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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
Jatain Charitable Foundation
c/o Bob Cheng

A Employer identification number
22-6824275

Number and street (or P O box number if mail is not delivered to street address)
58 Archipelago Drive

Room/suite

B Telephone number (see instructions)
714-825-0140

City or town, state, and ZIP code
Newport Coast CA 92657

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 6,049,793

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	1,038,030			
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	306,060	306,060		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	43,817			
b	Gross sales price for all assets on line 6a 384,570				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 2	72,562	72,562		
12	**Total.** Add lines 1 through 11	1,460,469	378,622	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 3	6,000			
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 4	8,322	2,001		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) Stmt 5	142,293			
24	**Total operating and administrative expenses.** Add lines 13 through 23	156,615	2,001	0	0
25	Contributions, gifts, grants paid	223,400			223,400
26	**Total expenses and disbursements.** Add lines 24 and 25	380,015	2,001	0	223,400
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	1,080,454			
b	**Net investment income** (if negative, enter -0-)		376,621		
c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (att. schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule) See Stmt 6	4,032,453	5,103,927	5,237,268
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) See Statement 7	722,138	812,525	812,525
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	4,754,591	5,916,452	6,049,793
Liabilities				
17	Accounts payable and accrued expenses	18,020	99,427	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	18,020	99,427	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	4,736,571	5,817,025	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	4,736,571	5,817,025	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,754,591	5,916,452	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,736,571
2	Enter amount from Part I, line 27a	2	1,080,454
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,817,025
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,817,025

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	N/A			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	170,705	3,909,857	0.043660
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2	0.043660
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.043660
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,719,685
5 Multiply line 4 by line 3	5	206,061
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,766
7 Add lines 5 and 6	7	209,827
8 Enter qualifying distributions from Part XII, line 4	8	223,400

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	3,766
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3	Add lines 1 and 2		3	3,766
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	3,766
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 4,716		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	4,716
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	22
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	928
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 928 **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Bob Cheng Telephone no. ▶ 714-825-0140
58 Archipelago Drive
Located at ▶ Newport Coast CA ZIP+4 ▶ 92657

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address		(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Bob Cheng 58 Archipelago Drive	Newport Coast CA 92657	Trustee 2.00	0	0	0
Jean Cheng 58 Archipelago Drive	Newport Coast CA 92657	Trustee 2.00	0	0	0
Clifford Cheng 3 Moon Shell	Newport Coast CA 92657	Trustee 2.00	0	0	0
George Cheng 10 Offshore	Newport Coast CA 92657	Trustee 2.00	0	0	0

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Provided funding to TAH Foundation for its cultural activities and education programs.	210,000
2 See Statement 8	10,500
3 Provided funding to Taiwanese Churches for thier activities and to two Universities for education programs.	2,900
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	4,680,444
b	Average of monthly cash balances		1b	107,514
c	Fair market value of all other assets (see instructions)		1c	3,600
d	**Total** (add lines 1a, b, and c)		1d	4,791,558
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	4,791,558
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	71,873
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,719,685
6	**Minimum investment return.** Enter 5% of line 5		6	235,984

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

1	Minimum investment return from Part X, line 6		1	235,984
2a	Tax on investment income for 2011 from Part VI, line 5	2a 3,766		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	3,766
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	232,218
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	232,218
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	232,218

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	223,400
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	223,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3,766
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	219,634

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					232,218
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
b Total for prior years: 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2011:					
a From 2006	15,437				
b From 2007	60,894				
c From 2008	18,699				
d From 2009	4,949				
e From 2010					
f **Total** of lines 3a through e		99,979			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 223,400					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions)					
c Treated as distributions out of corpus (Election required—see instructions)					
d Applied to 2011 distributable amount					223,400
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))		8,818			8,818
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		91,161			
b Prior years' undistributed income. Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount—see instructions					
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions					
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		6,619			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		84,542			
10 Analysis of line 9:					
a Excess from 2007	60,894				
b Excess from 2008	18,699				
c Excess from 2009	4,949				
d Excess from 2010					
e Excess from 2011					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

Bob Cheng 714-825-0140
58 Archipelago Drive Newport Coast CA 92657

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

N/A

c Any submission deadlines:

No Deadline as Long as There is Funding Available.

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

No Restrictions as Long as There is Funding Available.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Irvine Taiwanese Presby. 4849 Alton Pky. Irvine CA 92604			Cultural/Education	1,900
TAH Foundation c/o Bob Cheng Newport Beach CA 92657			Cultural/Education	210,000
Princeton University Princeton University Princeton NJ 08544			Education	500
The Wharton School 3451 Walnut Street Philadelphia PA 19104			Education	500
Taiwanese Amer Assoc Philadelphia PA 19101			Cultural/Education	2,000
Taiwanese Amer Assoc Orange Cty CA 92604			Cultural/Education	2,000
Taiwanese Amer Assoc Honolulu HI 96801			Cultural/Education	2,000
Taiwanese Cultural Ctr 7509 Needwood Road Derwood MD 20855			Cultural/Education	2,000
NATWA Kansas City KS 66101			Cultural/Education	2,000
Taiwanese Pen Club 5335 Cloverly Ave. Temple City CA 91780			Cultural/Education	500
Total			▶ 3a	223,400
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					306,060
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					72,562
8 Gain or (loss) from sales of assets other than inventory					43,817
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		0	422,439

13 **Total.** Add line 12, columns (b), (d), and (e) 13 422,439

(See worksheet in line 13 instructions to verify calculations)

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

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

DAA

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

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

Bao-ding Cheng | 5/14/12 | Trustee

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Martin G. Kalos	[signature]	5/11/12	

Firm's name ▶	Kalos Liu & Company, LLC	PTIN	P00162491
Firm's address ▶	445 Cedar Street, PO Box 438	Firm's EIN ▶	25-1910193
	Jenkintown, PA 19046	Phone no	215-886-5700

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
American Int'l Corp Cash in Lieu	Various	1/26/11	Purchase $ 10	$	$	$	$ 10
First Energy Corp Cash in Lieu	Various	3/03/11	Purchase 27				27
Citi Group Inc Cash in Lieu	Various	5/09/11	Purchase 40				40
Marriot Vacations Cash in Lieu	Various	11/28/11	Purchase 11				11
5198.617 Strategic Advisers Core Fun	Various	Various	Purchase 60,404	51,495			8,909
2991.576 Strategic Advisers Grth Fun	Various	Various	Purchase 36,486	30,620			5,866
3872.731 Strategic Advisers Value Fu	Various	Various	Purchase 54,101	47,340			6,761
985.878 Strategic Advisers Emerging	Various	Various	Purchase 10,494	10,043			451
2035.801 Strategic Advisers US Opp	Various	Various	Purchase 20,814	17,501			3,313
2030.801 Strategic Advisers Sm-Mid C	Various	Various	Purchase 23,291	19,147			4,144
7775.405 Strategic Advisers Int'l	Various	Various	Purchase 71,685	64,766			6,919
224.471 Franklin Gold & Prec Metals	Various	Various	Purchase 10,903	9,667			1,236
598.155 Fidelity Advisor High Inc	Various	Various	Purchase 5,871	5,216			655
1047.877 Fidelity Total Bond	Various	Various	Purchase 11,600	11,338			262
196.189 Strategic Advisers Inc Opp	Various	Various	Purchase 1,956	1,815			141
2391.323 Strategic Advisers Core Inc	Various	Various	Purchase 25,069	24,738			331
186.698 Metropolitan West Low Durati	Various	Various	Purchase 1,600	1,618			-18

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description (Whom Sold)	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
1282.672 Pimco Comm Real Ret Strat	Various	Various	Purchase $ 13,911	$ 10,823	$	$	$ 3,088
722.674 Pimco Total Return	Various	Various	Purchase 8,000	7,935			65
152.284 Pimco Short Term Admin	Various	Various	Purchase 1,500	1,509			-9
136.497 Templeton Global Bond Cl A	Various	Various	Purchase 1,855	1,664			191
2303.616 Western Asset Core Plus	Various	Various	Purchase 24,942	23,518			1,424
Total			$ 384,570	$ 340,753	$ 0	$ 0	$ 43,817

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	$ 72,562	$ 72,562	$
Total	$ 72,562	$ 72,562	$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax Return Preparation	$ 6,000	$	$	$
Total	$ 6,000	$ 0	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Tax Paid on Investments	$ 2,001	$ 2,001	$	$
NJ Annual Fee	25			
Federal Excise Tax	6,296			
Total	$ 8,322	$ 2,001	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Investment Management Fees	2,831			
Life Insurance	139,462			
Total	$ 142,293	$ 0	$ 0	$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Attached Schedule	$ 4,032,453	$ 5,103,927	Cost	$ 5,237,268
Total	$ 4,032,453	$ 5,103,927		$ 5,237,268

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Ballyrock CLO II Ltd Pref Shs	$ 100,000	$ 100,000	Cost	$ 100,000
Ballyrock CLO 2006 2 Ltd	300,000	300,000	Cost	300,000
Ballyrock CLO III Ltd	250,000	250,000	Cost	250,000
Fidelity Real Estate Growth Fund III	68,538	158,925	Cost	158,925
Painting by Jason Chang, Pastel	3,600	3,600	Cost	3,600
Total	$ 722,138	$ 812,525		$ 812,525

Federal Statements

Statement 8 - Form 990-PF, Part IX-A, Line 2 - Summary of Direct Charitable Activities

Description
Provided funding to Taiwanese Cultural Centers & Foundations to promote young artists, provide youth summer camps & promote cultural activities to American mainstream society.

Federal Statements

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
No Deadline as Long as There is Funding Available.

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
No Restrictions as Long as There is Funding Available.

Jatain Charitable Foundation
EIN - 22-6824275
2011 - Form 990-PF

Part II; Lines 10b and 10c; Investments:

# Shares	Description	Cost Beginning of Year	Cost End of Year	Fair Market Value
Corporate Stock				
387	Daimler AG Ord NPV	-	16,927	16,974
350	Covidien PLC	-	15,530	15,753
775	London Stock Exchange Group PLC	6,212	6,212	9,575
880	Marvell Technology Group Ltd	18,006	18,006	12,188
200	Vostok Nafta Investment Ltd	18,328	18,328	5,240
48	White Mountains Insurance Group	30,629	30,629	21,766
300	Logitech Intl SA Apples Namen	5,808	5,808	2,334
243	TE Connectivity Ltd	1,470	6,138	7,487
243	Tyco Intl Ltd	1,963	8,937	11,350
3	Osaka Securities Exchange Co Ltd	9,266	9,266	17,234
2500	JSE Limited Johannesburg	10,978	10,978	21,986
18000	Beijing Capital Int'l Airport Co Ltd	13,020	13,020	9,039
2000	Cheung Kong Infrastructure Hldgs Ltd	28,015	28,015	23,794
4000	Henderson Land Development Co Ltd	24,320	24,320	19,880
900	Hong Kong Exchanges & Clearing Ltd	2,884	2,884	14,381
9000	Singapore Exchange Ltd	33,861	33,861	42,548
2776	Warf Holdings Ltd	7,628	7,628	12,546
8	AOL Inc	129	129	121
52	AT & T Inc	-	1,514	1,572
78	Alcatel-Lucent Spon ADR	-	123	122
695	Altria Group Inc	-	20,753	20,607
1190	Allegheny Energy Inc	33,736	-	-
18	Amer Intl Group Inc	23,456	23,456	468
2070	Anglo Amern PLC	53,897	53,897	38,266
70	Apple Computer Inc	3,965	3,965	28,350
282	Autozone Inc	-	91,732	91,641
1233	Bank of America Corp	59,026	59,026	6,855
1407	Bank of America Corp	-	7,274	7,823
300	BBCN Bancorp Inc	-	5,661	2,835
800	Berkshire Hathaway Inc Del Cl B	44,766	44,766	61,040
1237	Block H & R Inc	-	19,025	20,200
2087	Bombardier Inc	13,469	13,469	8,321
322	Brookfield Asset Mgmt Inc	11,409	11,409	8,849
76	CME Group Inc	34,445	34,445	18,519
200	Cnooc Ltd	13,768	13,768	34,936
1120	Calpine Corp	-	17,506	18,290
1340	Canadian Oil Sands Tr	15,324	25,332	30,597
355	Cenovus	6,701	6,701	11,786
1100	Chevron Corp	45,909	45,909	117,040
	Sub-total	572,388	756,347	792,313

Jatain Charitable Foundation
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Part II; Lines 10b and 10c; Investments:

# Shares	Description	Cost Beginning of Year	Cost End of Year	Fair Market Value
	Balance forward	572,388	756,347	792,313
400	China Life Ins Co Ltd	20,481	20,481	14,788
400	China Petroleum & Chem Corp	16,366	16,366	42,020
1236	China Unicom Ltd	20,923	20,923	26,117
6075	Cisco Systems Inc	119,063	119,063	109,836
110	Citigroup Inc	49,303	49,303	2,894
300	Coca Cola Co	13,108	13,108	20,991
1804	Colgate-Palmolive Co	134,148	134,148	166,672
800	Colgate-Palmolive Co	-	73,240	73,912
600	Comcast Corp New Cl A	12,427	12,427	14,226
2025	Corelogic Inc	36,815	36,815	26,183
1275	Corning Inc	24,530	24,530	16,550
75	Costco Wholesale Corp	3,237	3,237	6,249
930	Cummins Inc	18,729	18,729	81,859
1444	Danaher Corp	66,236	66,236	67,926
250	Deere & Company	9,721	9,721	19,337
100	Deere & Company	-	6,988	7,735
517	Devon Energy Corp	27,201	27,201	32,054
300	Diebold Inc	9,318	9,318	9,021
900	Disney Walt Co Del	23,329	23,329	33,750
400	Discover Finl Svcs	6,622	6,622	9,600
1141	Dynegy Inc Del Cl A	42,069	42,069	3,161
140	E Trade Financial Corp	15,082	15,082	1,114
400	Emerson Electronic Co	11,080	11,080	18,636
600	Emerson Electronic Co	-	29,802	27,954
355	Encana Corp	8,009	8,009	6,578
400	Express Scripts Inc	3,048	3,048	17,876
500	Express Scripts Inc	-	20,508	22,345
395	Exxon Mobile Corp	19,628	19,628	33,480
400	Exxon Mobile Corp	-	32,800	33,904
2680	Freddie Mac	4,596	4,596	568
614	Federal Natl Mtg	39,181	39,181	123
600	FedEx Corp	-	50,286	50,106
2025	First American Financial Corp	30,233	30,233	25,657
793	Firstenergy Corp	-	33,736	35,130
797	Franco Nev Corp	13,847	13,847	30,342
466	Freeport McMoran Copper & Gold Inc	14,350	14,350	17,144
247	Frontier Communications Corp	-	1,226	1,272
690	Gannett Co Inc	-	9,060	9,225
600	General Electric Co	-	10,368	10,746
3769	Genon Energy Inc	37,960	37,960	9,837
	Sub-total	1,423,028	1,875,001	1,929,231

Jatain Charitable Foundation
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Part II; Lines 10b and 10c; Investments:

# Shares	Description	Cost Beginning of Year	Cost End of Year	Fair Market Value
	Balance forward	1,423,028	1,875,001	1,929,231
741	Genworth Finl Inc	15,013	15,013	4,854
1400	Gilead Sciences Inc	22,148	22,148	57,302
38	Hanmi Finl Corp	5,917	5,917	281
279	Hess Corp	-	15,485	15,847
1849	Home Depot Inc	63,606	63,606	77,732
400	Honeywell Intl Inc	-	21,744	21,740
408	Huaneng Power Intl Inc	12,932	12,932	8,576
400	Illinois Tool Works	-	18,892	18,684
1488	Ingram Micro Inc	25,051	25,051	27,067
8000	Intel Corp	175,280	175,280	194,000
1176	Intel Corp	-	28,036	28,518
248	Intercontinental Exchange	24,431	24,431	29,896
500	Intl Business Mach	-	93,620	91,940
300	Intl Game Technology	9,950	9,950	5,160
59	Ishares Tr Russell 1000 Value Index	3,082	3,082	3,745
189	Ishares Tr Russell 1000 Growth Index	8,314	8,314	10,922
300	Ishares Tr Dow Jones US Healthcare	16,647	16,647	21,471
1240	JP Morgan Chase & Co	51,373	51,373	41,230
890	JP Morgan Chase & Co	-	28,667	29,593
400	Jeffries Group Inc New	8,708	8,708	5,500
848	Kraft Foods	-	31,300	31,681
21	LSI Corp	-	122	125
75	Legg Mason	9,416	9,415	1,804
2400	Leucadia Natl Corp	47,323	47,323	54,576
600	Lowes Companies	-	15,438	15,228
450	M & T Bancorp	49,070	49,070	34,353
3700	MBIA Inc	30,853	30,852	42,883
564	Magna Intl Inc Cl A	17,617	17,617	17,454
160	Marathon Oil Corp	2,250	2,250	4,683
80	Marathon Petroleum Corp	1,440	1,440	2,663
60	Markel Corp Hldg Co	20,258	20,258	24,880
161	Marriott Vacations Worldwide	3,984	3,984	2,763
1616	Marriot Intl	63,823	63,823	47,139
39	Mastercard Inc Cl A	11,102	11,102	14,540
500	McDonalds Corp	38,780	38,780	50,165
750	Medtronic Inc	37,861	37,861	28,688
500	Merck & Co Inc	-	18,535	18,850
1025	Microsoft Corp	26,821	26,821	26,609
600	Microsoft Corp	-	15,615	15,576
	Sub-total	2,226,078	2,965,503	3,057,949

Jatain Charitable Foundation
EIN - 22-6824275
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Part II; Lines 10b and 10c; Investments:

# Shares	Description	Cost Beginning of Year	Cost End of Year	Fair Market Value
	Balance forward	2,226,078	2,965,503	3,057,949
200	Monsanto Co	7,394	7,394	14,014
800	Morgan Stanley	34,353	34,353	12,104
1653	Mylan Inc	25,034	25,034	35,473
823	NRG Energy Inc	34,754	34,754	14,913
250	NYSE Euronext	10,043	10,043	6,525
300	NARA Bancorp Inc	5,661	-	-
1142	Nasdaq OMX Group Inc	46,388	46,388	27,990
600	Netease Com Inc	8,404	8,404	26,910
400	Nike Inc	35,120	35,120	38,548
4100	Nokia OYJ ADR	40,221	40,221	19,762
88	Nortel Networks	2	2	1
865	Nucor Corp	23,296	23,296	34,228
1008	NV Energy Inc	10,897	10,897	16,481
600	PMI Group Inc	2,154	2,154	16
50	Patriot Coal Corp	673	673	424
255	Peabody Energy Corp	10,047	10,047	8,443
888	Penn West Energy Tr	28,502	28,502	17,582
900	Pepsico Inc	55,748	55,748	59,715
500	Pepsico Inc	-	32,765	33,175
500	Petrochina Co Ltd	46,774	46,774	62,155
1720	Pfizer Inc	37,172	37,172	37,221
3213	Pfizer Inc	-	68,951	69,529
400	Philip Morris Intl	21,705	21,705	31,392
1005	Philip Morris Intl	-	77,084	78,872
9	Piper Jaffray Cos	299	299	182
1628	Power Corp CDA	49,532	49,532	38,084
155	Praxair Inc	7,569	7,569	16,570
450	Procter & Gamble Co	25,482	25,482	30,020
300	Qualcomm Inc	12,880	12,880	16,410
443	Quanta Services Inc	12,269	12,269	9,542
346	S & P 500 Depository Receipt	34,865	34,865	43,423
100	SPDR Gold Tr Gold Shs	-	17,308	15,199
196	St Joe Company	7,799	7,799	2,873
600	Schlumberger Ltd	22,281	22,281	40,986
100	Schlumberger Ltd	-	6,708	6,831
180	Sears Hldgs Corp	16,800	16,800	5,720
63	Sears Hldgs Corp	-	2,903	2,003
1000	Sohu Com Inc	18,881	18,881	50,000
800	Suncor Energy Inc	20,288	20,288	23,064
	Sub-total	2,939,365	3,878,848	4,004,329

Jatain Charitable Foundation
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Part II; Lines 10b and 10c; Investments:

# Shares	Description	Cost Beginning of Year	Cost End of Year	Fair Market Value
	Balance forward	2,939,365	3,878,848	4,004,329
939	Telefonos De Mexico	12,792	12,792	13,559
752	Telkonet Inc	-	102	105
825	Teva Pharmaceutical	25,443	25,443	33,297
256	Texas Pacific Land Trust Sub	12,097	12,097	10,417
94	Time Warner Inc	1,969	1,969	3,397
23	Time Warner Cable Inc	691	691	1,462
500	Travelers Cos Inc	27,390	27,390	36,330
614	Travelers Cos Inc	-	35,704	29,585
900	US Bancorp Del	24,123	24,123	24,670
412	United States Steel	19,052	19,052	10,902
612	Valero Energy Corp	9,871	9,871	12,883
300	Valero Energy Corp	-	6,008	6,315
1030	Verizon Communications	-	40,386	41,324
158	Viacom Inc New	6,247	6,247	7,175
250	Wal-Mart Stores Inc	12,564	12,564	14,940
400	Wal-Mart Stores Inc	-	23,676	23,904
400	Walgreen Company	12,820	12,820	13,224
548	Walgreen Company	-	18,358	18,117
17	Washington Post Co Cl B	6,980	6,980	6,406
400	Watson Pharmaceuticals Inc	19,760	19,760	24,136
125	Wellpoint Inc	9,389	9,389	8,281
904	Wells Fargo & Co	42,228	42,228	24,914
1498	Western Digital Corp	26,948	26,948	46,363
1000	Williams Cos Inc	-	31,700	33,020
280	Wilshire Bancorp Inc	5,085	5,085	1,016
215	Wisconsin Energy Cp	8,399	8,399	15,033
231	Wynn Resorts Ltd	20,498	20,498	25,523
995	Yahoo Inc	30,715	30,715	16,049
290	Zimmer Hldgs Inc	17,525	17,525	15,492
200	Zimmer Hldgs Inc	-	10,140	10,684
5	MacErich Co	143	143	253
100	Public Storage	3,088	3,088	13,446
6535.807	Strategic Advisers Core Fund	116,124	64,629	70,391
697.497	Strategic Advisers Core Fund	-	7,417	7,512
5075.995	Strategic Advisers Growth Fund	82,077	51,457	58,069
1152.759	Strategic Advisers Growth Fund	-	13,239	13,188
4786.983	Strategic Advisers Value Fund	105,857	58,517	62,375
158.959	Strategic Advisers Value Fund	-	2,185	2,071
1491.25	Strategic Advisers Emerging Markets	25,207	15,164	12,572
293.645	Strategic Advisers Emerging Markets	-	2,946	2,475
	Sub-total	3,624,447	4,616,293	4,775,204

Jatain Charitable Foundation
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Part II; Lines 10b and 10c; Investments:

# Shares	Description	Cost Beginning of Year	Cost End of Year	Fair Market Value
	Balance forward	3,624,447	4,616,293	4,775,204
2473.034	Strategic Advisers US Opp Fund	38,694	21,193	22,851
347.936	Strategic Advisers US Opp Fund	-	3,246	3,215
1897.567	Strategic Advisers Small-Mid Cap Fund	36,865	17,718	19,639
401.796	Strategic Advisers Small-Mid Cap Fund	-	4,175	4,159
12554.279	Strategic Advisers Int'l Fund	169,252	104,486	95,412
1381.537	Strategic Advisers Int'l Fund	-	11,094	10,500
224.471	Franklin Gold & Precious Metals	9,667	-	-
199.992	Fidelity Select Gold	-	10,315	8,446
1030.845	Credit Suisse Commd Retrn Strtgy	-	10,213	8,432
647.894	Merger Fund	-	10,485	10,100
598.155	Fidelity Advisor High Income	5,169	-	-
729.406	Fidelity Capital & Income	-	7,122	6,324
777.835	Fidelity High Income	-	7,132	6,720
4947.976	Fidelity Total Bond	-	53,554	54,032
1318.823	Strategic Advisers Inc Opportunites	14,011	12,197	12,331
847.422	Strategic Advisers Inc Opportunites	-	8,500	7,923
1907.058	Strategic Advisers Core Income Fund	31,293	6,554	20,158
2391.323	Strategic Advisers Core Income Fund	-	38,302	25,276
1973.501	Metropolitan West Low Duration	-	17,107	16,637
1282.672	Pimco Comodity Real ret Strat	10,287	-	-
3727.584	Pimco Total Return Admin	-	40,924	40,519
1948.943	Pimco Short Term Admin	-	19,275	18,866
1027.187	T Rowe Price High Yield Advisor	-	7,103	6,656
915.660	Templeton Global Bond Cl A	13,227	11,563	11,363
63.258	Templeton Global Bond Cl A	-	824	785
2275.656	Western Asset Core Plus	23,215	-	-
6938.950	FIMM MMKT Port Inst	-	6,939	6,939
1000	Lazard Ltd	33,003	32,997	26,110
12	Brookfiled Infrastructure Ptrs LP	234	223	332
1309	Blackstone Group LP	23,089	24,393	18,339
	Total Corporate Stock	4,032,453	5,103,927	5,237,268