For all the right reasons, 2011 has been a year to remember the Pacific Aviation Museum Pearl Harbor. We recognized early on that the fragile state of the economy, both at home and abroad, would present daunting challenges for private, not-for-profit organizations. The staff and volunteers united behind our Board of Directors and moved quickly to identify the challenges and develop timely and effective solutions. Our preemptive action and teamwork, combined with the continued strong support of our loyal friends and generous benefactors, paid dividends. We maintained momentum; made gains in promoting our Museum; enhanced our reputation; increased our visitor count; and generated liquidity in excess of operating costs. The results were due to a combination of factors and initiatives:

• Operating costs were monitored closely and adjusted as necessary.

• Through the generous support of donors and the Hawaii Air National Guard, we grew our aircraft inventory.

• Our community and international outreach programs were expanded.

• We became increasingly the venue of choice for social and business events which further improved our revenue stream.

• Through skillful and creative management of limited resources and tied to a powerful multimedia network, our Marketing Department was consistently successful in getting our name displayed prominently before the public.

• We redoubled our fundraising efforts both locally and on the mainland.

• We established a Frank DerYuen Scholarship, named to honor a local aviation pioneer. The scholarships will be awarded to deserving students pursuing aviation-oriented studies.

In summary, 2011 has been a year that repeatedly tested our versatility and resolve, and we passed the test! The results speak for themselves. As chairman, I am proud to represent an organization in which each individual, be they a board member, employee, volunteer, or large or small donor, has a demonstrated interest and personal stake in the projects we undertake. The successes we achieved this year were due entirely to this dedicated “ohana” (family). To each of them and to each of you, our loyal supporters, I offer a hearty “Well done” and unbounded gratitude.
CHAIRMAN
ADM Ronald J. Hays, USN (Ret.)

PRESIDENT
Clinton R. Churchill

EXECUTIVE VICE PRESIDENT
ADM R. J. “Zap” Zlatoper, USN (Ret.)

VICE PRESIDENTS
Charles K. Cotton
MG Edward V. Richardson, USAF (Ret.)
Darrell G. Welch, Jr.

VICE PRESIDENT AND LEGAL COUNSEL
Peter Starn

SECRETARY
Richard M. May, Jr.

TREASURER
Michael L. Olson

DIRECTORS
Kenneth R. Bailey
Aileen Blanc
VADM Michael Bowman, USN (Ret.)
David P. Brostrom
Henry P. Bruckner
BrigGen Benjamin Cassiday, USAF (Ret.)
Dennis Fitzgerald
Charles L. Goodwin
Harvey Gray
LtGen Earl Hailston, USMC(Ret.)
Jim Hickerson
Gary Hogan
BrigGen Dwight M. Kealoha, USAF (Ret.)
Thomas S. Kosasa, MD
Thomas E. Lawrence
Ruth Limtiaco
Donn Parent
James K. Schuler
William Shankel, MD
John T. Sterling
Edward E. Swofford
David Tumilowicz
Beti Ward
Kenneth D. Wiecking
Shelley Wilson
Ryan Yanagihara

EXECUTIVE DIRECTOR
Kenneth H. DeHoff, Jr.

ADVISORY BOARD
Elmer “Woody” Anderson
ADM Stanley R. Arthur, USN (Ret.)
Pedro Chan
Gerald Coffee
Gen John K. Davis, USMC (Ret.)
Superintendent Paul DePrey, NPS
RADM Ken Fisher, USN (Ret.)
BGen Jerome Hagen, USMC (Ret.)
ADM Thomas B. Hayward, USN (Ret.)
VADM Gerald H. Hoewing, USN (Ret.)
R.A. “Bob” Hoover
Senator Daniel K. Inouye
Dr. Timothy Keck
Gen John Lorber, USAF (Ret.)
Senator John McCain, III
Gen Merrill A. McPeak, USAF (Ret.)
Jim Nabors
BrigGen Chuck Yeager, USAF (Ret.)
In the 5th year of operations, Pacific Aviation Museum Pearl Harbor saw many projects, exhibits, aircraft acquisitions openings, and programs take to the skies. We are grateful for the work, the support we have received, and the relationships we have built during these past twelve months and since our inception.

We began and ended 2011 focused on the historic Ford Island Control Tower. The structure has been sandblasted and stabilized with over 54 tons of new steel and 200 gallons of fresh red & white paint. A dedication ceremony marked the exterior completion, and a new American Flag was hoisted at the top. The Control Tower is now as bright as it was in the movies, Tora! Tora! Tora! and Pearl Harbor. While work continues on the Operations Building, the tower again stands gleaming in honor of those who protected our nation and for the education of young and old.

In between, we opened new exhibits for Amelia Earhart, Pan American Airways, and the American Volunteer Group’s Flying Tigers. Each exhibit had tremendous support in the collection of artifacts, recording of stories, and donation of memorabilia. For each opening, we received worldwide press coverage and high internet acclaim. Pacific Aviation Museum has become an internationally recognized institution.

Our aircraft collection expanded in 2011 with the acquisition of the last flown Japanese Nakajima Type 97 Kate Torpedo Bomber; a US Army Air Force Douglas C-47 Gooney Bird that was retired to cargo mission in Hawaii; the Northrop F-5 Freedom Fighter; the last flown Navy Douglas A-3 Sky Warrior; and the Russian MiG-21PF Fishbed. These aircraft will help us tell important Pacific region aviation story.

Our Education Department has continued to expand the travels of the Barnstorming Tour Outreach Program. The popular program provides 6th graders the opportunity to learn the physics of aviation and principles of flight. This program combines classroom instruction, hands-on scientific experiments, a wind tunnel demonstration, and a chance for each of the students to fly our mobile P-40 simulator. We then arrange for the classes to visit the Museum and see the aircraft up close, in real life. The Barnstorming Tour served over 1100 students during the year.

The Museum assumed the operations of the Laniakoa Café with new staff and management. It has been a wonderful experience to offer creative menu selections for our international guests. Catering many of our evening events, the Café has played an important part in the successes the Museum has had as the newest premier meeting and party location.

The 4th Annual Biggest Little Airshow on Ford Island hosted over 10,000 fans as they watched big 40 “oversized” remote control airplanes flown by Birds of Paradise Club pilots. The event was expanded to include great dining experiences with choice food selections from around the island. Military Vehicle Preservation Association vehicles, USCG Helicopter crew, US Navy Divers, Honolulu Police Department, many Oahu island car clubs and two Big Bands all added to the two days of air show excitement.

Our successes and achievements over this past year have been due to the leadership of our Board of Directors, the teamwork and dedication of our staff and volunteers, and the synergy with our partnerships. Pacific Aviation Museum Pearl Harbor is moving forward, and with your help, 2012 will be another memorable year.
Statement of Financial Position (Audited) for the Calendar Years ending 12/31/11 and 12/31/10

**CURRENT ASSETS**

<table>
<thead>
<tr>
<th>Description</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and Investments</td>
<td>$540,053</td>
<td>$993,810</td>
</tr>
<tr>
<td>Contributions and Grants Receivable</td>
<td>919,972</td>
<td>464,477</td>
</tr>
<tr>
<td>Museum Fees Receivable</td>
<td>244,371</td>
<td>250,839</td>
</tr>
<tr>
<td>Prepaid Expenses and Other Current Assets</td>
<td>15,459</td>
<td>64,402</td>
</tr>
<tr>
<td><strong>Total Current Assets</strong></td>
<td>$1,719,855</td>
<td>$1,773,528</td>
</tr>
</tbody>
</table>

**MUSEUM COLLECTIONS**

<table>
<thead>
<tr>
<th>Description</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Property and Equipment</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Leasehold Improvements and Exhibits</td>
<td>$15,618,703</td>
<td>$11,273,303</td>
</tr>
<tr>
<td>Equipment, Furniture and Fixtures</td>
<td>546,429</td>
<td>501,928</td>
</tr>
<tr>
<td><strong>Subtotal</strong></td>
<td>$16,165,132</td>
<td>$11,775,231</td>
</tr>
<tr>
<td>Less Accumulated Depreciation</td>
<td>(1,572,984)</td>
<td>(1,214,235)</td>
</tr>
<tr>
<td><strong>Net Property and Equipment</strong></td>
<td>$14,592,148</td>
<td>$10,560,996</td>
</tr>
</tbody>
</table>

**TOTAL ASSETS**

<table>
<thead>
<tr>
<th>Description</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Total Assets</strong></td>
<td>$20,004,518</td>
<td>$15,469,549</td>
</tr>
</tbody>
</table>

**Liabilities and Net Assets**

**Liabilities**

<table>
<thead>
<tr>
<th>Description</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounts Payable and Accrued Liabilities</td>
<td>$1,024,252</td>
<td>$266,739</td>
</tr>
<tr>
<td>Net Payables</td>
<td>300,000</td>
<td>-0-</td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td>$1,324,252</td>
<td>$266,739</td>
</tr>
</tbody>
</table>

**Net Assets**

<table>
<thead>
<tr>
<th>Description</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unrestricted</td>
<td>$18,398,511</td>
<td>$12,176,509</td>
</tr>
<tr>
<td>Temporarily Restricted</td>
<td>178,837</td>
<td>3,026,301</td>
</tr>
<tr>
<td>Permanently Restricted</td>
<td>102,918</td>
<td>-0-</td>
</tr>
<tr>
<td><strong>Net Assets</strong></td>
<td>$18,680,266</td>
<td>$15,202,810</td>
</tr>
</tbody>
</table>

**TOTAL LIABILITIES AND NET ASSETS**

<table>
<thead>
<tr>
<th>Description</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Total Liabilities and Net Assets</strong></td>
<td>$20,004,518</td>
<td>$15,469,549</td>
</tr>
</tbody>
</table>
# AIRPLANE COLLECTION

## AIRCRAFT TYPE AND MANUFACTURER

### ON DISPLAY IN HANGAR 37

<table>
<thead>
<tr>
<th>Aircraft Type</th>
<th>Serial No.</th>
<th>Date of Manufacture</th>
</tr>
</thead>
<tbody>
<tr>
<td>North American B-25B Mitchell</td>
<td>40-2261</td>
<td>1940</td>
</tr>
<tr>
<td>Mitsubishi A6M2 Zero</td>
<td>B11-120</td>
<td>1939</td>
</tr>
<tr>
<td>Mitsubishi A6M2b Zero</td>
<td>Ni’ihau crash 07 DEC 1941</td>
<td>1939</td>
</tr>
<tr>
<td>Grumman F4F-3 Wildcat</td>
<td>BuNo 12296</td>
<td>1942</td>
</tr>
<tr>
<td>Douglas SBD-5 Dauntless</td>
<td>BuNo 36177</td>
<td>1942</td>
</tr>
<tr>
<td>Curtiss P-40 Warhawk (replica)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stearman N2S-3 Kaydet</td>
<td>BuNo 6707</td>
<td>1938</td>
</tr>
<tr>
<td>Aeronca TC-65</td>
<td>NC33768</td>
<td>1936</td>
</tr>
<tr>
<td>Douglas SBD Dauntless</td>
<td>BuNo 7123 (in Pensacola)</td>
<td>1942</td>
</tr>
<tr>
<td>Boeing Model B-314 China Clipper</td>
<td>Display Model</td>
<td></td>
</tr>
<tr>
<td>Curtiss B-18 Honolulu Skylark</td>
<td>Display Model</td>
<td></td>
</tr>
</tbody>
</table>

### ON DISPLAY IN HANGAR 79

<table>
<thead>
<tr>
<th>Aircraft Type</th>
<th>Serial No.</th>
<th>Date of Manufacture</th>
</tr>
</thead>
<tbody>
<tr>
<td>Douglas SBD-4 Dauntless (replica)</td>
<td>P-18723</td>
<td>1940</td>
</tr>
<tr>
<td>Curtiss P-40E Warhawk</td>
<td>57-0101</td>
<td>1957</td>
</tr>
<tr>
<td>Boeing B-52E Stratofortress (nose section)</td>
<td>68-15708</td>
<td>1968</td>
</tr>
<tr>
<td>Bell UH-1H Huey</td>
<td>66-15298</td>
<td>1966</td>
</tr>
<tr>
<td>Bell AH-1S Cobra</td>
<td>BuNo 152700</td>
<td>1961</td>
</tr>
<tr>
<td>Sikorsky UH-3H Sea King</td>
<td>68-1XXXXX</td>
<td>1968</td>
</tr>
<tr>
<td>Cessna O-2A Skymaster (restoration)</td>
<td>76-0063</td>
<td>1976</td>
</tr>
<tr>
<td>Stinson L-5E-1 Sentinel (restoration)</td>
<td>51-2832</td>
<td>1951</td>
</tr>
<tr>
<td>Grumman F-14D Super Tomcat</td>
<td>BuNo 163904</td>
<td>1991</td>
</tr>
<tr>
<td>Mikoyan-Gurevich MiG-15 Fagot</td>
<td>Red 1524</td>
<td>1950</td>
</tr>
<tr>
<td>North American F-86E Sabre (Shown As)</td>
<td>BuNo 144867</td>
<td>1960</td>
</tr>
<tr>
<td>Douglas NTA-3B Skywarrior (Flight test)</td>
<td>BuNo 157173</td>
<td>1970</td>
</tr>
</tbody>
</table>

### OUTSIDE DISPLAY

<table>
<thead>
<tr>
<th>Aircraft Type</th>
<th>Serial No.</th>
<th>Date of Manufacture</th>
</tr>
</thead>
<tbody>
<tr>
<td>McDonnell Douglas F-4C Phantom II</td>
<td>64-0792</td>
<td>1964</td>
</tr>
<tr>
<td>North American F-86L Sabre</td>
<td>52-4191</td>
<td>1952</td>
</tr>
<tr>
<td>Lockheed T-33A Shooting Star</td>
<td>51-6533</td>
<td>1951</td>
</tr>
</tbody>
</table>

### AIRCRAFT COMING

<table>
<thead>
<tr>
<th>Aircraft Type</th>
<th>Serial No.</th>
<th>Date of Manufacture</th>
</tr>
</thead>
<tbody>
<tr>
<td>Northrop F-5A Freedom Fighter</td>
<td>68-9085</td>
<td>1968</td>
</tr>
<tr>
<td>Douglas C-47A Skytrain</td>
<td>41-8949</td>
<td>1941</td>
</tr>
<tr>
<td>Mikoyan-Gurevich MiG-21PF Fishbed</td>
<td>Black 1302</td>
<td>1964</td>
</tr>
<tr>
<td>Nakajima BSN Kate (in storage in New Zealand)</td>
<td>1939</td>
<td></td>
</tr>
<tr>
<td>Boeing B-17E Flying Fortress “Swamp Ghost”</td>
<td>41-2446</td>
<td>1941*</td>
</tr>
</tbody>
</table>

* Tentative, currently in storage in Chino, CA
The Ford Island Control Tower, the largest artifact in the museum’s collection, got the Lion’s share of attention in 2011. However, many significant additions enhanced our historic Hangars.

The WWII P-40 Warhawk, on loan from FedEx Corporation, is now the centerpiece of a display honoring the late Alaska Senator Ted Stevens, who regularly flew “the Hump,” a dangerous supply route to China, with the 14th Air Force “Flying Tigers.”

Gracing the lobby of Hangar 37 are: A finely detailed model of the Curtiss P-18, known as “Honolulu Skylark,” which made the first powered flight in Hawaii a century ago; Robert Bracci’s masterpiece diorama “Sunrise on the Fleet,” an exacting scale representation of Pearl Harbor on December 7, 1941; and an expansive Pan Am exhibit revived golden memories, thanks to Hawaii’s airline veterans, The Pan Am Aloha Clippers.

Also in Hangar 37, a discovery of original negatives by Matson Navigation Company archivist Lynn Krantz led to our large photo exhibit of Amelia Earhart, as she prepared for her two historic flights; and the Oral History Pavilion provides a serene spot to watch historic interviews compiled by videographers Bob Naylor and Mac Macomber. Mac MacKellar designed and built both the Pavilion and the Pan Am exhibit.

Our F-15 Eagle received proper engine and fuel tank attention courtesy of the Hawaii Air National Guard, whose members volunteer at the Museum. Last but not least, we welcome the Hawaii Military Vehicle Restoration Association, whose vintage vehicles complete the WWII backdrop in Hangar 79.
Pacific Aviation Museum Pearl Harbor reached over 10,000 children and youth through our education programs and historic hangar tours. We enabled students to understand and value the history of aviation and emphasized the science, technology, engineering and math (STEM) principles of flight through on-site and outreach programs.

Two programs really made us shine this year. Our Boy and Girl Scout programs, led by Ford Ebesugawa, served nearly 600 students through merit badge workshops, special interest activities, and one-day outings. Our annual “Discover Your Future in Aviation” program attracted over 400 Scouts and their families to the Museum for a day-long exploration of aviation-related careers. The Aloha Council Scout Makahiki Day in April involved an additional 350 Scouts. Our goals for 2012 include the development of weather, navigation, and astronomy workshops for both boys and girls.

The Barnstorming Tours is an outreach program that travels to schools across Oahu to teach students about the basics of flight. Directed by Ken Dewey with the support of a dedicated team of volunteers, this innovative program lights the spark of scientific inquiry through hands-on activities and interactive demonstrations. Students have a chance to operate the rudders and stick of a WWII P-40 aircraft model, and our portable wind tunnel, in addition to trying fun experiments using soda cans, water bottles, straws and candles. Here’s a typical comment from one of our Barnstorming participants: “I wish that you could stay forever!...I learned lots...like how planes work and how Newton’s Third Law of Motion shows: For every action there is an opposite and equal reaction.” More than 3000 students in 35 schools are signed up for the 2011-2012 school year.

As aviation science and technology develop over time, so will our Museum’s education programs. New programs are being introduced to allow students to investigate the history, science, and social impact of aviation. As a result, we have been able to educate and inspire scores of youth by empowering them with knowledge that can shape their future careers. On behalf of all of us at Pacific Aviation Museum Pearl Harbor, thank you for supporting our Museum’s education programs.
The Museum’s swinging Accentuate the Positive! 5th Anniversary Dinner Celebration on December 1st received rave reviews! On the same day, Hawaii also welcomed the unveiling of the stabilized historic Ford Island Control Tower with a fresh coat of red and white paint. All were timed perfectly for Pearl Harbor’s 70th Anniversary Ceremonies marking the December 7, 1941 surprise attack.

As the sun began to set, party time began in style. Cocktails were served in Hangar 79’s Lt. Ted Shealy’s Restoration Workshop, as guests chatted and roamed the silent auction aisles. When the lights were dimmed, the bagpipes started. The black curtains were pulled back, revealing a spacious floor of decorated dinner tables, beautifully arranged amidst vintage aircraft. Staff and volunteers re-enacted a WWII scene of maintenance mechanics and repairmen working on the planes; two Rosie the Riveters represented the American women who worked in WWII factories to welcome our guests. PBS Little Big Band struck up their opening notes with a nostalgic 1940’s number “Accentuate the Positive!” - the theme for the evening fundraiser. Military, civic, and community dignitaries sat down for a leisurely dinner, savoring the award-winning cuisine by Chef Chai Chaowasaree of Chai’s Island Bistro.

Two awards were presented. William W. “Bill” Paty Jr. was honored for the Museum’s “Building Bridges Award” for his lifetime of exceptional service to the community, military, businesses, and to the nation. The S.T.E.M. Education Award went to BAE Systems and the University of Hawaii’s Archimedes Hawaii Project of the Curriculum Research & Development Group (CRDG) for their valuable contribution to the joint development of the Museum’s Barnstorming Tours Program. This immensely popular S.T.E.M.-focused outreach program has inspired Oahu's grade school students, helping them obtain a clear grasp of aviation, science, technology, engineering, and mathematics.

We look forward to seeing you again in December, for another delectable evening of fun and surprise!
DONORS LIST

INDIVIDUAL

$1,000 and above
Albert Mazza
Alfred Kim
C. Worthington
Claudine Harris
Clinton & Suzi Churchill
Dale Van Matre
David Richardson
Donald Powers
Edward Mortensen
Eric Mifkovic
Estelle Hendrickson
Frank Diegmann
Geoffrey B. Dozier
George Bermant
Gerald Schemmel
Glenn Dethloff
Grant Graeber
Harold Gigstad
Henry Sakaida
Hiromu Yogi
Hiroya Sugino, M.D.
Howard Johnston
Howard Varner
Imata Kabua
James K. Schuler
Jean Rolles
Jeff Dahlgren
Jerry Koskovich
John Walsh
John & Maria Wilson
Karl Larson
Ken Schwartz
Kris Draper
Malcolm Bahrenburg
Mark Kadzielski
Michael E. Adler
Michael Ferguson
Michael Stevens
Nancy Smith Chandler
Olivia De Jane
Peter Steigerwald
Ray Hawkins
Reginald Fogg
Richard Clauss
Richard Hanchett
Robert Hopper
Robert Washburn
Thomas Davis
Thomas Scott
Thomas Vines
Tommy Welch
William Pusey
Yutaka McAlpine

$3,000 and above
Jerry Nostrand
Robert Perkin

$5,000 and above
Edward G. Atsinger, III
Janice Nielsen
Jim Knuppe
John V. Gibson
Ladorna Eichenberg
Louis L. Gowans, Jr.

$10,000 and above
Alexander “Sandy” Gaston
Northrop Grumman

$100,000 and above
James M. Slattery
Mary Bazar
Seymour Robin

COMPANIES

$5,000 and above
PanAm Association
Aloha Chapter
Salem Communications

$10,000 and above
EADS North America, Inc
FedEx Corp
General Atomics

$100,000 and above
Koch Business Holdings, LLC

FOUNDATIONS

$1,000 and above
Armstrong Foundation
Boutiki
Jhamandas Watumull Fund
$3,000 and above
Hexberg Family Foundation

$5,000 and above
Kosasa Foundation
Women’s Fund of Hawaii

$10,000 and above
Atherton Family Foundation
G. N. Wilcox Trust
Marguerite Gambo
Wood Foundation
McInerny Foundation