods sold</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Gross profit or (loss)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Other income</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Total Add lines 1 through 11</td>
<td>17,254,707</td>
<td>487,884</td>
<td>53,456</td>
</tr>
<tr>
<td>13 Compensation of officers, directors, trustees, etc.</td>
<td>STMT 4</td>
<td>16,598</td>
<td>16,598</td>
</tr>
<tr>
<td>14 Other employee salaries and wages</td>
<td>STMT 5</td>
<td>23,403</td>
<td>20,659</td>
</tr>
<tr>
<td>15 Pension plans, employee benefits</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15a Legal fees</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Accounting fees</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Other professional fees</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17 Interest</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18 Taxes</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19 Depreciation and depletion</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20 Occupancy</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21 Travel, conferences, and meetings</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>22 Printing and publications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23 Other expenses</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24 Total operating and administrative expenses Add lines 13 through 23</td>
<td>213,529</td>
<td>97,572</td>
<td>101,306</td>
</tr>
<tr>
<td>25 Contributions, gifts, grants paid</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>26 Total expenses and disbursements Add lines 24 and 25</td>
<td>2,486,162</td>
<td>97,572</td>
<td>520,133</td>
</tr>
</tbody>
</table>

**Part II Operating and Administrative Expenses**

<table>
<thead>
<tr>
<th>(a) Excess of revenue over expenses and disbursements</th>
<th>(b) Net investment income</th>
<th>(c) Adjusted net income</th>
</tr>
</thead>
<tbody>
<tr>
<td>27 Subtract line 26 from line 12</td>
<td>14,768,545</td>
<td>390,312</td>
</tr>
</tbody>
</table>

**Note:** The organization may be able to use a copy of this return to satisfy state reporting requirements.
### Part II Balance Sheets

#### Assets

<table>
<thead>
<tr>
<th>Item</th>
<th>Beginning of Year</th>
<th>End of Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>2. Savings and temporary cash investments</td>
<td>159,309.</td>
<td>1,354,086.</td>
</tr>
<tr>
<td>3. Accounts receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Less allowance for doubtful accounts</td>
<td></td>
</tr>
<tr>
<td>4. Pledges receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Less allowance for doubtful accounts</td>
<td></td>
</tr>
<tr>
<td>5. Grants receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. Receivables due from officers, directors, trustees, and other disqualified persons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7. Other notes and loans receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Less allowance for doubtful accounts</td>
<td></td>
</tr>
<tr>
<td>8. Inventories for sale or use</td>
<td>9,120.</td>
<td>14,680.</td>
</tr>
<tr>
<td>10a. Investments U.S. and state government obligations</td>
<td>STMT 9</td>
<td>4,028,710.</td>
</tr>
<tr>
<td></td>
<td>c. Investments - corporate bonds</td>
<td></td>
</tr>
<tr>
<td>11. Investments and holdings and equipment basis</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Less accumulated depreciation</td>
<td></td>
</tr>
<tr>
<td>13. Investments other</td>
<td></td>
<td>31,688.</td>
</tr>
<tr>
<td></td>
<td>Less accumulated depreciation</td>
<td></td>
</tr>
<tr>
<td>14. Land, buildings, and equipment, basis</td>
<td>5,182.</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Less accumulated depreciation</td>
<td>STMT 12</td>
</tr>
<tr>
<td></td>
<td></td>
<td>130.</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15. Other assets (describe)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Total assets (to be completed by all filers)</td>
<td>5,433,578.</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16. Accounts payable and accrued expenses</td>
<td></td>
<td></td>
</tr>
<tr>
<td>17. Grants payable</td>
<td></td>
<td>1,752,500.</td>
</tr>
<tr>
<td>18. Deferred revenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>19. Loans from officers, directors, trustees, and other disqualified persons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20. Mortgages and other notes payable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>21. Other liabilities (describe)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>22. Total liabilities (add lines 17 through 22)</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1,752,500.</td>
</tr>
<tr>
<td>23. Organizations that follow SFAS 117, check here and complete lines 24 through 28 and lines 30 and 31</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24. Unrestricted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>25. Temporarily restricted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26. Permanently restricted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>27. Capital stock, trust principal, or current funds</td>
<td>4,992,228.</td>
<td>21,796,410.</td>
</tr>
<tr>
<td>28. Paid in or capital surplus, or land, bidg., and equipment fund</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>29. Retained earnings, accumulated income, endowment, or other funds</td>
<td>441,350.</td>
<td>&lt;1,594,290.&gt;</td>
</tr>
<tr>
<td>30. Total net assets or fund balances</td>
<td>5,433,578.</td>
<td>20,202,120.</td>
</tr>
</tbody>
</table>

### 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
2. Enter amount from Part I, line 27a
3. Other increases not included in line 2 (itemize)
4. Add lines 1, 2, and 3
5. Decreases not included in line 2 (itemize) ➔ ROUNCING
6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

<table>
<thead>
<tr>
<th>Part III</th>
<th>Analysis of Changes in Net Assets or Fund Balances</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>5,433,578.</td>
</tr>
<tr>
<td>2.</td>
<td>14,768,545.</td>
</tr>
<tr>
<td>3.</td>
<td>0.</td>
</tr>
<tr>
<td>4.</td>
<td>20,202,120.</td>
</tr>
<tr>
<td>5.</td>
<td>3.</td>
</tr>
<tr>
<td>6.</td>
<td>20,202,120.</td>
</tr>
</tbody>
</table>
**Part IV Capital Gains and Losses for Tax on Investment Income**

<table>
<thead>
<tr>
<th>(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.)</th>
<th>(b) How acquired</th>
<th>(c) Date acquired</th>
<th>(d) Date sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>SEE ATTACHED STATEMENTS</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(e) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss) (e) plus (f) minus (g)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>4,873,684.</strong></td>
<td></td>
<td><strong>4,910,943.</strong></td>
<td><strong>&lt;37,259.</strong></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(i) F MV as of 12/31/69</th>
<th>(j) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of col (i) over col (j), if any</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

\[\boxed{\text{Yes} \quad \boxed{\text{No}}}\]

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

<table>
<thead>
<tr>
<th>(a) Base period years</th>
<th>(b) Adjusted qualifying distributions</th>
<th>(c) Net value of noncharitable use assets</th>
<th>(d) Distribution ratio (col (b) divided by col (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>2000</td>
<td>242,037</td>
<td>5,241,516</td>
<td>0.0461769</td>
</tr>
<tr>
<td>1999</td>
<td>212,723</td>
<td>4,564,246</td>
<td>0.0466064</td>
</tr>
<tr>
<td>1998</td>
<td>272,109</td>
<td>4,210,101</td>
<td>0.0646324</td>
</tr>
<tr>
<td>1997</td>
<td>184,669</td>
<td>3,738,859</td>
<td>0.0493918</td>
</tr>
<tr>
<td>1996</td>
<td>152,713</td>
<td>3,243,361</td>
<td>0.0470848</td>
</tr>
</tbody>
</table>

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

\[0.0507785\]

4. Enter the net value of noncharitable-use assets for 2001 from Part X, line 5

\[10,411,952\]

5. Multiply line 4 by line 3

\[528,703\]

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

\[3,903\]

7. Add lines 5 and 6

\[532,606\]

8. Enter qualifying distributions from Part XII, line 4

\[2,371,439\]

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 "NA" on line 1
   Date of ruling letter __________________________ (attach copy of ruling letter if necessary-see instructions)
   b Domestic organizations that meet the section 4940(e) requirements in Part V, check here [X] and enter 1%
      of Part I, line 27b
   c All other domestic organizations 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-)
   3 Add lines 1 and 2
   4 Subtitle A (income) trust (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)
   5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter 0
   6 Credits/Payments
      a 2001 estimated tax payments and 2000 overpayment credited to 2001
      b Exempt foreign organizations - tax withheld at source
      c Tax paid with application for extension of time to file (Form 8868)
      d Backup withholding erroneously withheld
      7 Total credits and payments Add lines 6a through 6d
      8 Enter any penalty for underpayment of estimated tax Check here [ ] if Form 2220 is attached
      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
      11 Enter the amount of line 10 to be credited to 2002 estimated tax [ ] Refunded

Part VII-A Statements Regarding Activities

1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
   b If it spent more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)
      If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or
      distributed by the organization in connection with the activities
   c Did the organization file Form 1120-POL for this year?
   d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
      (1) On the organization [ ] $_______ 0
      (2) On organization managers [ ] $_______ 0
   e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization
      managers [ ] $_______ 0
   2 Has the organization engaged in any activities that have not previously been reported to the IRS?
      If "Yes," attach a detailed description of the activities
   3 Has the organization 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 conform copy of the changes
   4a Did the organization have unrelated business gross income of $1,000 or more during the year?
   b If "Yes," has it filed a tax return on Form 990-T for this year?
   5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
      If "Yes," attach the statement required by General Instruction T
   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?
   7 Did the organization have at least $5,000 in assets at any time during the year?
      If "Yes," complete Part II, col (c), and Part XV
   8a Enter the states to which the foundation reports or with which it is registered (see instructions)

OKLAHOMA

b If the answer is "Yes" to line 7, has the organization 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
   9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(c)(3) or 4942(c)(5) for calendar
      year 2001 or the taxable year beginning in 2001 (see instructions for Part XIV) If "Yes," complete Part XIV
   10 Did any persons become substantial contributors during the tax year?
      If "Yes," attach a schedule listing their names and addresses
   11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?
      Web site address [ ] N/A
   12 The books are in care of [ ] HOGAN & SLOVACEK
      Telephone no [ ] 405-848-2020
      Located at [ ] 301 NW 63RD, SUITE 200, OKC, OK
      Zip code [ ] 73116
   13 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 [ ] 13 [ ] N/A

Form 990-PF (2001)
### INASMUCH FOUNDATION

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

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(1)</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(2)</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(3)</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(4)</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(5)</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(6)</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>b</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>2b</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3b</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4a</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>4b</td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

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

1. During the year did the organization (either directly or indirectly):
   - Engage in the sale or exchange, or leasing of property with a disqualified person? [ ] Yes [x] No
   - Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [x] No
   - Furnish goods, services, or facilities to (or accept them from) a disqualified person? [x] Yes [ ] No
   - Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [x] Yes [ ] No
   - 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 [x] 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 53.4946(d)-3 or in a current notice regarding disaster assistance? (see page 19 of the instructions.)

   - Organizations relying on a current notice regarding disaster assistance check here [ ] Yes [x] No

   - Did the organization engage in any activity from the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2001? [x] Yes [ ] No

2. Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a. At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001?

   - Yes [ ] No

   - If "Yes," list the years:

b. Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to your undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement see instructions.)

   - N/A  

   - If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here:

3a. Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? [ ] Yes [x] No

b. If "Yes," did it have excess business holdings in 2001 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2001.)

   - N/A  

4a. Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?

   - Yes [ ] No

b. Did the organization 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 2001? [x] Yes [ ] No

5a. Did the organization pay or incur any amount to:

   - Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? [x] Yes [ ] No

   - Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? [x] Yes [ ] No

   - Provide a grant to an individual for travel, study, or other similar purposes? [x] Yes [ ] No

   - 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)? [x] Yes [ ] No

   - Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? [x] 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  

   - Organizations relying on a current notice regarding disaster assistance check here:

   - If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? [ ] Yes [x] No

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

6a. Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? [x] Yes [ ] No

b. Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? [x] Yes [ ] No

   - If you answered "Yes" to 6b, also file Form 8870
**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**

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>(b) Title and average hours per week devoted to position</th>
<th>(c) Compensation (If not paid, enter: -0-)</th>
<th>(d) Contributions to employees' benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>SEE STATEMENT 14</td>
<td>95,223.</td>
<td>0.</td>
<td>0.</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(a) Name and address of each employee paid more than $50,000</th>
<th>(b) Title and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employees' benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

3. **Five highest-paid independent contractors for professional services. If none, enter "NONE"**

<table>
<thead>
<tr>
<th>(a) Name and address of each person paid more than $50,000</th>
<th>(b) Type of service</th>
<th>(c) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

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

1. **N/A**

2. 

3. 

4. 

**Expenses**

Form 990-PF (2001) 01/24/02
**INASMUCH FOUNDATION**

**Part IX-B Summary of Program-Related Investments**

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

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
</tr>
</tbody>
</table>

All other program related investments See instructions

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total Add lines 1 through 3

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

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes</td>
<td></td>
</tr>
<tr>
<td>a Average monthly fair market value of securities</td>
<td>8,273,627</td>
</tr>
<tr>
<td>b Average of monthly cash balances</td>
<td>2,240,375</td>
</tr>
<tr>
<td>c Fair market value of all other assets</td>
<td>56,508</td>
</tr>
<tr>
<td>d Total (add lines 1a, b, and c)</td>
<td>10,570,510</td>
</tr>
<tr>
<td>e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)</td>
<td></td>
</tr>
<tr>
<td>1e</td>
<td>0</td>
</tr>
<tr>
<td>Acquisition indebtedness applicable to line 1 assets</td>
<td>0</td>
</tr>
<tr>
<td>Subtract line 2 from line 1d</td>
<td>10,570,510</td>
</tr>
<tr>
<td>Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)</td>
<td>158,558</td>
</tr>
<tr>
<td>Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4</td>
<td>10,411,952</td>
</tr>
<tr>
<td>Minimum investment return Enter 5% of line 5</td>
<td>520,598</td>
</tr>
</tbody>
</table>

**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)

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minimum investment return from Part X, line 6</td>
<td>520,598</td>
</tr>
<tr>
<td>2a Tax on investment income for 2001 from Part VI, line 5</td>
<td>3,903</td>
</tr>
<tr>
<td>b Income tax for 2001 (This does not include the tax from Part VI)</td>
<td></td>
</tr>
<tr>
<td>c Add lines 2a and 2b</td>
<td>3,903</td>
</tr>
<tr>
<td>3 Distributable amount before adjustments Subtract line 2c from line 1</td>
<td>516,695</td>
</tr>
<tr>
<td>4a Recoveries of amounts treated as qualifying distributions</td>
<td>0</td>
</tr>
<tr>
<td>b Income distributions from section 4947(a)(2) trusts</td>
<td>0</td>
</tr>
<tr>
<td>c Add lines 4a and 4b</td>
<td></td>
</tr>
<tr>
<td>4c</td>
<td>0</td>
</tr>
<tr>
<td>Add lines 3 and 4c</td>
<td>516,695</td>
</tr>
<tr>
<td>6 Deduction from distributable amount (see instructions)</td>
<td>0</td>
</tr>
<tr>
<td>7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1</td>
<td>516,695</td>
</tr>
</tbody>
</table>

**Part XII Qualifying Distributions** (see instructions)

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes</td>
<td></td>
</tr>
<tr>
<td>a Expenses, contributions, gifts, etc. Total from Part I, column (d), line 26</td>
<td>621,439</td>
</tr>
<tr>
<td>b Program-related investments Total from Part IX-B</td>
<td>0</td>
</tr>
<tr>
<td>2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes</td>
<td></td>
</tr>
<tr>
<td>3 Amounts set aside for specific charitable projects that satisfy the</td>
<td></td>
</tr>
<tr>
<td>a Suitability test (prior IRS approval required)</td>
<td></td>
</tr>
<tr>
<td>b Cash distribution test (attach the required schedule)</td>
<td>1,750,000</td>
</tr>
<tr>
<td>4 Qualifying distributions Add lines 1 through 3b Enter here and on Part V, line 6, and Part XII, line 4</td>
<td>2,371,439</td>
</tr>
<tr>
<td>5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b</td>
<td>3,903</td>
</tr>
<tr>
<td>6 Adjusted qualifying distributions Subtract line 5 from line 4</td>
<td>2,367,536</td>
</tr>
</tbody>
</table>

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)

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b) Years prior to 2000</th>
<th>(c) 2000</th>
<th>(d) 2001</th>
</tr>
</thead>
</table>
| 1 Distributable amount for 2001 from Part XI, line 7
  a Enter amount for 2000 only
  b Total for prior years 19 19 19
  c Excess distributions carryover, if any to 2001
    a From 1996
    b From 1997
    c From 1998
    d From 1999
    e From 2000
  f Total of lines 3a through e
  g Qualifying distributions for 2001 from Part XII line 4 $ 2,371,439
  a Applied to 2000, 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 2001 distributable amount
  e Remaining amount distributed out of corpus
  f Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a):)
  g Enter the net total of each column as indicated below
  h Corpus Add lines 31, 4c and 4e Subtract line 4b
  i Prior years' undistributed income Subtract line 4b from line 2b
  j 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
  k Subtract line 6c from line 6b Taxable amount - see instructions
  l Undistributed income for 2000 Subtract line 4a from line 2a Taxable amount - see instr
  m Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002
  n Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)
  o Excess distributions carryover from 1996 not applied on line 5 or line 7
  p Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a
  q Analysis of line 9
    a Excess from 1997
    b Excess from 1998
    c Excess from 1999
    d Excess from 2000
    e Excess from 2001

---

Form 990-PF (2001)
### Part XIV | Private Operating Foundations

1. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2001, enter the date of the ruling.

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

   b. Enter 65% of line 2a.

   c. Qualifying distributions from Part XII, line 4 for each year listed.

   d. Amounts included in line 2c not used directly for active conduct of exempt activities.

   e. Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.

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

   a. "Assets" alternative test - enter:
      1. Value of all assets.

   b. "Endowment" alternative test - enter:
      2/3 of minimum investment return shown in Part X, line 6 for each year listed.

   c. "Support" alternative test - enter:
      1. Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).
      2. Support from general public and 3 or more exempt organizations as provided in section 4942(j)(3)(B)(m).
      3. Largest amount of support from an exempt organization.

### 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 page 26 of the 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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization 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:

   JEANNE H. SMITH, INASMUCH FDN, PO BOX 2325, OKC, OK 73101-2325

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

   SEE ATTACHED

   c. Any submission deadlines.

   NONE

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

   SEE ATTACHED
### Grants and Contributions Paid During the Year or Approved for Future Payment

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>a Paid during the year</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>UNIVERSITY OF OKLAHOMA, NORMAN, OK</td>
<td>NONE</td>
<td>PUBLIC</td>
<td>FUNDING FOR COMPLETION OF GAYLORD HALL</td>
<td>150,000.</td>
</tr>
<tr>
<td>CHILDREN'S LITERACY CENTER, COLORADO SPRINGS, CO</td>
<td>NONE</td>
<td>PUBLIC</td>
<td>SPECIAL RECOGNITION AWARD</td>
<td>2,500.</td>
</tr>
<tr>
<td>ST. ANTHONY HOSPITAL FOUNDATION, INC., OKLAHOMA CITY, OK</td>
<td>NONE</td>
<td>PUBLIC</td>
<td>FUNDING FOR CONSTRUCTION OF ST. ANTHONY HEART HOSPITAL</td>
<td>250,000.</td>
</tr>
</tbody>
</table>

**SEE STATEMENT 15**

| Total | 3a | 520,133. |

<table>
<thead>
<tr>
<th><strong>b Approved for future payment</strong></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>UNIVERSITY OF OKLAHOMA, NORMAN, OK</td>
<td>NONE</td>
<td>PUBLIC</td>
<td>FUNDING FOR COMPLETION OF GAYLORD HALL</td>
<td>150,000.</td>
</tr>
<tr>
<td>CHILDREN'S LITERACY CENTER, COLORADO SPRINGS, CO</td>
<td>NONE</td>
<td>PUBLIC</td>
<td>SPECIAL RECOGNITION AWARD</td>
<td>2,500.</td>
</tr>
<tr>
<td>ST. ANTHONY HOSPITAL FOUNDATION, INC., OKLAHOMA CITY, OK</td>
<td>NONE</td>
<td>PUBLIC</td>
<td>FUNDING FOR CONSTRUCTION OF ST. ANTHONY HEART HOSPITAL</td>
<td>250,000.</td>
</tr>
</tbody>
</table>

**SEE STATEMENT 15**

| Total | 3b | 175,250. |
### Part XVI-A  Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

<table>
<thead>
<tr>
<th></th>
<th>Unrelated business income</th>
<th>Excluded by section 512, 513, or 514</th>
<th>Related or exempt function income</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(a) Business code</td>
<td>(b) Amount</td>
<td>(c) Exclusion code</td>
</tr>
<tr>
<td>1</td>
<td>Program service revenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f</td>
<td>Fees and contracts from government agencies</td>
<td></td>
<td></td>
</tr>
<tr>
<td>g</td>
<td>Membership dues and assessments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>h</td>
<td>Interest on savings and temporary cash investments</td>
<td>14</td>
<td>23,362</td>
</tr>
<tr>
<td>i</td>
<td>Dividends and interest from securities</td>
<td>14</td>
<td>464,522</td>
</tr>
<tr>
<td>5</td>
<td>Net rental income or (loss) from real estate</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Debt financed property</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Not debt-financed property</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Net rental income or (loss) from personal property</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Other investment income</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Gain or (loss) from sales of assets other than inventory</td>
<td>18</td>
<td>&lt;37,359.&gt;</td>
</tr>
<tr>
<td>9</td>
<td>Net income or (loss) from special events</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Gross profit or (loss) from sales of inventory</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Other revenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Subtotal: Add columns (b), (d), and (e)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>0.</td>
<td></td>
<td>450,525</td>
</tr>
<tr>
<td>13</td>
<td>Total: Add line 12, columns (b), (d), and (e)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(See worksheet in line 13 instructions to verify calculations.)

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

<table>
<thead>
<tr>
<th>Line No</th>
<th>Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
</tr>
</tbody>
</table>

—End of Schedule A—
### Part XVII

**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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 organization to a noncharitable exempt organization of
      - (1) Cash
      - (2) Other assets

   b. Other Transactions
      - (1) Sales of assets to a noncharitable exempt organization
      - (2) Purchases of assets from a noncharitable exempt organization
      - (3) Rental of facilities, equipment, or other assets
      - (4) Reimbursement arrangements
      - (5) Loans or loan guarantees
      - (6) Performance of services or membership or fundraising solicitations
      - Sharing of facilities, equipment, mailing lists, other assets, or paid employees

2. Is the organization 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?

   a. (a) Name of organization
      - (b) Type of organization
      - (c) Description of relationship

   b. (A) Line no. (B) Amount involved (C) Name of noncharitable exempt organization (D) Description of transfers, transactions, and sharing arrangements

<table>
<thead>
<tr>
<th>Line no.</th>
<th>Amount involved</th>
<th>Name of noncharitable exempt organization</th>
<th>Description of transfers, transactions, and sharing arrangements</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>N/A</td>
<td></td>
</tr>
</tbody>
</table>

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

Signature of officer or trustee

Title

Preparer’s signature

Preparer’s SSN or PTIN

Date

Signature of entity

Date

Paid Preparer Use Only

Form 990-PF (2001)
Schedule B
(Forms 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
Supplementary Information for
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

Name of organization: INASMUCH FOUNDATION
Employer identification number: 73-1167188

Organization type (check one):

☐ 501(c)( ) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
☐ 527 political organization
☐ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the General rule or a Special rule (Note: Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General rule and a Special rule—see instructions)

General Rule—
☐ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules—
☐ For a section 501(c)(3) organization filing Form 990 or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of $5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)
☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
☐ For a section 501(c)(7) (8), or (10) organization filing Form 990, or Form 990-EZ that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable etc., purpose. Do not complete any of the Parts unless the General rule applies to this organization because it received nonexclusively religious charitable, etc., contributions of $5,000 or more during the year.)

Caution: Organizations that are not covered by the General rule and/or the Special rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)
<table>
<thead>
<tr>
<th>No</th>
<th>(a) Name, address and ZIP + 4</th>
<th>(b) Name, address and ZIP + 4</th>
<th>(c) Aggregate contributions</th>
<th>(d) Type of contribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>EDITH GAYLORD HARPER 1979 TRUST 735 FIRST NATIONAL CENTER WEST OKLAHOMA CITY, OK 73102</td>
<td>EDITH GAYLORD HARPER 1979 TRUST 735 FIRST NATIONAL CENTER WEST OKLAHOMA CITY, OK 73102</td>
<td>$ 825,000.</td>
<td>Person X Payroll Noncash</td>
</tr>
<tr>
<td>2</td>
<td>EDITH HARPER 1995 REVOCABLE TRUST 735 FIRST NATIONAL CENTER WEST OKLAHOMA CITY, OK 73102</td>
<td>EDITH HARPER 1995 REVOCABLE TRUST 735 FIRST NATIONAL CENTER WEST OKLAHOMA CITY, OK 73102</td>
<td>$ 1,875,000.</td>
<td>Person X Payroll Noncash</td>
</tr>
<tr>
<td>3</td>
<td>EDITH GAYLORD HARPER 1979 TRUST 735 FIRST NATIONAL CENTER WEST OKLAHOMA CITY, OK 73102</td>
<td>EDITH GAYLORD HARPER 1979 TRUST 735 FIRST NATIONAL CENTER WEST OKLAHOMA CITY, OK 73102</td>
<td>$ 14,104,182.</td>
<td>Person Payroll X Noncash</td>
</tr>
</tbody>
</table>

(Complete Part II if there is a noncash contribution)
**INASMUCH FOUNDATION**

**Part II  Noncash Property** (See Specific Instructions)

<table>
<thead>
<tr>
<th>(a) No from Part I</th>
<th>(b) Description of noncash property given</th>
<th>(c) FMV (or estimate) (see instructions)</th>
<th>(d) Date received</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td>US TREASURY NOTES, AGENCY BONDS AND STOCK</td>
<td>$14,104,182.</td>
<td>02/28/02</td>
</tr>
<tr>
<td></td>
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</tr>
<tr>
<td>(a) No from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
<tr>
<td></td>
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</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(a) No from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
<tr>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>(a) No from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
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<td></td>
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<tr>
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<td></td>
</tr>
<tr>
<td>(a) No from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
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<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(a) No from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
<tr>
<td></td>
<td></td>
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<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Asset Description</td>
<td>(b) How acquired</td>
<td>(c) Date acquired (mo, day, yr.)</td>
<td>(d) Date sold (mo, day, yr.)</td>
</tr>
<tr>
<td>-------------------</td>
<td>-----------------</td>
<td>-------------------------------</td>
<td>-----------------------------</td>
</tr>
<tr>
<td>a FHL BKS 6.01%</td>
<td>P</td>
<td>05/21/0108/21/01</td>
<td></td>
</tr>
<tr>
<td>b FHL BKS 6.00%</td>
<td>P</td>
<td>03/23/010111/25/03</td>
<td></td>
</tr>
<tr>
<td>c FNMS MEB TERM 6.52%</td>
<td>P</td>
<td>07/23/9907/23/01</td>
<td></td>
</tr>
<tr>
<td>d FHL BKS 6.01%</td>
<td>P</td>
<td>05/21/0108/21/01</td>
<td></td>
</tr>
<tr>
<td>e US TREASURY NOTE 6.25%</td>
<td>P</td>
<td>01/17/97/10/31/01</td>
<td></td>
</tr>
<tr>
<td>f US TREASURY NOTE 7.5%</td>
<td>P</td>
<td>10/21/94/11/15/01</td>
<td></td>
</tr>
<tr>
<td>g FHL BKS 6.00%</td>
<td>P</td>
<td>05/23/010111/23/01</td>
<td></td>
</tr>
<tr>
<td>h FHL BKS 7.25%</td>
<td>P</td>
<td>02/11/00/10/11/02</td>
<td></td>
</tr>
<tr>
<td>i FHL BKS 6.13%</td>
<td>P</td>
<td>02/13/0102/13/02</td>
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<tr>
<td>j FHLMC 6.60%</td>
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<td>01/28/20102/25/02</td>
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<tr>
<td>k US TREASURY NOTE 6.5%</td>
<td>D</td>
<td>01/28/20102/28/02</td>
<td></td>
</tr>
<tr>
<td>l US TREASURY NOTE 6.5%</td>
<td>D</td>
<td>01/28/20103/31/03</td>
<td></td>
</tr>
<tr>
<td>m US TREASURY NOTE 6.375%</td>
<td>D</td>
<td>01/28/20102/28/02</td>
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<tr>
<td>n US TREASURY NOTE 6.625%</td>
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<td>10/20/2004/29/02</td>
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<tr>
<td>o US TREASURY NOTE 6.625%</td>
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<td>01/28/20105/31/02</td>
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<table>
<thead>
<tr>
<th>(e) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss)</th>
<th>(i) plus (f) minus (g)</th>
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</thead>
<tbody>
<tr>
<td>a 350,000.</td>
<td>350,000.</td>
<td>350,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b 325,000.</td>
<td>323,379.</td>
<td>323,379.</td>
<td>1,621.</td>
<td>1,621.</td>
</tr>
<tr>
<td>c 50,000.</td>
<td>50,000.</td>
<td>50,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>d 525,000.</td>
<td>525,000.</td>
<td>525,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>e 75,000.</td>
<td>74,859.</td>
<td>74,859.</td>
<td>141.</td>
<td>141.</td>
</tr>
<tr>
<td>f 100,000.</td>
<td>99,500.</td>
<td>99,500.</td>
<td>500.</td>
<td>500.</td>
</tr>
<tr>
<td>g 525,000.</td>
<td>522,375.</td>
<td>522,375.</td>
<td>2,625.</td>
<td>2,625.</td>
</tr>
<tr>
<td>h 100,000.</td>
<td>100,000.</td>
<td>100,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>i 125,000.</td>
<td>125,000.</td>
<td>125,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>j 375,000.</td>
<td>371,256.</td>
<td>371,256.</td>
<td>3,744.</td>
<td>3,744.</td>
</tr>
<tr>
<td>k 900,000.</td>
<td>900,000.</td>
<td>900,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>l 375,000.</td>
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<td>375,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>m 525,000.</td>
<td>525,000.</td>
<td>525,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>n 350,000.</td>
<td>336,766.</td>
<td>336,766.</td>
<td>13,234.</td>
<td>13,234.</td>
</tr>
<tr>
<td>o 150,000.</td>
<td>150,000.</td>
<td>150,000.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(l) F MV as of 12/31/69</th>
<th>(j) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of col (j) over col (i), if any</th>
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</thead>
<tbody>
<tr>
<td>a 0.</td>
<td>1,621.</td>
<td>0.</td>
</tr>
<tr>
<td>b 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>c 0.</td>
<td>141.</td>
<td>0.</td>
</tr>
<tr>
<td>d 0.</td>
<td>500.</td>
<td>0.</td>
</tr>
<tr>
<td>e 0.</td>
<td>2,625.</td>
<td>0.</td>
</tr>
<tr>
<td>f 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>g 0.</td>
<td>3,744.</td>
<td>0.</td>
</tr>
<tr>
<td>h 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>i 0.</td>
<td>13,234.</td>
<td>0.</td>
</tr>
<tr>
<td>j 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>k 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>l 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>m 0.</td>
<td>13,234.</td>
<td>0.</td>
</tr>
<tr>
<td>o 0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

2 Capital gain net income or (net capital loss) (If gain, also enter in Part I, line 7)

3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6)
   If gain, also enter in Part I, line 8, column (c)
   If loss, enter "-0" in Part I, line 8
<table>
<thead>
<tr>
<th>(a) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss)</th>
<th>(e) Gain or (loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>23,684</td>
<td>82,808</td>
<td></td>
<td>$59,124.</td>
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</table>

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

(I) FMV as of 12/31/69

<table>
<thead>
<tr>
<th>(i) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of (i) over (j), if any</th>
</tr>
</thead>
</table>

(I) Losses (from col (h))
Gains (excess of col (i) gain over col (k), but not less than $0)

<59,124.>

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 <37,259.>

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

3 N/A
<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>FHL BKS 6.01%</td>
<td>PURCHASED</td>
<td>05/21/01</td>
<td>08/21/01</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(B) GROSS SALES PRICE</th>
<th>(C) COST OR OTHER BASIS</th>
<th>(D) EXPENSE OF SALE</th>
<th>(E) DEPREC.</th>
<th>(F) GAIN OR LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>350,000.</td>
<td>350,000.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>FHL BKS 6.00%</td>
<td>PURCHASED</td>
<td>05/23/01</td>
<td>11/25/01</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(B) GROSS SALES PRICE</th>
<th>(C) COST OR OTHER BASIS</th>
<th>(D) EXPENSE OF SALE</th>
<th>(E) DEPREC.</th>
<th>(F) GAIN OR LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>325,000.</td>
<td>323,379.</td>
<td>0.</td>
<td>0.</td>
<td>1,621.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>FNMS MED TERM 6.52%</td>
<td>PURCHASED</td>
<td>07/23/99</td>
<td>07/23/01</td>
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<table>
<thead>
<tr>
<th>(B) GROSS SALES PRICE</th>
<th>(C) COST OR OTHER BASIS</th>
<th>(D) EXPENSE OF SALE</th>
<th>(E) DEPREC.</th>
<th>(F) GAIN OR LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>50,000.</td>
<td>50,000.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>Description of Property</td>
<td>Manner Acquired</td>
<td>Date Acquired</td>
<td>Date Sold</td>
<td></td>
</tr>
<tr>
<td>-------------------------</td>
<td>----------------</td>
<td>--------------</td>
<td>-----------</td>
<td></td>
</tr>
<tr>
<td><strong>HL BKS 6.01%</strong></td>
<td>Purchased</td>
<td>05/21/01</td>
<td>08/21/01</td>
<td></td>
</tr>
<tr>
<td><strong>Gross Sales Price</strong></td>
<td>525,000</td>
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<td></td>
</tr>
<tr>
<td><strong>Cost or Other Basis</strong></td>
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<td></td>
<td>0</td>
<td>0</td>
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<tr>
<td><strong>Expense of Sale</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Deprec.</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Gain or Loss</strong></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>JS Treasury Note 6.25%</strong></td>
<td>Purchased</td>
<td>01/17/97</td>
<td>10/31/01</td>
</tr>
<tr>
<td><strong>Gross Sales Price</strong></td>
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<td>74,859</td>
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<tr>
<td><strong>Cost or Other Basis</strong></td>
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<td>0</td>
</tr>
<tr>
<td><strong>Expense of Sale</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Deprec.</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Gain or Loss</strong></td>
<td></td>
<td></td>
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<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>US Treasury Note 7.5%</strong></td>
<td>Purchased</td>
<td>10/21/94</td>
<td>11/15/01</td>
</tr>
<tr>
<td><strong>Gross Sales Price</strong></td>
<td>100,000</td>
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<tr>
<td><strong>Cost or Other Basis</strong></td>
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<td>0</td>
</tr>
<tr>
<td><strong>Expense of Sale</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Deprec.</strong></td>
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</tr>
<tr>
<td><strong>Gain or Loss</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>FHL BKS 6.00%</strong></td>
<td>Purchased</td>
<td>05/23/01</td>
<td>11/23/01</td>
</tr>
<tr>
<td><strong>Gross Sales Price</strong></td>
<td>525,000</td>
<td>522,375</td>
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</tr>
<tr>
<td><strong>Cost or Other Basis</strong></td>
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<td>0</td>
</tr>
<tr>
<td><strong>Expense of Sale</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Deprec.</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Gain or Loss</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Description of Property</td>
<td>Manner Acquired</td>
<td>Date Acquired</td>
<td>Date Sold</td>
</tr>
<tr>
<td>-------------------------</td>
<td>----------------</td>
<td>---------------</td>
<td>-----------</td>
</tr>
<tr>
<td><strong>FHL BKS 7.25%</strong></td>
<td>Purchased</td>
<td>02/11/00</td>
<td>02/11/02</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>100,000.</td>
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<tr>
<td>(C) Cost or Other Basis</td>
<td>100,000.</td>
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<tr>
<td>(D) Expense of Sale</td>
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</tr>
<tr>
<td>(E) Deprec.</td>
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<td></td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>FHL BKS 6.13%</strong></td>
<td>Purchased</td>
<td>02/13/01</td>
<td>02/13/02</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>125,000.</td>
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<td>0.</td>
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<tr>
<td>(C) Cost or Other Basis</td>
<td>125,000.</td>
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<tr>
<td>(D) Expense of Sale</td>
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</tr>
<tr>
<td>(E) Deprec.</td>
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<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>FHLMC 6.60%</strong></td>
<td>Donated</td>
<td>01/28/01</td>
<td>02/25/02</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>375,000.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(C) Value at Time of Acq.</td>
<td>371,356.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(E) Deprec.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>3,644</td>
<td></td>
<td>3,644</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>US Treasury Note 6.5%</strong></td>
<td>Donated</td>
<td>01/28/01</td>
<td>02/28/02</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>900,000.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(C) Value at Time of Acq.</td>
<td>900,000.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(E) Deprec.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>Description of Property</td>
<td>Manner Acquired</td>
<td>Date Acquired</td>
<td>Date Sold</td>
</tr>
<tr>
<td>------------------------</td>
<td>----------------</td>
<td>--------------</td>
<td>-----------</td>
</tr>
<tr>
<td><strong>US Treasury Note 6.5%</strong></td>
<td><strong>Donated</strong></td>
<td><strong>01/28/01</strong></td>
<td><strong>03/31/02</strong></td>
</tr>
<tr>
<td>Gross Sales Price</td>
<td>375,000</td>
<td>375,000</td>
<td>0</td>
</tr>
<tr>
<td><strong>US Treasury Note 6.375%</strong></td>
<td><strong>Donated</strong></td>
<td><strong>01/28/01</strong></td>
<td><strong>04/30/02</strong></td>
</tr>
<tr>
<td>Gross Sales Price</td>
<td>525,000</td>
<td>525,000</td>
<td>0</td>
</tr>
<tr>
<td><strong>FNMA Deb 6.5%</strong></td>
<td><strong>Purchased</strong></td>
<td><strong>10/20/00</strong></td>
<td><strong>04/29/02</strong></td>
</tr>
<tr>
<td>Gross Sales Price</td>
<td>350,000</td>
<td>336,766</td>
<td>0</td>
</tr>
<tr>
<td><strong>US Treasury Note 6.625%</strong></td>
<td><strong>Donated</strong></td>
<td><strong>01/28/01</strong></td>
<td><strong>05/31/02</strong></td>
</tr>
<tr>
<td>Gross Sales Price</td>
<td>150,000</td>
<td>150,000</td>
<td>0</td>
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</tbody>
</table>
INASmuch Foundation

<table>
<thead>
<tr>
<th>DESCRIPTION OF PROPERTY</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,500 SHARES AOL TIME WARNER INC</td>
<td>DONATED</td>
<td>01/28/01</td>
<td>06/12/02</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(B) GROSS SALES PRICE</th>
<th>(C) VALUE AT TIME OF ACQ.</th>
<th>(D) EXPENSE OF SALE</th>
<th>(E) DEPRECIATION</th>
<th>(F) GAIN OR LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>23,684.</td>
<td>82,808.</td>
<td>0.</td>
<td>0.</td>
<td>&lt;59,124.&gt;</td>
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</table>

Capital Gains Dividends from Part IV

0.0

Total to Form 990-PF, Part I, Line 6A

<37,359.0

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

<table>
<thead>
<tr>
<th>SOURCE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>BANK OF OKLAHOMA</td>
<td>4,991.0</td>
</tr>
<tr>
<td>CD INTEREST</td>
<td>7,860.0</td>
</tr>
<tr>
<td>US TREASURY BILLS</td>
<td>10,511.0</td>
</tr>
</tbody>
</table>

Total to Form 990-PF, Part I, Line 3, Column A

23,362.0

Form 990-PF Dividends and Interest from Securities Statement 3

<table>
<thead>
<tr>
<th>SOURCE</th>
<th>GROSS AMOUNT</th>
<th>CAPITAL GAINS DIVIDENDS</th>
<th>COLUMN (A) AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>BANK OF OKLAHOMA</td>
<td>16,720.0</td>
<td>0.0</td>
<td>16,720.0</td>
</tr>
<tr>
<td>BOSC MM</td>
<td>451.0</td>
<td>0.0</td>
<td>451.0</td>
</tr>
<tr>
<td>FED HM LOAN INTEREST</td>
<td>169,490.0</td>
<td>0.0</td>
<td>169,490.0</td>
</tr>
<tr>
<td>FNMS INTEREST</td>
<td>62,699.0</td>
<td>0.0</td>
<td>62,699.0</td>
</tr>
<tr>
<td>GOLDMAN SACHS</td>
<td>17,382.0</td>
<td>0.0</td>
<td>17,382.0</td>
</tr>
<tr>
<td>OPUBCO</td>
<td>1,442.0</td>
<td>0.0</td>
<td>1,442.0</td>
</tr>
<tr>
<td>SMITH BARNEY</td>
<td>6,406.0</td>
<td>0.0</td>
<td>6,406.0</td>
</tr>
<tr>
<td>US TREASURY NOTES</td>
<td>180,544.0</td>
<td>0.0</td>
<td>180,544.0</td>
</tr>
<tr>
<td>VANGUARD</td>
<td>9,388.0</td>
<td>0.0</td>
<td>9,388.0</td>
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</table>

Total to Form 990-PF, Part I, Line 4

464,522.0
### FORM 990-PF

#### LEGAL FEES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>OTHER LEGAL</td>
<td>16,598.</td>
<td>16,598.</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>TO FM 990-PF, PG 1, LN 16A</td>
<td>16,598.</td>
<td>16,598.</td>
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<td></td>
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</tbody>
</table>

#### ACCOUNTING FEES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACCOUNTING TAX RETURN</td>
<td>20,659.</td>
<td>20,659.</td>
<td>0.</td>
<td>2,744.</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 16B</td>
<td>23,403.</td>
<td>20,659.</td>
<td></td>
<td>2,744.</td>
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</tbody>
</table>

#### TAXES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>EXCISE TAXES 6-30-01</td>
<td>14,650.</td>
<td>0.</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 18</td>
<td>14,650.</td>
<td>0.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### OTHER EXPENSES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>SECRITARIAL EXPENSES</td>
<td>24,221.</td>
<td>6,055.</td>
<td>18,165.</td>
<td></td>
</tr>
<tr>
<td>DUES</td>
<td>553.</td>
<td>138.</td>
<td>415.</td>
<td></td>
</tr>
<tr>
<td>POSTAGE</td>
<td>573.</td>
<td>143.</td>
<td>430.</td>
<td></td>
</tr>
<tr>
<td>TELEPHONE</td>
<td>891.</td>
<td>223.</td>
<td>668.</td>
<td></td>
</tr>
<tr>
<td>BANK CHARGES</td>
<td>1,323.</td>
<td>1,323.</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>MISCELLANEOUS</td>
<td>1,107.</td>
<td>277.</td>
<td>830.</td>
<td></td>
</tr>
</tbody>
</table>

**STATEMENT(S)** 4, 5, 6, 7
INASMUCH FOUNDATION

<table>
<thead>
<tr>
<th>OBJECT FUND EXPENSES</th>
<th>0.</th>
<th>1,790.</th>
</tr>
</thead>
<tbody>
<tr>
<td>OFFICE EXPENSE</td>
<td>2,763.</td>
<td>8,289.</td>
</tr>
<tr>
<td>PARKING</td>
<td>189.</td>
<td>566.</td>
</tr>
<tr>
<td></td>
<td></td>
<td>566.</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 23</td>
<td>11,111.</td>
<td>31,153.</td>
</tr>
</tbody>
</table>

---

IN ACCORDANCE WITH INTERNAL REVENUE CODE SECTION 168(k)(2)(c)(111), THE TAXPAYER HEREBY ELECTS NOT TO CLAIM THE ADDITIONAL 30% SPECIAL DEPRECIATION ALLOWANCE FOR ALL PROPERTY ACQUIRED DURING THE TAX YEAR ENDED 06-30-2002.
### Form 990-PF

#### U.S. and State/City Government Obligations

<table>
<thead>
<tr>
<th>Description</th>
<th>U.S. Gov't</th>
<th>Other Gov't</th>
<th>Book Value</th>
<th>Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>FED HOME LOAN (STATEMENT 16)</td>
<td>X</td>
<td></td>
<td>14,093,950.</td>
<td>14,301,063.</td>
</tr>
<tr>
<td>OBJECT FUND (STATEMENT 16)</td>
<td>X</td>
<td></td>
<td>713,671.</td>
<td>714,786.</td>
</tr>
<tr>
<td>US TREASURY NOTES (STMT 16)</td>
<td>X</td>
<td></td>
<td>4,407,831.</td>
<td>4,524,777.</td>
</tr>
<tr>
<td><strong>Total State and Municipal Government Obligations</strong></td>
<td></td>
<td></td>
<td>19,215,452.</td>
<td>19,540,626.</td>
</tr>
<tr>
<td><strong>Total to Form 990-PF, Part II, Line 10A</strong></td>
<td></td>
<td></td>
<td>19,215,452.</td>
<td>19,540,626.</td>
</tr>
</tbody>
</table>

#### Form 990-PF

#### Corporate Stock

<table>
<thead>
<tr>
<th>Description</th>
<th>Book Value</th>
<th>Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>GAYLORD ENTERTAINMENT 7,731 SHS</td>
<td>157,086.</td>
<td>170,468.</td>
</tr>
<tr>
<td>S&amp;P MIDCAP 400 7,931 SHS</td>
<td>638,397.</td>
<td>710,221.</td>
</tr>
<tr>
<td>WINDSOR II FUND 13,007.852 UNITS</td>
<td>418,522.</td>
<td>344,302.</td>
</tr>
<tr>
<td>EXXON MOBIL CORP 3,000 SHS</td>
<td>120,668.</td>
<td>122,760.</td>
</tr>
<tr>
<td><strong>Total to Form 990-PF, Part II, Line 10B</strong></td>
<td>1,334,673.</td>
<td>1,347,751.</td>
</tr>
</tbody>
</table>

#### Form 990-PF

#### Other Investments

<table>
<thead>
<tr>
<th>Description</th>
<th>Book Value</th>
<th>Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>OKLA PUB CO 6,480/6,804 SHS</td>
<td>31,688.</td>
<td>44,090.</td>
</tr>
<tr>
<td><strong>Total to Form 990-PF, Part II, Line 13</strong></td>
<td>31,688.</td>
<td>44,090.</td>
</tr>
</tbody>
</table>
### FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>COST OR OTHER BASIS</th>
<th>ACCUMULATED DEPRECIATION</th>
<th>BOOK VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>COMPUTER</td>
<td>812.</td>
<td>812.</td>
<td>0.</td>
</tr>
<tr>
<td>COMPUTER</td>
<td>1,376.</td>
<td>229.</td>
<td>1,147.</td>
</tr>
<tr>
<td>COMPUTER, PRINTER, MONITOR</td>
<td>2,994.</td>
<td>100.</td>
<td>2,894.</td>
</tr>
<tr>
<td>TOTAL TO FM 990-PF, PART II, LN 14</td>
<td>5,182.</td>
<td>1,141.</td>
<td>4,041.</td>
</tr>
</tbody>
</table>

### FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS

<table>
<thead>
<tr>
<th>NAME OF CONTRIBUTOR</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>EDITH GAYLORD HARPER 1979 TRUST</td>
<td>735 FIRST NATIONAL CENTER WEST, OKLAHOMA CITY, OK</td>
</tr>
<tr>
<td>EDITH HARPER 1995 REVOCABLE TRUST</td>
<td>735 FIRST NATIONAL CENTER WEST, OKLAHOMA CITY, OK</td>
</tr>
<tr>
<td>NAME AND ADDRESS</td>
<td>TITLE AND AVRG HRS/WK</td>
</tr>
<tr>
<td>--------------------------------------</td>
<td>------------------------</td>
</tr>
<tr>
<td>DAVID O. HOGAN</td>
<td>DIRECTOR</td>
</tr>
<tr>
<td>6120 SOUTH YALE, SUITE 600</td>
<td></td>
</tr>
<tr>
<td>TULSA, OK 74136-4212</td>
<td></td>
</tr>
<tr>
<td>J. HUGH ROFF, JR.</td>
<td>DIRECTOR</td>
</tr>
<tr>
<td>333 CLAY STREET, SUITE 4300</td>
<td></td>
</tr>
<tr>
<td>HOUSTON, TX 77002</td>
<td></td>
</tr>
<tr>
<td>WILLIAM J. ROSS</td>
<td>DIRECTOR</td>
</tr>
<tr>
<td>735 FIRST NATIONAL CENTER WEST</td>
<td></td>
</tr>
<tr>
<td>OKLAHOMA CITY, OK 73102</td>
<td></td>
</tr>
<tr>
<td>ROBERT J. ROSS</td>
<td>DIRECTOR</td>
</tr>
<tr>
<td>211 NORTH ROBINSON, 10TH FLOOR</td>
<td></td>
</tr>
<tr>
<td>OKLAHOMA CITY, OK 73102</td>
<td></td>
</tr>
<tr>
<td>ANDREW W. ROFF</td>
<td>DIRECTOR</td>
</tr>
<tr>
<td>333 CLAY STREET, SUITE 4300</td>
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</tr>
<tr>
<td>HOUSTON, TX 77002</td>
<td></td>
</tr>
<tr>
<td>PATRICK T. ROONEY</td>
<td>DIRECTOR</td>
</tr>
<tr>
<td>6604 N. HILLCREST</td>
<td></td>
</tr>
<tr>
<td>OKLAHOMA CITY, OK 73116</td>
<td></td>
</tr>
<tr>
<td>PATRICK T. ROONEY</td>
<td>ADVISORY COMMITTEE</td>
</tr>
<tr>
<td>6604 N. HILLCREST</td>
<td></td>
</tr>
<tr>
<td>OKLAHOMA CITY, OK 73116</td>
<td></td>
</tr>
<tr>
<td>JEANNE H. SMITH</td>
<td>ADVISORY COMMITTEE</td>
</tr>
<tr>
<td>3033 N.W. 63RD, SUITE 104 EAST</td>
<td></td>
</tr>
<tr>
<td>OKLAHOMA CITY, OK 73116</td>
<td></td>
</tr>
<tr>
<td>BARBARA L. YALICH</td>
<td>ADVISORY COMMITTEE</td>
</tr>
<tr>
<td>2134 CLARKSON DRIVE</td>
<td></td>
</tr>
<tr>
<td>COLORADO SPRINGS, CO 80909</td>
<td></td>
</tr>
<tr>
<td>CATHY O. ROBBINS</td>
<td>ADVISORY COMMITTEE</td>
</tr>
<tr>
<td>2 N. CASCADE, SUITE 110</td>
<td></td>
</tr>
<tr>
<td>COLORADO SPRINGS, CO 80903</td>
<td></td>
</tr>
<tr>
<td>ROBERT J. ROSS</td>
<td>ADVISORY COMMITTEE</td>
</tr>
<tr>
<td>211 NORTH ROBINSON, 10TH FLOOR</td>
<td></td>
</tr>
<tr>
<td>OKLAHOMA CITY, OK 73102</td>
<td></td>
</tr>
</tbody>
</table>

STATEMENT(S) 14
<table>
<thead>
<tr>
<th>Recipient Name and Address</th>
<th>Recipient Status</th>
<th>Purpose of Grant</th>
<th>Recipient Relationship</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>TESSA, FORMERLY THE CENTER FOR PREVENTION OF DOMESTIC VIOLENCE, CO SP, CO</td>
<td>PUBLIC</td>
<td>VICTIM SERVICES</td>
<td>NONE</td>
<td>7,500.</td>
</tr>
<tr>
<td>PIKES PEAK PARTNERSHIP, COLORADO SPRINGS, CO</td>
<td>PUBLIC</td>
<td>ACCOUNTING SOFTWARE</td>
<td>NONE</td>
<td>6,000.</td>
</tr>
<tr>
<td>GOODWILL INDUSTRIES OF COLORADO SPRINGS, COLORADO SPRINGS, CO</td>
<td>PUBLIC</td>
<td>COMPUTER, SOFTWARE</td>
<td>NONE</td>
<td>4,000.</td>
</tr>
<tr>
<td>COLORADO SPRINGS TEEN COURT, INC., COLORADO SPRINGS, CO</td>
<td>PUBLIC</td>
<td>PARENT AND DEFENDANT SERVICES</td>
<td>NONE</td>
<td>3,500.</td>
</tr>
<tr>
<td>COLORADO SPRINGS YOUTH SYMPHONY ASSOCIATION, COLORADO SPRINGS, CO</td>
<td>PUBLIC</td>
<td>FINANCIAL AID FOR NEEDY CHILDREN</td>
<td>NONE</td>
<td>5,000.</td>
</tr>
<tr>
<td>THE COLORADO SPRINGS CHILD NURSERY CENTERS, COLORADO SPRINGS, CO</td>
<td>PUBLIC</td>
<td>FAMILY SERVICES</td>
<td>NONE</td>
<td>4,000.</td>
</tr>
<tr>
<td>THE OKLAHOMA CARING FOUNDATION, TULSA, OK</td>
<td>PUBLIC</td>
<td>CARING VAN PROGRAM</td>
<td>NONE</td>
<td>3,500.</td>
</tr>
<tr>
<td>LYRIC THEATRE OF OKLAHOMA, INC., OKLAHOMA CITY, OK</td>
<td>PUBLIC</td>
<td>LYRIC ARTS EDUCATION</td>
<td>NONE</td>
<td>5,000.</td>
</tr>
<tr>
<td>CHEROKEE HERITAGE CENTER, TAHOEQUAH, OK</td>
<td>PUBLIC</td>
<td>HIGHER EDUCATION CLASS</td>
<td>NONE</td>
<td>6,000.</td>
</tr>
<tr>
<td>OKLAHOMA CHAPTER OF THE NATURE CONSERVANCY, OKLAHOMA CITY, OK</td>
<td>PUBLIC</td>
<td>OKLAHOMA CONSERVATION OUTREACH PROGRAM</td>
<td>NONE</td>
<td>5,000.</td>
</tr>
<tr>
<td>Organization</td>
<td>Type</td>
<td>Purpose</td>
<td>Amount</td>
<td></td>
</tr>
<tr>
<td>-----------------------------------------------------------</td>
<td>-----------------</td>
<td>---------------------------------------------------------------</td>
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**TOTAL TO FORM 990-PF, PART XV, LINE 3A**

520,133.
### U.S. Treasury Notes & Agencies

#### U.S. Treasury Notes

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**TOTAL U S AGENCIES**

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<tr>
<th>Interest Rate</th>
<th>Par Value</th>
<th>Cost</th>
<th>Market Value</th>
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<td>14,065,000 00</td>
<td>14,093,949 82</td>
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INASMUCH FOUNDATION

SUPPORT FOR STATEMENT 9
JUNE 30, 2002

OBJECT FUND

MONEY MARKET FUNDS

<table>
<thead>
<tr>
<th></th>
<th>Cost</th>
<th>Fair</th>
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<tr>
<td>Alliance Capital Reserves</td>
<td>$43,666.93</td>
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CERTIFICATE OF DEPOSIT

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<th>Interest Rate</th>
<th>Par Value</th>
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<th>Fair</th>
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<tr>
<td>Bank of Oklahoma</td>
<td>10/17/05</td>
<td>4.260%</td>
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<td></td>
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GOVERNMENT SECURITIES

<table>
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<th></th>
<th>Maturity Date</th>
<th>Interest Rate</th>
<th>Par Value</th>
<th>Cost</th>
<th>Fair</th>
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</thead>
<tbody>
<tr>
<td>Fed Home Loan(Call 08/14/02)</td>
<td>08/14/07</td>
<td>5.45%</td>
<td>$300,000.00</td>
<td>300,004.00</td>
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<td>$300,000.00</td>
<td>300,004.00</td>
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</table>

TOTAL OBJECT FUND                        $713,667.93      $714,785.93

TOTAL U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS $19,215,452.06  $19,540,625.37
INASMUCH FOUNDATION

Statement of Purpose

The Inasmuch Foundation was established in 1982 by Edith Kinney Gaylord to support charitable and educational projects. An Advisory Committee meets periodically to review requests and recommend grants, after which the Directors act on the recommendations and if approved, distributions are made.

All income from the Inasmuch Foundation, except costs of administration and possible taxes, has been designated by the founder for charitable and educational purposes. All distributions must meet the definition of a “qualifying distribution” as set forth in Section 4942(g) of the Internal Revenue Code of 1986, as amended, or applicable provisions of other federal tax laws.

Grants are made on a selective basis for broad general purposes in the following areas: education, health and human services, cultural affairs, the arts, historic preservation and environmental concerns. The Foundation encourages applicants to request funding for projects to enhance existing programs or new programs that meet emerging needs of the community. Projects that involve collaborative community efforts to avoid duplication of services are also encouraged.

No grants will be made to individuals. Although the Inasmuch Foundation is an Oklahoma-based foundation, grant applications from other geographic areas, particularly organizations based in Colorado Springs, Colorado, are sometimes considered.

Instructions for Submitting an Application

In order to initiate a proposal to the Inasmuch Foundation, a brief narrative description of the project must be submitted along with an application form. The purpose of this process is to give applicants more flexibility in describing the important and unique features of their project. The essay should include specific information about the need for the project, financial aspects and expected outcomes.

The following items must accompany the application form and narrative description:

1. Agency or Organization Information
   - Brief history
   - Copy of most current IRS letter granting tax exempt status
   - Sources of funding
   - Current financial information and most recent audited financial statement, with accompanying notes
   - Collaborations with other community resources
   - List of current board members
II Proposed Project Information

- Budget for the project
- Amount of support requested from the Inasmuch Foundation
- Other sources of funding, grant applications pending, or in-kind contributions
- Timetable for the project
- Plans for evaluation and/or continuation

Grant recipients are required to send an acknowledgment letter and receipt for the funds upon arrival of the Foundation's check.

Evaluation information about the expenditure of grants and program outcomes will be requested by the Foundation six months after the grant monies are received or until all Inasmuch Foundation funds have been expended.
INASMUCH FOUNDATION
73-1167188
CASH DISTRIBUTIONS - SET ASIDE UNDER SEC. 4942(g)(2)(B)(ii)
A STATEMENT ATTACHED TO AND MADE A PART OF
RETURN OF PRIVATE FOUNDATION (FORM 990-PF)
FOR THE YEAR ENDED JUNE 30, 2002

Purpose
Inasmuch Foundation committed to fund a three-year grant for University of Oklahoma Foundation, Inc.'s three-year program for the Gaylord College of Journalism and Mass Communication Building Fund

Specifics
The grant is for three years for $1,500,000

- Current Year: $0
- 2002-2004 Balance: $1,500,000

There were no payments for this project in prior years

Purpose
Inasmuch Foundation committed to fund a five-year grant for St. Anthony Heart Hospital Building Fund

Specifics
The grant is for five years for $250,000

- Current Year: $0
- 2002-2006 Balance: $250,000

There were no payments for this project in prior years
<table>
<thead>
<tr>
<th>Asset No</th>
<th>Description</th>
<th>Date Acquired</th>
<th>Method</th>
<th>Life</th>
<th>Line No</th>
<th>Unadjusted Cost of Basis</th>
<th>Bus % Excl</th>
<th>Reduction in Basis - ITC, 179, Salvage</th>
<th>Basis For Depreciation</th>
<th>Accumulated Depreciation</th>
<th>Current Sec 179</th>
<th>Amount Of Depreciation</th>
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<td>2</td>
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<td>* 990-PF PG 1 TOTAL</td>
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<tr>
<td></td>
<td>* GRAND TOTAL 990-PF PG 1</td>
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<td>5,182.</td>
<td>682.</td>
<td>0.</td>
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<td></td>
<td>459.</td>
</tr>
</tbody>
</table>
Application for Extension of Time To File an Exempt Organization Return

Form 8868
(December 2000)

Department of the Treasury
Internal Revenue Service

File a separate application for each return

If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box

If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Note: Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I  Automatic 3-Month Extension of Time - Only submit original (no copies needed)

Note: Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8836 to request an extension of time to file Form 1065, 1066, or 1041

Type or print
Name of Exempt Organization
INASMUCH FOUNDATION

Employer identification number
73-1167188

File by the due date for filing your return. See instructions
Number, street and room or suite no. If a P.O. box, see instructions
301 NW 63RD, SUITE 290

City, town or post office, state and ZIP code. For foreign address, see instructions
OKLAHOMA CITY, OK 73116

Check type of return to be filed (file a separate application for each return)

☐ Form 990
☐ Form 990 BL
☐ Form 990 T (corporation)
☐ Form 990 T (sec 401(a) or 408(a) trust)
☐ Form 990 EZ
☐ Form 990 T (trust other than above)
☐ Form 1041 A
☐ Form 4720
☐ Form 5227
☐ Form 6069
☐ Form 8870

☐ 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
☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3 month (6 month for 990-T corporation) extension of time until FEBRUARY 18, 2003
   to file the exempt organization return for the organization named above. The extension is for the organization’s return for
   ☐ calendar year or
   ☐ tax year beginning JUL 1, 2001 , and ending JUN 30, 2002

2 If this tax year 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

   $ 3,903

3b If this application is for Form 990 PF or 990 T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit

   $ 14,680

3c Balance Due Subtract line 3b from line 3a. Include your payment with this form, or if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions

   $ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct and complete, and that I am authorized to prepare this form

Signature  Richard [Signature] Title  CPA Date  11-14-02

LHA For Paperwork Reduction Act Notice, see instructions

Form 8868 (12 2000)