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

Department of the Treasury  
Internal Revenue Service

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

**2011**

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation <b>THE ECKMAN FOUNDATION</b>		A Employer identification number <b>33 0323974</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2658 DEL MAR HEIGHT RD</b>	Room/suite <b>266</b>	B Telephone number (see instructions) <b>858-259-9230</b>
City or town, state, and ZIP code <b>DEL MAR CA 92014</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 991,842</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)	-			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1	1	1	
	4 Dividends and interest from securities	14,921	14,921	14,921	
	5a Gross rents	-			
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,781			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		-		
	8 Net short-term capital gain			-	
	9 Income modifications			-	
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) <b>FOR TAX REF.</b>	38	38	38		
12 <b>Total.</b> Add lines 1 through 11	42,471	14,960	14,960		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	4,500	4,500	4,500	4,500
	14 Other employee salaries and wages	-			
	15 Pension plans, employee benefits	-			
	16a Legal fees (attach schedule)	-			
	b Accounting fees (attach schedule)	-			
	c Other professional fees (attach schedule)	6,813	6,813	6,813	6,813
	17 Interest	-			
	18 Taxes (attach schedule) (see instructions)	-			
	19 Depreciation (attach schedule) and depletion	-			
	20 Occupancy	-			
	21 Travel, conferences, and meetings	-			
	22 Printing and publications	-			
	23 Other expenses (attach schedule)	8,501	8,501	8,501	8,501
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	19,814	19,814	19,814	19,814
	25 Contributions, gifts, grants paid	65,500			65,500
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	85,314	19,814	19,814	85,314	
27 Subtract line 26 from line 12:					
a <b>Excess of revenue over expenses and disbursements</b>	<42,843>				
b <b>Net investment income</b> (if negative, enter -0-)		-0-			
c <b>Adjusted net income</b> (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	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing . . . . .	22,790	23,527	23,527
	2	Savings and temporary cash investments . . . . .	50,802	123,691	123,691
	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 (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	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) . . . . .	766,072	786,226	784,345
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . . C.D.S.	194,900	60,000	60,279	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ . . . . . )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	1,034,571	993,444	991,842	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .			
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,034,571	993,444	

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,034,571
2	Enter amount from Part I, line 27a . . . . .	2	< 42,845
3	Other increases not included in line 2 (itemize) ▶ Adjustment to balance	3	1413
4	Add lines 1, 2, and 3 . . . . .	4	993,444
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	993,444

**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.)
<b>1a</b> See attached schedule			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em;">}</span> <span style="font-size: 0.8em;">if gain, also enter in Part I, line 7 if (loss), enter -0- in Part I, line 7</span>	<b>2</b>	29.235
<b>3</b> 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	<b>3</b>	<1454>

**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			
2009			
2008			
2007			
2006			

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	
<b>3</b> 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	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	<b>4</b>	
<b>5</b> Multiply line 4 by line 3	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	
<b>7</b> Add lines 5 and 6	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.	<b>8</b>	

**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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	N.A.	
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	N.A.	
3	Add lines 1 and 2	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	/	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5		
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	N.A.	
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	N.A.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10		
11	Enter the amount of line 10 to be. <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		<input checked="" type="checkbox"/>
1b		<input checked="" type="checkbox"/>
1c	N.A.	
2		<input checked="" type="checkbox"/>
3		<input checked="" type="checkbox"/>
4a		<input checked="" type="checkbox"/>
4b	N.A.	
5		<input checked="" type="checkbox"/>
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8a	CALIFORNIA	
8b	<input checked="" type="checkbox"/>	
9	<input checked="" type="checkbox"/>	
10		<input checked="" type="checkbox"/>

**Part VII-A Statements Regarding Activities (continued)**

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		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>WWW.COLLEGECHRISTIANLEADER.COM</u>	13	<input checked="" type="checkbox"/>	
14	The books are in care of ▶ <u>JAMES K. ECKHART</u> Telephone no. ▶ <u>858-259-9230</u> Located at ▶ <u>421 W. OCEAN VIEWS AVE DEL MAR CA</u> ZIP+4 ▶ <u>92014</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</u>			
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? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No <input checked="" type="checkbox"/>

**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
<b>1a</b>	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	1b	N.A.
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>		
<b>c</b>	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? . . . . .	1c	<input checked="" type="checkbox"/>
<b>2</b>	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)):		
<b>a</b>	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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.) . . . . .	2b	<input checked="" type="checkbox"/>
<b>c</b>	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____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>b</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.) . . . . .	3b	N.A.
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
<b>b</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	<input checked="" type="checkbox"/>

**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)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here  Yes  No

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?  Yes  No

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

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?  Yes  No

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?  Yes  No

**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
<i>Please SEE ATTACHED LIST</i>				

**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
<i>NONE</i>				

Total number of other employees paid over \$50,000  Yes  No

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

**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 Scholarship to college students	
2 Donations for educational efforts	
3	
4	

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

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

Amount

1 NONE	
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	807,357
b	Average of monthly cash balances . . . . .	1b	23,158
c	Fair market value of all other assets (see instructions) . . . . .	1c	128,524
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d	958,799
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e	-
2	Acquisition indebtedness applicable to line 1 assets . . . . .	2	-
3	Subtract line 2 from line 1d . . . . .	3	958,799
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	4	14,382
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	944,417
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	47,221

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

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	1a	85,314
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	85,314
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	-
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	85,314

**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)

*N.A.*

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				
<b>2</b> Undistributed income, if any, as of the end of 2011:				
<b>a</b> Enter amount for 2010 only . . . . .				
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006 . . . . .				
<b>b</b> From 2007 . . . . .				
<b>c</b> From 2008 . . . . .				
<b>d</b> From 2009 . . . . .				
<b>e</b> From 2010 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ _____				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .				
<b>d</b> Applied to 2011 distributable amount . . . . .				
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007 . . . . .				
<b>b</b> Excess from 2008 . . . . .				
<b>c</b> Excess from 2009 . . . . .				
<b>d</b> Excess from 2010 . . . . .				
<b>e</b> 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)

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

Tax year	Prior 3 years			(e) Total	
	(a) 2011	(b) 2010	(c) 2009		(d) 2008
b 85% of line 2a . . . . .	0	0	0	7008	7009
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .	0	0	0	5958	5958
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .	85,314	83,398	43,924	68,042	275,678
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:	85,314	83,398	43,924	63,042	275,678
a "Assets" alternative test—enter:					
(1) Value of all assets . . . . .	991,842	1,100,251	1,023,387	921,868	4,037,346
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test—enter % 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))

JAMES K. + HELEN L. ECKMANN

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

None

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

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

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

JAMES K. ECKMANN 2658 DEL MAR HEIGHTS AVE #266 DEL MAR, CA 92014 858-244-2330

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

481-0848 Application Forms - prescribed

- c Any submission deadlines:

MAY 21, 2012 (FOR 2012-13 SCHOOL YEAR)

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

TO FURTHER EDUCATION OF CHRISTIAN LEADERS IN CALIFORNIA, OREGON + WASHINGTON

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year</p> <p>PLEASE SEE ATTACHED LIST. THE PURPOSE OF THE SCHOLARSHIPS IS TO ASSIST RECIPIENTS WITH PAYMENT OF SCHOOL TUITION &amp; BOOKS.</p>				
<b>Total</b>				<b>3a</b>
<p>b Approved for future payment</p> <p>NONE A/O 12-31-11</p>				
<b>Total</b>				<b>3b</b>





990PF

PART I, Line 16c, "Other Prof'l Fees"

CARMEL CAPITAL - INVESTMENT ADVISOR	\$ 3,396
MORCON GLOBAL ADVISORS " "	<u>3,417</u>
	\$ 6,813

PART I, Line 23 "Other Expenses"

1) POSTAGE, INCLUDING BOX RENTAL	\$ 623
2) FILING FEES (STATE AGENCIES)	35
3) INSURANCE	1,586
4) BOARD MEETINGS	3,801
5) I.T. (CONSULTANT, WEB SITE, ETC)	1,649
6) BANK CHARGES	110
7) FOREIGN TAXES PAID	253
8) COPIES, DUPLICATING	249
9) MSC	155

TOTAL \$ 8,501

**Part VIII, Form 990PF: List of Directors and Officers.**

<b>Names and addresses</b>	<b>Title/ Hours/week</b>	<b>Compensation</b>
James K. Eckmann 421 W. Ocean View Ave Del Mar, CA 92014	Director/4	\$500
Helen L. Eckmann Same Address as James	Director/2	500
Kara K. Powell 2011 E. Woodlyn Rd Pasadena, CA 91104	Director/1	500
David Powell Same Address as Kara	Director/1	500
Matthew J. Eckmann 5505 E. Evergreen Blvd #114 Vancouver, WA 98661	Director/1	500
Laura G. Galloway 12428 Carmel Cape San Diego, CA 92130	Director/1	500
Keith Galloway Same Address as Laura	Director/1	500
James B. Hays 4031 Cadden Way San Diego, CA 92117	Director/1	500
Sharla Hays Same Address as James	Director/1	500

**None of the above received any expense account or other allowances. No contributions were made on behalf of any of the above to employee benefit plans or deferred compensation.**

## List of Awards 2011

Jennifer Arragon 10-15-11  
5897 NW 174<sup>th</sup> Ave.  
Portland, OR 97229 \$1,000 ✓

Megan Armentrout ok 8-8-11  
106 Macoupin St.  
Shipman, IL 62685 \$2,000 ✓

Deanna Bautista \* 8-8-11  
664 W. Howard Street  
Pasadena, CA 91103 \$1,000 ✓

Ryan Bell ok 8-8-11  
2516 S. Columbine St.  
Denver, CO 80210 \$2,000 ✓

Deborah Bishop  
13904 Hibiscus Ave  
Poway, CA 92064

Emily Briggs 8-13-11  
3142 Idlewild Way  
San Diego, CA 92117 \$2,000 ✓

Sean Brohmer Hansen 8-24-11  
21752 Hermosa Lane  
Trabuco Canyon, CA 92679 \$1,500 ✓

Karly A. Cable ok 8-8-11  
P.O. Box 353  
Running Springs, CA 92382 \$1,000 ✓

Theresa Chumacero ok 8-8-11  
12535 Wasson Ct.  
Chino, CA 91710 \$2,000 ✓

Sean Condon ok 8-8-11  
463 Palm Ave.  
San Jacinto, CA 92582 \$2,000 ✓

Sarah Dalton 8-26-11  
3866 E. Whitmore Ave.  
Ceres, CA 95307 \$1,000 ✓

Syon Davis 8-17-11  
49 Redrock Lane \$2,000 ✓  
Pomona, CA 91766

Lora Donaldson ok 8-8-11  
2705 Moorelands Ave. NW \$1,500 ✓  
Gig Harbor, WA 98335

Catherine N. Eke 8-8-11  
9211 NE 15<sup>th</sup> Ave. #257 \$3,000 ✓  
Vancouver, WA 98665

John Fenton ok 8-8-11  
651 Titan Dr. #270 \$2,500 ✓  
Fullerton, CA 92831  
~~Marysville, WA 98270~~

David B. Geis ok 8-8-11  
7536 E. Twinleaf Trail \$2,000 ✓  
Orange, CA 92869

Audrey Harrison 8-22-11  
6425 40<sup>th</sup> St. Ct. NW \$1,500 ✓  
Gig Harbor, WA 98335

Curtis Isozaki ok 8-8-11  
14515 Cabinda Dr. \$1,000 ✓  
Hacienda Heights, CA 91745

Sean Johnson 8-9-11  
6641 S. Wellington Ct. \$1,500 ✓  
Centennial, CO 80121

Jason Lee 8-9-11  
2320 Yosemite Dr. \$2,000 ✓  
Los Angeles, CA 90041

Sarah Lindersmith 8-9-11  
2908 Whispering Lakes Ln. #7 \$2,000 ✓  
Ontario, CA 91761

Jacob Marthaller 8-8-11  
2220 E. Chapman #40 \$2,000 ✓  
Fullerton, CA 92831

Thomas Messinger 8.13-11  
1211 Stonehenge Dr.  
San Dimas, CA 91773 \$2,500 ✓

Danae Sotzin 8-9-11  
4735 Aldrich Dr. South  
Prescott, AZ 86305 \$2,500 ✓

Olena Mukomal 9-28-11  
30126 41<sup>st</sup> Ave. S  
Auburn, WA 98001 \$2,000 ✓

Danielle Valdes 8-9-11  
14058 24th Ave NE  
Seattle, WA 98125 \$2,000 ✓

Raymond Muniss OK 8-8-11  
c/o Asbury Theological Seminary  
204 N. Lexington Ave.  
Wilmore, KY 40390 \$1,500 ✓

Dustin Williams 8-17-11  
527-960 Little Valley Rd.  
McArthur, CA 96056 \$2,000 ✓  
↓  
\$1,500

Maegan Newell OK 8-8-11 / 9-10-11  
8706 Longden Ave  
San Gabriel, CA 91775 \$2,000 ✓ RE-ISSUED

Chinh Thuy Nguyen 9-5-11  
9181 Trask Ave. #5  
Garden Grove, CA 92844 \$2,000 ✓

FULLER THEOLOGICAL  
SEMINARY  
PASADENA, CA \$5,000

Jennifer O'Grady 8-9-11  
496 NW 21<sup>st</sup> Street  
Pendleton, OR 97801 \$1,000 ✓

Christina Paz 8-19-11  
2256 Delvin Way  
South San Francisco, CA 94080 \$1,000 ✓

Judith Ramos 12/2/11  
400 N. Pierce St.  
Kittitas, WA 98934 \$1,000 ✓

Ignacio Reyes OK 8-8-11  
78 Avenida Espana  
San Jose, CA 95139 \$2,000 ✓

Saul Salmeron 10-5-11  
1749 Hauser Blvd.  
Los Angeles, CA 90019 \$1,000 ✓

Amaris Santos OK 8-8-11  
9895 Eugenia Ave  
Fontana, CA 92335 \$2,000 ✓

January 17, 2012

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

ECKMANN FOUNDATION  
Pmb 266  
2658 Del Mar Heights Road  
Del Mar, CA 92014

**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term		Long Term		Total Long Gains	Total Gains
						Gains	Losses	Gains Pre-5/6	Gains Post-5/5		
AZZ Inc	05/14/2009	08/30/2011	150 0	7,235 10	4,540 68			2,694 42		2,694 42	2,694 42
Beckman Coulter Inc	12/01/2009	06/27/2011	150 0	12,515 05	9,893 49			2,621 56		2,621 56	2,621 56
Cytec Industries Inc	01/29/2008	11/16/2011	150 0	6,897 45	7,804 96			-907 51		-907 51	-907 51
Flagstone Reinsurance Hol	10/14/2009	03/08/2011	550 0	6,257 63	6,576 61			-318 98		-318 98	-318 98
Flowerserve Corp	02/02/2010	04/28/2011	25 0	3,228 25	2,403 62			824 63		824 63	824 63
Flowerserve Corp	02/02/2010	08/23/2011	50 0	4,258 08	4,807 25			-549 17		-549 17	-549 17
			<u>75 0</u>	<u>7,486 33</u>	<u>7,210 87</u>			<u>275 46</u>		<u>275 46</u>	<u>275 46</u>
LSB Industries Inc	12/14/2009	01/07/2011	300 0	8,426 70	4,017 51			4,409 19		4,409 19	4,409 19
LSB Industries Inc	12/14/2009	04/25/2011	100 0	4,037 95	1,339 17			2,698 78		2,698 78	2,698 78
LSB Industries Inc	12/14/2009	06/15/2011	100 0	4,315 79	1,339 17			2,976 62		2,976 62	2,976 62
			<u>500 0</u>	<u>16,780 44</u>	<u>6,695 85</u>			<u>10,084 59</u>		<u>10,084 59</u>	<u>10,084 59</u>
Mindray Medical Internatio	11/25/2009	08/10/2011	200 0	4,297 41	5,874 95			-1,577 54		-1,577 54	-1,577 54
Mindray Medical Internatio	05/11/2010	08/10/2011	100 0	2,148 71	3,240 49			-1,091 78		-1,091 78	-1,091 78
			<u>300 0</u>	<u>6,446 12</u>	<u>9,115 44</u>			<u>-2,669 32</u>		<u>-2,669 32</u>	<u>-2,669 32</u>
Orion Marine Group Inc	08/08/2007	05/05/2011	400 0	3,893 66	5,688 00			-1,794 34		-1,794 34	-1,794 34
PriceSmart, Inc	05/08/2006	09/07/2011	100 0	6,569 80	1,154 20			5,415 60		5,415 60	5,415 60
PriceSmart, Inc	05/08/2006	10/04/2011	100 0	5,908 80	1,154 20			4,754 60		4,754 60	4,754 60

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

ECKMANN FOUNDATION

**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains Pre-5/6	Long Term Gains Post-5/5	Total Long Gains	Total Gains
PriceSmart, Inc	05/08/2006	11/18/2011	100 0	6,377 71	1,154 20		5,223 51	5,223 51	5,223 51	5,223 51
			300 0	18,856 31	3,462 60		15,393 71	15,393 71	15,393 71	15,393 71
Rowan Companies Inc	05/05/2009	03/08/2011	50 0	2,072 15	862 28		1,209 87	1,209 87	1,209 87	1,209 87
Sketchers USA, Inc	08/18/2010	02/18/2011	200 0	4,332 51	5,805 89	-1,473 38				-1,473 38
Sketchers USA, Inc	12/16/2010	02/18/2011	100 0	2,166 26	2,146 88	19 38				19 38
			300 0	6,498 77	7,952 77	-1,454 00				-1,454 00
Superior Energy Services I	09/15/2008	07/11/2011	100 0	3,804 84	3,364 31		440 53	440 53	440 53	440 53
Televisa Grupo SA	05/12/2004	01/19/2011	100 0	2,533 44	1,006 40		1,527 04	1,527 04	1,527 04	1,527 04
Tutor Perini Corp	09/13/2005	05/17/2011	300 0	6,077 06	5,398 67		678 39	678 39	678 39	678 39
Short Term Gains				6,498 77	7,952 77	-1,454 00				
Long Term Gains Pre-5/6								29,235 42	29,235 42	
Long Term Gains Post-5/5				100,855 58	71,620 16					
Total Long Gains				100,855 58	71,620 16				29,235 42	
Total (Sales)				107,354 35	79,572 93	-1,454 00	29,235 42	29,235 42	29,235 42	27,781 42
<b>Total Gains</b>						<b>-1,454.00</b>	<b>29,235.42</b>	<b>29,235.42</b>	<b>29,235.42</b>	<b>27,781.42</b>

January 10, 2012

**Portfolio Statement**

As of 12/31/2011

ECKMANN FOUNDATION

Pmb 266

2658 Del Mar Heights Road

Del Mar, CA 92014

<u>Weight</u>	<u>Description</u>	<u>Quantity</u>	<u>Cost Basis</u>	<u>Unit Cost</u>	<u>Current Value</u>	<u>Current Price</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>	<u>Current Yield</u>
<b>Equities</b>									
3.6%	Aspen Insurance Holdings Lt	450	10,954.77	24.344	11,925.00	26.500	970.23	8.9%	2.3%
2.4%	Atwood Oceanics Inc	200	7,254.07	36.270	7,958.00	39.790	703.93	9.7%	0.0%
3.5%	Avago Technologies Ltd	400	8,806.39	22.016	11,544.00	28.860	2,737.61	31.1%	1.7%
1.9%	AXT Inc	1,500	10,148.08	6.765	6,255.00	4.170	(3,893.08)	-38.4%	0.0%
1.9%	Cabot Corporation	200	8,494.17	42.471	6,428.00	32.140	(2,066.17)	-24.3%	2.2%
3.0%	Canadian Western Bank	400	9,133.07	22.833	10,128.00	25.320	994.93	10.9%	2.3%
3.7%	Circor International, Inc	350	9,655.30	27.587	12,358.50	35.310	2,703.20	28.0%	0.4%
3.0%	East West Bancorp, Inc	500	9,703.81	19.408	9,875.00	19.750	171.19	1.8%	1.0%
2.3%	Energys	300	7,509.88	25.033	7,791.00	25.970	281.12	3.7%	0.0%
4.1%	Exponent Inc	300	1,652.80	5.509	13,791.00	45.970	12,138.20	734.4%	0.0%
2.0%	Finsar Corporation	400	9,555.88	23.890	6,698.00	16.745	(2,857.88)	-29.9%	0.0%
3.3%	Graitech International Ltd	800	11,024.31	13.780	10,920.00	13.650	(104.31)	-0.9%	0.0%
3.3%	Haynes International Inc.	200	9,989.57	49.948	10,920.00	54.600	930.43	9.3%	1.6%
2.0%	Intrepid Potash Inc	300	8,804.17	29.347	6,789.00	22.630	(2,015.17)	-22.9%	0.0%
2.1%	LMI Aerospace Inc	400	6,388.07	15.970	7,020.00	17.550	631.93	9.9%	0.0%
2.5%	LSB Industries Inc	300	4,017.50	13.392	8,409.00	28.030	4,391.50	109.3%	0.0%
2.8%	Oceaneering Intl Inc	200	4,590.41	22.952	9,226.00	46.130	4,635.59	101.0%	1.3%
4.9%	Precision Castparts Corp	100	1,345.90	13.459	16,479.00	164.790	15,133.10	1124.4%	0.1%
6.3%	PriceSmart, Inc	300	3,462.60	11.542	20,877.00	69.590	17,414.40	502.9%	1.7%
3.1%	RBC Bearings Inc	250	5,662.27	22.649	10,425.00	41.700	4,762.73	84.1%	0.0%
1.4%	Rofin-Sinar Technologies	200	3,279.63	16.398	4,570.00	22.850	1,290.37	39.3%	0.0%
2.9%	Ross Stores Inc	200	1,452.07	7.260	9,506.00	47.530	8,053.93	554.7%	1.9%
1.8%	Rowan Companies Inc	200	3,449.12	17.246	6,066.00	30.330	2,616.88	75.9%	0.0%
2.5%	Schnitzer Steel Inds	200	9,002.72	45.014	8,456.00	42.280	(546.72)	-6.1%	0.2%
2.6%	Superior Energy Services Inc	300	9,167.32	30.558	8,532.00	28.440	(635.32)	-6.9%	0.0%
1.3%	Televisa Grupo SA	200	2,012.79	10.064	4,212.00	21.060	2,199.21	109.3%	0.7%
2.3%	Titan International Inc	400	8,644.67	21.612	7,784.00	19.460	(860.67)	-10.0%	0.0%
1.5%	Total Energy Services Inc	300	5,164.03	17.213	5,114.52	17.048	(49.51)	-1.0%	0.9%
3.4%	Universal Stainless & Alloy P	300	10,652.48	35.508	11,208.00	37.360	555.52	5.2%	0.0%
81.4%			200,977.85		271,265.02		70,287.17	35.0%	0.7%
<b>Cash and Money Funds</b>									
18.6%	Money Market Fund		62,014.27		62,014.27				0.2%
100.0%			262,992.12		333,279.29		70,287.17	26.7%	0.6%



2011 Unrealized Gains & Losses Report  
for  
Eckmann Foundation account

CUSIP	Face Value	Description	Original Maturity Date	Purchase Date	Purchase Settlement Date	Purchase Price	Original Cost Basis	Amortized Cost Basis as of 12/31/11	Price as of 12/31/2011	Market Value as of 12/31/2011	Unrealized Gain/(Loss) as of 12/31/2011
87164DAA8	\$30,000.00	Synovus Bank DTC CD	6/19/2012	8/23/2010	8/26/2010	\$100.00	\$30,000.00	\$30,000.00	\$100.241	\$30,072.30	\$72.30
880440DP4	\$30,000.00	Tennessee Commerce Bank DTC CD	7/2/2012	12/23/2009	12/31/2009	\$100.00	\$30,000.00	\$30,000.00	\$100.690	\$30,207.00	\$207.00

Total Unrealized Gain/(Loss) \$279.30

**Unrealized Positions**

**As of: 12/31/2011**

<b>Long Investments Security Name   Symbol</b>	<b>Shares</b>	<b>Cost/shar</b>
DFA EMERGING MARKETS VALUE (DFEVX)	256 975	\$36.72
DFA EMG MKTS SMALL CAP PORT (DEMSX)	362.526	\$20.05
DFA INTERNATIONAL SMALL COM (DFISX)	1,474 05	\$17.11
DFA INTERNATIONAL SMALL CAP (DISVX)	317.288	\$17.90
DFA TAX MANAGED US TARGETED (DTMVX)	673.028	\$20.11
DFA TAX MGD US SMALL CAP FD (DFTSX)	1,539 80	\$21.55
DFA TAX MNGD US EQTY FD (DTMEX)	18,571 39	\$14.19
DFA TAX-MANAGED INTERNATION (DTMIX)	1,603 72	\$16.88
DFA TAX-MANAGED US MARETWID (DFMVX)	3,829 36	\$15.47
DWS EAFE EQUITY INDEX.FD (BTAEX)	7,646 58	\$14.83
SSGA EMERGING MKTS FD (SSEMXX)	1,232 75	\$22.37
<b>TOTAL</b>		

As of: 12/31/2011

Unrealized Positions

Long Investments Security Name   Symbol	Shares	Orig. Cost	WS Adj	Mkt. Price	Mkt. Value	ST Gain/Loss	LT Gain/Loss	% Change
DFA EMERGING MARKETS VALUE (DFEVX)	250.07	\$9,436.08		\$25.96	\$6,671.07	(\$96.32)	(\$2,688.71)	-28.3
DFA EMG MKTS SMALL CAP PORT (DEMSX)	302.44	\$7,288.80		\$17.83	\$6,463.84	(\$34.04)	(\$770.83)	-11.07
DFA INTERNATIONAL SMALL COM (DFISX)	1,474.05	\$25,221.08		\$13.84	\$20,400.89	(\$230.04)	(\$4,590.15)	-10.11
DFA INTERNATIONAL SMALL CAP (DISVX)	117.21	\$5,680.73		\$13.58	\$4,308.77	(\$68.54)	(\$1,312.41)	-24.18
DFA TAX MANAGED US TARGETED (DTMVX)	27.11	\$13,531.63		\$20.09	\$13,521.13	(\$0.07)	(\$10.42)	-0.08
DFA TAXMGD US SMALL CAP FD (DFTSX)	1,111.11	\$33,189.81		\$22.08	\$33,080.74	\$5.51	\$803.39	2.41
DFA TAX MNGD US EQTY FD (DTMEX)	10,711.11	\$263,595.86		\$13.48	\$250,342.36	(\$100.77)	(\$13,053.73)	-5.03
DFA TAX-MANAGED INTERNATIONAL (DTMIX)	1,111.11	\$27,078.20		\$12.11	\$10,431.05	(\$240.58)	(\$7,416.59)	-28.28
DFA TAX-MANAGED US MARKETWID (DI INVX)	1,111.11	\$59,230.01		\$13.01	\$52,003.40	(\$00.35)	(\$6,259.72)	-10.73
DWS-EAFE EQUITY INDEX FD (DIAFX)	1,111.11	\$113,433.00		\$10.70	\$102,600.00	(\$110.00)	(\$30,807.28)	-27.26
SSGA EMERGING MKTS FD (SSEMX)	1,111.11	\$27,573.45		\$17.00	\$22,177.52	(\$80.01)	(\$5,309.21)	-19.57
<b>TOTAL</b>		<b>\$688,247.65</b>			<b>\$512,098.08</b>	<b>(\$1,158.01)</b>	<b>(\$71,395.76)</b>	<b>-12.4</b>

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