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

2011

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

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

Name of foundation Berneice U.Lynn Foundation		A Employer identification number 33-0555611
Number and street (or P O box number if mail is not delivered to street address) 1901 Camino Vida Roble		B Telephone number (see the instructions) (760) 242-3241
City or town Carlsbad	State ZIP code CA 92998	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 checked="" 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, column (c), line 16) \$ 1,857,532.	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)
1 Contributions, gifts, grants, etc, received (att sch)	0.			
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	19.			
4 Dividends and interest from securities	2,536.			
5a Gross rents	135,180.			
b Net rental income or (loss)	91,321.			
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
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 and allowances				
b Less: Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
Gains (Losses) on Sales	-10,300.			
12 Total. Add lines 1 through 11	127,435.	0.	0.	
13 Compensation of officers, directors, trustees, etc	45,750.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) L-16a Stmt	6,410.			
16b Accounting fees (attach sch) L-16b Stmt	15,825.			
17 Other prof fees (attach sch)				
18 Interest				
18 Taxes (attach schedule)(see instr's) See Line 18 Stmt	27,294.			
19 Depreciation (attach sch) and depletion	41,777.			
20 Occupancy				
21 Travel, conferences, and meetings	3,117.			
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	34,814.			
24 Total operating and administrative expenses. Add lines 13 through 23	174,987.			
25 Contributions, gifts, grants paid	56,082.			
26 Total expenses and disbursements. Add lines 24 and 25	231,069.			
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-103,634.			
b Net investment income (if negative, enter -0-)		0.		
c Adjusted net income (if negative, enter -0-)			0.	

REVENUE
ADMINISTRATIVE EXPENSES
SCANNED SEP 10 2012

RECEIVED
SEP 10 2012
COMMUNICATIONS SECTION

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					
	2	Savings and temporary cash investments			33,027.	136,265.	136,265.
	3	Accounts receivable	1,132.				
		Less: allowance for doubtful accounts				1,132.	1,132.
	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 sch)					
		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) L-10b Stmt			258,044.	143,044.	129,029.
	c	Investments – corporate bonds (attach schedule)					
	11	Investments – land, buildings, and equipment: basis	1,024,699.				
	Less: accumulated depreciation (attach schedule) L-11 Stmt	638,724.		414,666.	385,975.	1,250,000.	
12	Investments – mortgage loans L-12 Stmt			49,298.	53,241.	53,241.	
13	Investments – other (attach schedule) L-13 Stmt				2,865.	2,865.	
14	Land, buildings, and equipment: basis	250,000.					
	Less: accumulated depreciation (attach schedule) L-14 Stmt	0.		250,000.	250,000.	250,000.	
15	Other assets (describe Vacant Lot)			72,177.	72,177.	35,000.	
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)			1,077,212.	1,044,699.	1,857,532.	
LIABILITIES	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe L-22 Stmt)			2,500.	37,500.	
	23	Total liabilities (add lines 17 through 22)			2,500.	37,500.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>						
	24	Unrestricted			1,074,712.	1,007,199.	
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, building, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)			1,074,712.	1,007,199.		
31	Total liabilities and net assets/fund balances (see instructions)			1,077,212.	1,044,699.		

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	1,074,712.
2	Enter amount from Part I, line 27a	2	-103,634.
3	Other increases not included in line 2 (itemize) See Other Increases Stmt	3	36,121.
4	Add lines 1, 2, and 3	4	1,007,199.
5	Decreases not included in line 2 (itemize) See Other Decreases Stmt	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) –Part II, column (b), line 30	6	1,007,199.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a Common Stock	P	Various	Various
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 0.		0.	-10,300.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-10,300.
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	-10,300.
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	-10,300.

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

(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 (column (b) divided by column (c))
2010	29,780.	1,666,820.	0.017866
2009	87,541.	1,261,344.	0.069403
2008	113,093.	1,417,064.	0.079808
2007	104,279.	1,428,250.	0.073012
2006	97,649.	1,299,020.	0.075171

2 Total of line 1, column (d)	2	0.315260
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	0.063052
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,750,000.
5 Multiply line 4 by line 3	5	110,341.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6.	7	110,341.
8 Enter qualifying distributions from Part XII, line 4	8	56,082.

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)

1 a 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 instrs)			
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	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	0.
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	0.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a		
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		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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		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? Website address ▶ <u>www.LynnFoundation.org</u>	13	X	
14	The books are in care of ▶ <u>Michael G. Perdue, Trustee</u> Telephone no. ▶ <u>(760) 930-9668</u> Located at ▶ <u>1901 Camino Vida Roble Ste 110, Carlsbad, CA</u> ZIP + 4 ▶ <u>92008</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?	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? <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? (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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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?	1c	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	2b	X
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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.)	3b	X
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 propoganda, 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

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? 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? Yes No

If 'Yes' to 6b, file Form 8870.

6b

X

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

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
Michael G Perdue 1901 Camino Vida Roble Carlsbad CA 92008	Trustee 4.00	42,000.	0.	0.
Donald Bigler 1901 Camino Vida Roble Carlsbad CA 92008	Trust Cmtee 0.25	1,250.	0.	0.
Larry Skinner 1901 Camino Vida Roble Carlsbad CA 92008	Trust Cmtee 0.25	1,250.	0.	0.
William Newman 1901 Camino Vida Roble Carlsbad CA 92008	Trust Cmtee 0.25	1,250.	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				
0				
0				
0				
0				

Total number of other employees paid over \$50,000

None

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 None

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 <u>Scholarships to Students at a variety of universities and colleges. Monies are paid directly to schools for the benefit of students.</u>	55,830.
2 <u>Assistance League, a 501 (c) (3) charity - provides clothing and school supplies to needy children.</u>	0.
3 <u>Purchases made to assist Handicapped person</u>	252.
4 <u>Lucerne Valley Pool a 501 (c) (3) charity Provides activities and jobs for needy children in a needy community</u>	0.

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

BAA

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	1 a	1,600,000.
b	Average of monthly cash balances	1 b	200,000.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	1,800,000.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,800,000.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	50,000.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,750,000.
6	Minimum investment return. Enter 5% of line 5	6	87,500.

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	87,500.
2a	Tax on investment income for 2011 from Part VI, line 5	2 a	0.
b	Income tax for 2011. (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	87,500.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	87,500.
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	87,500.

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	1 a	56,082.
b	Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	56,082.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	56,082.

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				0.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	97,813.			
b From 2007	105,090.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	202,903.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ _____				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	202,903.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
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)	97,813.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	105,090.			
10 Analysis of line 9:				
a Excess from 2007	105,090.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	0.			

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

1 a 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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2 a 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					
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 organization 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).)
 None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
 None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:
 Check here if the 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:
 Michael G Perdue
 1901 Camino Vida Roble
 Carlsbad CA 92008 (760) 242-3241

b The form in which applications should be submitted and information and materials they should include:
 Forms and Instructions are found at www.LynnFoundation.net

c Any submission deadlines:
 Variable. See instructions at www.LynnFoundation.net

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
 Resident or Student of or local to CA High Desert

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Real Property Taxes	26,205.			
Other Taxes	1,089.			

Total 27,294.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Advertising	72.			
Bank Charges	119.			
Insurance	3,183.			
Office Misc	4,354.			
Rental Prop Expense	24,242.			
Miscellaneous Expense	2,844.			

Total 34,814.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

Prior year contained errors on Lines		
II 10b (FMV not BV used) and		
II 11 (only current yr depreciation used)		
Other Gains		36,121.

Total 36,121.

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

Depreciation		
Other Asset Value Losses		

Total

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
L&P Fees:Other	Litigation	6,410.			

Total 6,410.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Palomar Pacific	Bkkeepg & Taxes	15,825.			
Total		<u>15,825.</u>			

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Marketable Securities - Morgan Stanley	0.	0.
Marketable Securities - Merrill Lynch	0.	0.
TD Ameritrade	143,044.	129,029.
Total	<u>143,044.</u>	<u>129,029.</u>

Form 990-PF, Page 2, Part II, Line 12

L-12 Stmt

Line 12 - Investments - Mortgage loans:	End of Year	
	Book Value	Fair Market Value
Notes Receivable (Feherty)	53,241.	53,241.
Total	<u>53,241.</u>	<u>53,241.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
PXP (Stocker)	2,865.	2,865.
Total	<u>2,865.</u>	<u>2,865.</u>

Form 990-PF, Page 2, Part II, Line 11

L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Lynn Building AV CA (-Lot)	1,008,342.	632,181.	376,161.
Equipment	16,357.	6,543.	9,814.

Form 990-PF, Page 2, Part II, Line 11

Continued

L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Total	<u>1,024,699.</u>	<u>638,724.</u>	<u>385,975.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Lot Only - Lynn Building AV CA	250,000.	0.	250,000.
Total	<u>250,000.</u>	<u>0.</u>	<u>250,000.</u>

Form 990-PF, Page 2, Part II, Line 22

Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Short Term Loan		35,000.
Rent Deposits	2,500.	2,500.
Total	<u>2,500.</u>	<u>37,500.</u>

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August 15, 2012
Cash Basis

Lynn Foundation Scholarship Detail Report January through December 2011

Date	Name	Memo	Paid Amount
1/12/2011	Cal State Dominguez Hills	Yelena Ko	680 00
1/12/2011	Cal State Polytechnic University - P ..	Kylie John	720 00
1/12/2011	Cal State Polytechnic University - P ..	Celia Ben	760 00
1/12/2011	Cal State Polytechnic University - P ..	Steven Se	200 00
1/12/2011	Cal State Fullerton	Frank Gut	180.00
1/12/2011	Cal State Fullerton	Stacie Sea	340 00
1/12/2011	California State University-Long Bea.	Gavn Sar	320 00
1/12/2011	California State University-Long Bea .	Dustin Po	560 00
1/12/2011	California State University-Long Bea	Melissa C	380 00
1/12/2011	Barstow Community College	Enca Carr	680 00
1/12/2011	University of California-Irvine	Katie Jayn	260 00
1/12/2011	Sonoma State University	Michelle B	200.00
1/12/2011	Simpson Unversity	Jordan Va	320 00
1/12/2011	Hastings College	Emily Joh	520 00
1/12/2011	Point Loma Nazarene University	Alana Bro	640 00
1/12/2011	Musicians Institute	Michael S	760 00
1/12/2011	University of Nevada Las Vegas	Cortney M	640 00
1/12/2011	University of California-Los Angeles	Alyxandra	480 00
1/12/2011	Victor Valley College	Jaqueline	260 00
1/12/2011	Victor Valley College	Ivan Pinto	720 00
1/12/2011	Victor Valley College	Nina Koles	720 00
1/12/2011	Victor Valley College	Sarah Cor	600 00
1/12/2011	Victor Valley College	Zaqueri B	280 00
1/12/2011	Victor Valley College	Kerry Stra	520 00
1/12/2011	Victor Valley College	Averie Mo	720 00
1/12/2011	Victor Valley College	Letitia Sea	560 00
1/12/2011	Victor Valley College	Zachary M	400 00
1/12/2011	Victor Valley College	Kelley Slo	200 00
1/12/2011	San Joaquin Valley College	Cynthia Ib	760.00
1/12/2011	University of California-San Diego	Victoria W	220 00
1/12/2011	University of California-San Diego	Matthew G	720 00
1/12/2011	California State University-San Bern .	Lyla Bents	1,280 00
1/12/2011	California State University-San Bern...	Cameron A	360 00
1/12/2011	California State University-San Bern	Celia Flore	560 00
1/12/2011	California State University-San Bern	Ashleigh C	440 00
1/12/2011	California State University-San Bern	Enca Wal	240 00
1/12/2011	California State University-San Bern	Stephanie	760 00
1/12/2011	California State University-San Bern...	Tereneh K	240 00
1/12/2011	Azusa Pacific Unversity	Victoria G	280 00
1/12/2011	Azusa Pacific Unversity	Kaitlin Un	800 00
1/12/2011	California University of Pennsylvania	Cheryl Eas	0 00
1/12/2011	San Diego State University	Amber Wi	480 00
1/12/2011	San Diego State University	Miranda V	760 00
1/12/2011	San Diego State University	Lauren Br	520 00
1/12/2011	University of California-Riverside	Natalya K	260 00
1/12/2011	University of California-Riverside	Enc Payne	640 00
1/12/2011	University of California-Riverside	Kendall Ba	240 00
1/12/2011	University of California-Riverside	Kimberly P	760 00
1/12/2011	University of California-Riverside	Kyle McKe	280 00
1/12/2011	California State University-San Marc	Stephanie	260 00
1/12/2011	University of Redlands	Donald Ob	240 00
1/12/2011	University of Redlands	Heather S	260 00
1/12/2011	The Masters College	Andrew C	760 00
1/12/2011	The Masters College	Brett Twg	800 00
1/12/2011	University of Southern California	Alec Hutc	400 00
1/12/2011	University of Southern California	Justin Eas	600 00
1/12/2011	Biola University	Samuel Si	300 00
1/12/2011	Biola University	Hannah M	340 00
1/12/2011	Biola University	Adrienne n	760 00
1/12/2011	Liberty Unversity	Tyler Mas	340 00
1/12/2011	Anzona State University	Bnanna R	440 00
1/12/2011	Creighton University	Brittany M	400 00
1/12/2011	Oklahoma State University	Tyler McG	480.00
1/12/2011	University of California-Berkeley	Sarah Sch	640 00
1/12/2011	University of Illinois - Urbana Cham	Colin Willi	480 00
1/12/2011	Georgetown University	Jarus Nyt	640 00
1/12/2011	Cal State San Bernardino	return of s	-340 00

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August 15, 2012
Cash Basis

Lynn Foundation Scholarship Detail Report January through December 2011

Date	Name	Memo	Paid Amount
6/8/2011	Cal State Fullerton	reimb for S	-340.00
8/30/2011	California State University-Long Bea	Gavn Sant	87.50
8/30/2011	California State University-Long Bea	Melissa Ca	287.50
8/30/2011	California State University-Long Bea	Victoria Lu	387.50
8/30/2011	California State University-Long Bea...	Matthew Ro	412.50
8/30/2011	California State University-Long Bea	Tiffany Ho	450.00
8/30/2011	Bngnam Young University	Nolan And	0.00
8/30/2011	University of California-Irvine	Katie Jayn	375.00
8/30/2011	University of California - Santa Cruz	Alex Borow	87.50
8/30/2011	California State University-Northridge	Lauren Cha	87.50
8/30/2011	Cermtos College	Chelsea Co	387.50
8/30/2011	Point Loma Nazarene University	Alaina Bld	362.50
8/30/2011	Musicians Institute	Michael Sg	87.50
8/30/2011	University of La Verne	Gabriela E	87.50
8/30/2011	University of California-Los Angeles	Vanessa F	475.00
8/30/2011	University of California-Los Angeles	Jessica Fre	362.50
8/30/2011	University of California-Los Angeles	Jesse Rold	387.50
8/30/2011	University of California-Los Angeles	Fatima Uro	412.50
8/30/2011	University of California-Los Angeles	Hannah Va	175.00
8/30/2011	Victor Valley College	Lauren But	175.00
8/30/2011	Victor Valley College	Jeremy Est	362.50
8/30/2011	Victor Valley College	Rachel Mc	62.50
8/30/2011	Victor Valley College	Megan Mod	175.00
8/30/2011	Victor Valley College	Debra New	175.00
8/30/2011	Victor Valley College	Kery Strav	337.50
8/30/2011	Victor Valley College	Patncia W	412.50
8/30/2011	Victor Valley College	Omar Rodn	87.50
8/30/2011	Victor Valley College	Zachary M	337.50
8/30/2011	Cal State Polytechnic University	Heather Fr	412.50
8/30/2011	Cal State Polytechnic University	Evans Peter	412.50
8/30/2011	Cal State Polytechnic University	Katie Petic	362.50
8/30/2011	University of California-San Diego	Victoria Wa	175.00
8/30/2011	University of California-San Diego	Arpita Gop	362.50
8/30/2011	California State University-San Bern	Lyla Bentse	175.00
8/30/2011	California State University-San Bern	Cameron A	337.50
8/30/2011	California State University-San Bern	Celia Flores	175.00
8/30/2011	California State University-San Bern...	Carlin Cas	87.50
8/30/2011	California State University-San Bern..	Erica Walte	387.50
8/30/2011	California State University-San Bern	Stephanie	387.50
8/30/2011	California State University-San Bern	Eddie Duar	175.00
8/30/2011	California State University-San Bern...	Analina Go	175.00
8/30/2011	California State University-San Bern	Jessica Ja	175.00
8/30/2011	California State University-San Bern	Alexandra	412.50
8/30/2011	California State University-San Bern	Avere Mon	87.50
8/30/2011	California State University-San Bern	Amanda O	362.50
8/30/2011	California State University-San Bern	Stephanie	87.50
8/30/2011	California State University-San Bern	Maria Vala	175.00
8/30/2011	California State University-San Bern..	Hong Vo #	362.50
8/30/2011	California State University-San Bern	Davna Wa	337.50
8/30/2011	Azusa Pacific University	Stacy Henr	0.00
8/30/2011	Azusa Pacific University	Daniel Silv	0.00
8/30/2011	Azusa Pacific University	Katelyn Alr	0.00
8/30/2011	Fullerton College	Lizzette La	87.50
8/30/2011	San Diego State University	Amber Win	175.00
8/30/2011	San Diego State University	Kendra Ho	362.50
8/30/2011	San Diego State University	Lauren Bro	87.50
8/30/2011	University of California-Riverside	Vanessa G	362.50
8/30/2011	University of California-Riverside	Angelica P	87.50
8/30/2011	University of California-Riverside	Kimberly P	387.50
8/30/2011	University of California-Riverside	Kyle McKel	362.50
8/30/2011	California State University-San Marc	Katelyn Bo	62.50
8/30/2011	University of Redlands	Allison Bra	387.50
8/30/2011	University of Redlands	Heather Sa	175.00
8/30/2011	University of Redlands	Samuel Jo	362.50
8/30/2011	California State Polytechnic Universi	Steven Sea	87.50
8/30/2011	California State Polytechnic Universi ..	Maria Medi	412.50
8/30/2011	California State Polytechnic Universi ..	Celia Bents	175.00

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August 15, 2012

Cash Basis

Lynn Foundation Scholarship Detail Report January through December 2011

<u>Date</u>	<u>Name</u>	<u>Memo</u>	<u>Paid Amount</u>
8/30/2011	The Masters College	Daniel Ch	387.50
8/30/2011	The Masters College	Brett Twig	387.50
8/30/2011	The Masters College	Seth John	362.50
8/30/2011	University of Southern California	Alec Hut	175.00
8/30/2011	Biola University	Samuel S	362.50
8/30/2011	Biola University	Hannah M	362.50
8/30/2011	Biola University	Adrienne	362.50
8/30/2011	Biola University	Nicole Be	362.50
8/30/2011	Biola University	Anthony L	337.50
8/30/2011	Biola University	Tyler Mas	87.50
8/30/2011	San Jose State University	Rachel Le	362.50
8/30/2011	California State University-Monterey	Johan Sni	337.50
8/30/2011	Brigham Young University - Hawaii	Jacquelin	362.50
8/30/2011	American University	Carlos Ve	337.50
8/30/2011	University of California-Berkeley	Sarah Sch	337.50
8/30/2011	University of California-Berkeley	Liane Kuo	387.50
8/30/2011	University of California-Berkeley	Shelby Le	450.00
8/30/2011	University of Illinois - Urbana Cham.	Colin Willi	362.50
8/30/2011	California State University - Fullerton	Frank Gut	337.50
8/30/2011	California State University - Fullerton	Darcy Ma	175.00
8/30/2011	California State University - Fullerton	James W	62.50
8/30/2011	Humbolt State University	Niamh Me	87.50
9/9/2011	Azusa Pacific University	Stacy Her	337.50
9/9/2011	Azusa Pacific University	Katelyn A	362.50
9/9/2011	University of California-Riverside	Daniel Silv	387.50
10/6/2011	California State University-Long Bea	Melissa C	100.00
11/1/2011	University of Illinois - Urbana Cham	Student n	-362.50
TOTAL			55,830.00

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August 15, 2012
Cash Basis

**Lynn Foundation
Other Donations
January through December 2011**

<u>Date</u>	<u>Name</u>	<u>Memo</u>	<u>Debit</u>	<u>Original Amount</u>
12/30/2011	TLC Mecical Transport	Kathy Cook	252 00	252 00
TOTAL			<u><u>252.00</u></u>	

August 16, 2012
 Accrual Basis

Lynn Foundation Balance Sheet 990pf Report

	Dec 31, 11	Dec 31, 10
ASSETS		
Current Assets		
Checking/Savings		
DCB - Checking	15,348 00	13,519 37
Merrill Lynch - Liquid Assets	605 26	694 51
Morgan Stanley - Liquid Assets		18,813 37
TD Ameritrade - Cash Acct	120,312.15	
Total Checking/Savings	136,265 41	33,027 25
Accounts Receivable		
Accounts Receivable	1,131.63	(7,768 37)
Total Accounts Receivable	1,131 63	(7,768.37)
Other Current Assets		
ML Securities - Cost Basis		41,368 50
MS Securities - Cost Basis		201,815 33
TD Ameritrade Securities	129,029 42	
Undeposited Funds	4,185 92	30,775.92
Total Other Current Assets	133,215 34	273,959 75
Total Current Assets	270,612 38	299,218 63
Fixed Assets		
Furniture Fixtures & Equip	8,313 95	11,584 95
Lynn - Commercial	713,042.63	751,548 63
Total Fixed Assets	721,356.58	763,133 58
Other Assets		
Lyle Lot	72,177 29	72,177 29
Note LT - Faherty	53,241 48	49,298 36
PXP (Stocker)	2,865 00	2,865 00
Total Other Assets	128,283 77	124,340 65
TOTAL ASSETS	1,120,252.73	1,186,692.86
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		
Bigler Loan	35,000 00	
Rent Deposits	2,500 00	2,500 00
Total Other Current Liabilities	37,500.00	2,500 00
Total Current Liabilities	37,500 00	2,500 00
Total Liabilities	37,500 00	2,500 00
Equity		
Unrestricted Net Assets	1,892,081 34	1,892,393 03
Total Equity	1,892,081.34	1,892,393 03
TOTAL LIABILITIES & EQUITY	1,929,581.34	1,894,893.03

SEE COMMENT IN GREEN BOX!

Lynn Foundation 2011
 Book Depreciation Schedule
 Forms IRS 990PF / CA199

Building	Acquired	Sold	Basis	Depreciation Basis	Prior Depreciation	Method	Life	Rate	Current Depr	Years In Service	Year End Acc Dep	Net Assets	
												Begin/yr	End/yr
1 Lynn Building	1992		\$ 950,000	\$ 950,000	\$ 542,925	S/L	31	0.03175	\$ 30,163	19	\$ 573,088	\$ 407,075	\$ 376,913
Capital Improvements													
2 Build A/C #5	2004		\$ 4,850	\$ 4,850	\$ 4,855	S/L	7	0.143	\$ 694	8	\$ 5,548	\$ #,5)	\$ #,698)
3 Build A/C #6&7	2005		\$ 9,700	\$ 9,700	\$ 8,323	S/L	7	0.143	\$ 1,387	7	\$ 9,710	\$ 1,377	\$ #,10)
4 New Roof Covering	2005		\$ 43,792	\$ 43,792	\$ 37,574	S/L	7	0.143	\$ 6,262	7	\$ 43,836	\$ 6,218	\$ #,44)
Total Building Improvements			\$ 58,342	\$ 58,342	\$ 50,751				\$ 8,343		\$ 59,094	\$ 7,591	\$ #,752)
Total Building			\$ 1,008,342	\$ 1,008,342	\$ 593,676				\$ 38,505		\$ 632,181	\$ 414,666	\$ 376,161
Furn, Fix., & Equipment													
5 Computer Building Controls	2009		\$ 5,357	\$ 5,357	\$ 1,071	S/L	5	0.2	\$ 1,071	2	\$ 2,143	\$ 4,285	\$ 3,214
6 Tenant Improvements	2009		\$ 11,000	\$ 11,000	\$ 2,200	S/L	5	0.2	\$ 2,200	2	\$ 4,400	\$ 3,157	\$ 6,600
Total FF&E			\$ 16,357	\$ 16,357	\$ 3,271				\$ 3,271		\$ 6,543	\$ 13,085	\$ 9,814
Total Depreciable Assets			\$ 1,024,699	\$ 1,024,699	\$ 596,947				\$ 41,777		\$ 638,724	\$ 427,751	\$ 385,975
Land													
7 Lynn Building	1992		\$ 250,000									\$ 250,000	\$ 250,000
TOTAL			\$ 1,274,699		\$ 596,947				\$ 41,777		\$ 638,724	\$ 677,751	\$ 635,975

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August 15, 2012
Cash Basis

Lynn Foundation
Net Rental Income 990pf
January through December 2011

	<u>Jan - Dec 11</u>
Ordinary Income/Expense	
Income	
Rental Income	133,776 88
Total Income	<u>133,776 88</u>
Expense	
Rental Property Expenses	
Lynn - Commercial	
Maintenance	210 00
Major Repairs	250 00
Tenant Improvem	192 00
Utilities	15,599.15
Total Lynn - Commercial	<u>16,251 15</u>
Total Rental Property Expenses	16,251 15
Taxes	
Property Taxes	26,205 22
Total Taxes	<u>26,205 22</u>
Total Expense	<u>42,456 37</u>
Net Ordinary Income	<u>91,320 51</u>
Net Income	<u><u>91,320.51</u></u>

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 08/15/12
 Accrual Basis

Lynn Foundation
Statement of Support, Revenue & Expenses
 January through December 2011

	Jan - Dec 11
Ordinary Income/Expense	
Income	
Dividends	2,535.59
Interest Income	
DCB	18.66
Total Interest Income	18.66
Rental Income	135,180.00
Total Income	137,734.25
Expense	
Advertising	71.55
Bank Charges	119.00
Bookkeeping & Accounting	15,825.00
Conferences & Travel	
Travel	1,484.00
Conferences & Travel - Other	1,633.25
Total Conferences & Travel	3,117.25
Contributions, Gifts, Grants	
Other	252.00
Scholarships	55,830.00
Total Contributions, Gifts, Grants	56,082.00
Insurance	3,183.00
L&P Fees	6,410.00
Lynn Office Expense	
Miscellaneous	676.11
Office Supplies	321.84
Postage & Delivery	98.98
Rent expense	2,635.98
Utilities & Tel.	620.61
Total Lynn Office Expense	4,353.52
Miscellaneous Expense	2,844.14
Rental Property Expenses	
Lynn - Commercial	
Maintenance	
Labor	6,375.00
Materials	1,616.14
Maintenance - Other	210.00
Total Maintenance	8,201.14
Major Repairs	250.00
Tenant Improvem	192.00
Utilities	15,599.15
Total Lynn - Commercial	24,242.29
Total Rental Property Expenses	24,242.29
Taxes	
Property Taxes	26,205.22
Taxes - Other	1,089.00
Total Taxes	27,294.22
Trustee Fee	42,000.00
Tst Commtee	3,750.00
Uncategorized Expenses	0.00
Void	0.00
Total Expense	189,291.97
Net Ordinary Income	-51,557.72
Net Income	-51,557.72

**Lynn Foundation
Monthly Cash Balances**

August 17, 2012
Cash Basis

	<u>Jan 31, 11</u>	<u>Feb 28, 11</u>	<u>Mar 31, 11</u>	<u>Apr 30, 11</u>	<u>May 31, 11</u>	<u>Jun 30, 11</u>	<u>Jul 31, 11</u>	<u>Aug 31, 11</u>	<u>Sep 30, 11</u>	<u>Oct 31, 11</u>	<u>Nov 30, 11</u>	<u>Dec 31, 11</u>
ASSETS												
Current Assets												
Checking/Savings												
DCB - Checking	<u>3,623.12</u>	<u>1,128.07</u>	<u>2,059.48</u>	<u>2,555.35</u>	<u>3,667.01</u>	<u>6,677.94</u>	<u>12,103.77</u>	<u>17,518.23</u>	<u>17,517.21</u>	<u>18,357.06</u>	<u>21,938.61</u>	<u>15,348.00</u>
Total Checking/Savings	<u>3,623.12</u>	<u>1,128.07</u>	<u>2,059.48</u>	<u>2,555.35</u>	<u>3,667.01</u>	<u>6,677.94</u>	<u>12,103.77</u>	<u>17,518.23</u>	<u>17,517.21</u>	<u>18,357.06</u>	<u>21,938.61</u>	<u>15,348.00</u>
Total Current Assets	<u>3,623.12</u>	<u>1,128.07</u>	<u>2,059.48</u>	<u>2,555.35</u>	<u>3,667.01</u>	<u>6,677.94</u>	<u>12,103.77</u>	<u>17,518.23</u>	<u>17,517.21</u>	<u>18,357.06</u>	<u>21,938.61</u>	<u>15,348.00</u>
TOTAL ASSETS	<u><u>3,623.12</u></u>	<u><u>1,128.07</u></u>	<u><u>2,059.48</u></u>	<u><u>2,555.35</u></u>	<u><u>3,667.01</u></u>	<u><u>6,677.94</u></u>	<u><u>12,103.77</u></u>	<u><u>17,518.23</u></u>	<u><u>17,517.21</u></u>	<u><u>18,357.06</u></u>	<u><u>21,938.61</u></u>	<u><u>15,348.00</u></u>
LIABILITIES & EQUITY	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>



Statement Reporting Period:
12/01/11 - 12/31/11

800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209

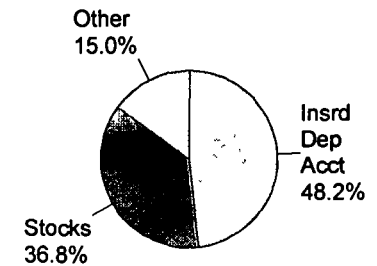
Statement for Account # 863-473307

MICHAEL G PERDUE TR FBO
BERNEICE U LYNN FOUNDATION
UA AUG 21, 1989
3670 VALLEY ST
CARLSBAD, CA 92008-2639

Announcements:

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Portfolio Summary							
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield	Portfolio Allocation
Cash	\$0.13	\$ -	\$0.13	-	\$ -	-	
Insrd Dep Acct	120,311.22	-	120,311.22	-	-	0.01%	
Money Market	-	-	-	-	-	-	
Short Balance	-	-	-	-	-	-	
Stocks	91,658.38	-	91,658.38	-	2,431.55	2.7%	
Short Stocks	-	-	-	-	-	-	
Fixed Income	-	-	-	-	-	-	
Options	-	-	-	-	-	-	
Short Options	-	-	-	-	-	-	
Mutual Funds	-	-	-	-	-	-	
Other	37,371.04	-	37,371.04	-	-	-	
Total	\$249,340.77	\$ 0.00	\$249,340.77	-	\$2,431.55	1.0%	



Cash Activity Summary			Income & Expense Summary			Performance Summary	
	Current	YTD	Reportable	Non Reportable	YTD		
Opening Balance	\$ 0.00	\$ -	Income			Cost Basis As Of - 12/31/11	\$143,044.22
Securities Purchased	-	-	Dividends	\$390.78	\$42.88	Unrealized Gains	3,640.42
Securities Sold	-	-	Interest	0.13	-	Unrealized Losses	(17,655.22)
Funds Deposited	119,877.40	119,877.40	Other	-	-	Funds Deposited/(Disbursed) ^{YTD}	119,877.40
Funds Disbursed	-	-	Expense			Income/(Expense) ^{YTD}	433.79
Income	433.79	433.79	Interest	-	-	Securities Received/(Delivered) ^{YTD}	0.00
Expense	-	-	Fees	-	-		
Other	(120,311.06)	(120,311.06)	Other	-	-		
Closing Balance	\$0.13	\$0.13	Net	\$390.91	\$42.88		

Statement for Account # 863-473307

12/01/11 - 12/31/11

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	\$ 390.78	\$ 390.78
Interest Income Credit Balance	0.13	0.13
IDA Interest	0.16	0.16

*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends) The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
AIR PRODUCTS AND CHEMICALS INC COM	APD	1	\$ 85.19	\$ 85.19	11/15/11	\$ 86.19	\$ 86.19	\$ (1.00)	\$ 2.32	2.7%
BAXTER INTERNATIONAL INC CM	BAX	145	49.48	7,174.60	05/10/11	8,509.41	58.69	(1,334.81)	194.30	2.7%
CADENCE PHARMACEUTICALS INC COM	CADX	1,712	3.95	6,762.40	10/27/11	9,985.15	5.83	(3,222.75)		
EMERSON ELEC CO COM	EMR	154	46.59	7,174.86	05/10/11	8,559.70	55.58	(1,384.84)	246.40	3.4%
EXXON MOBIL CORPORATION COM	XOM	103	84.76	8,730.28	09/24/09	7,248.85	70.38	1,481.43	193.64	2.2%
GAP INC COM	GPS	373	18.55	6,919.15	05/10/11	8,566.79	22.97	(1,647.64)	167.85	2.4%
GENERAL DYNAMICS CORP COM	GD	115	66.41	7,637.15	05/10/11	8,555.33	74.39	(918.18)	216.20	2.8%
GENERAL MILLS INC COM	GIS	2	40.41	80.82	11/02/11	75.87	37.94	4.95	2.44	3.0%

Statement for Account # 863-473307

12/01/11 - 12/31/11

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
HONEYWELL INTERNATIONAL INC COM	HON	140	54.35	7,609.00	09/13/10	6,213.26	44.38	1,395.74	208.60	2.7%
JOHNSON & JOHNSON COM	JNJ	132	65.58	8,656.56	01/09/09	8,022.22	60.77	634.34	300.96	3.5%
MEDTRONIC INC COM	MDT	202	38.25	7,726.50	05/10/11	8,565.65	42.40	(839.15)	195.94	2.5%
NORTHROP GRUMMAN CORP COM	NOC	1	58.48	58.48	09/13/11	62.27	62.27	(3.79)	2.00	3.4%
PAYCHEX INC COM	PAYX	245	30.11	7,376.95	05/10/11	7,927.72	32.36	(550.77)	313.60	4.3%
PROCTER GAMBLE CO COM	PG	1	66.71	66.71	11/16/11	63.75	63.75	2.96	2.10	3.1%
TARGET CORP COM	TGT	169	51.22	8,656.18	05/10/11	8,535.18	50.50	121.00	202.80	2.3%
UNITED TECH CORP COM	UTX	95	73.09	6,943.55	05/10/11	8,512.90	89.61	(1,569.35)	182.40	2.6%
Total Stocks				\$91,658.38		\$99,490.24		\$(7,831.86)	\$2,431.55	2.7%
Other - Cash										
FIRST TRUST INCM ALLOCATION	30277K108	4,376	\$ 8.54	\$ 37,371.04	05/10/11	\$ 43,553.98	\$ 9.95	\$ (6,182.94)	\$	
Total Other				\$37,371.04		\$43,553.98		\$(6,182.94)	\$0.00	0.0%
Total Cash Account				\$129,029.42		\$143,044.22		\$(14,014.80)	\$2,431.55	1.9%

Statement for Account # 863-473307

12/01/11 - 12/31/11

Account Activity									
Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
Opening Balance									\$ 0.00
12/23/11	12/23/11	Cash	Received -	AIR PRODUCTS AND CHEMICALS INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	APD	1	\$ 0.00	\$ -	0.00
12/23/11	12/23/11	Cash	Received -	BAXTER INTERNATIONAL INC CM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	BAX	145	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	CADENCE PHARMACEUTICALS INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	CADX	1,712	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	EXXON MOBIL CORPORATION COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	XOM	103	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	EMERSON ELEC CO COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	EMR	154	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	GAP INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	GPS	373	0.00	-	0.00

Statement for Account # 863-473307

12/01/11 - 12/31/11

Account Activity									
Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
12/23/11	12/23/11	Cash	Received -	GENERAL DYNAMICS CORP COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	GD	115	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	GENERAL MILLS INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	GIS	2	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	HONEYWELL INTERNATIONAL INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	HON	140	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	JOHNSON & JOHNSON COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	JNJ	132	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	MEDTRONIC INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	MDT	202	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	NORTHROP GRUMMAN CORP COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	NOC	1	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	PAYCHEX INC COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	PAYX	245	0.00	-	0.00

Statement for Account # 863-473307

12/01/11 - 12/31/11

Account Activity									
Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
12/23/11	12/23/11	Cash	Received -	PROCTER GAMBLE CO COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	PG	1	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	TARGET CORP COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	TGT	169	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	UNITED TECH CORP COM TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	UTX	95	0.00	-	0.00
12/23/11	12/23/11	Cash	Received -	FIRST TRUST INCM ALLOCATION TOA FROM MERRILL LYNCH - EQUITY TRADING SD 12/23/2011 0161	30277K108	4,376	0.00	-	0.00
12/23/11	12/23/11	Cash	Journal - Funds Deposited	TOA CASH BALANCE IN	-		0.00	119,577.40	119,577.40
12/23/11	12/23/11	Cash	Journal - Funds Deposited	Cash Award	-		0.00	100.00	119,677.40
12/23/11	12/23/11	Cash	Journal - Funds Deposited	Cash Award	-		0.00	200.00	119,877.40
12/27/11	12/27/11	Cash	Journal - Other	PURCHASE FDIC INSURED DEPOSIT ACCOUNT	-		0.00	(119,877.40)	0.00
12/29/11	12/29/11	Cash	Div/Int - Income	FIRST TRUST INCM ALLOCATION Payable: 12/29/2011 Ordinary Dividends 390.78	30277K108		0.00	390.78	390.78
12/29/11	12/29/11	Cash	Div/Int - Income	FIRST TRUST INCM ALLOCATION Payable: 12/29/2011 Principal Dist 42.88	30277K108		0.00	42.88	433.66

Statement for Account # 863-473307

12/01/11 - 12/31/11

Account Activity									
Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
12/30/11	12/30/11	Cash	Journal - Other	PURCHASE FDIC INSURED DEPOSIT ACCOUNT	-		0.00	(433.66)	0.00
12/30/11	12/30/11	Cash	Div/Int - Income	INTEREST CREDIT Payable: 12/30/2011	-		0.00	0.13	0.13
Closing Balance									\$0.13

*For Cash Activity totals, refer to the Cash Activity Summary on page one of your statement.

TD Ameritrade Cash Interest Credit/Expense						
Begin Date	Margin Balance	Credit Balance	Number of Days	Interest Rate	Interest Debited	Interest Credited
12/23/11	\$	\$ 119,877.40	4	0.01 %		\$ 0.13
Total Interest Income/(Expense)					\$ 0.00	\$0.13

Insured Deposit Account Interest Credited						
Begin Date	Balance	Number of Days	Interest Rate	Interest Accrued	MTD Accrued	MTD PAID
12/27/11	\$ 119,877.40	3	0.0100	\$ 0.10	\$ 0.10	\$ -
12/30/11	120,311.06	2	0.0100	0.06	0.16	0.16
Total Interest Income						\$0.16

Trades Pending Settlement							
Investment Description	Account Type	Symbol/ CUSIP	Quantity	Price	Trade Date	Settle Date	Amount
SELL CADENCE PHARMACEUTICALS INC COM	Cash	CADX	1,712-	\$ 3.50	12/28/11	01/03/12	\$ 5,991.88

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. Lynn Foundation	Employer identification number (EIN) or <input type="checkbox"/> 33-0555811
	Number, street, and room or suite no. If a P.O. box, see instructions. 1901 Camino Vida Roble	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Carlsbad, CA 92008	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

• The books are in the care of ► Michael G Perdue

Telephone No. ► 760-930-9868 FAX No. ► 800-956-3705

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ► calendar year 20 12 or

► tax year beginning _____, 20 _____, and ending _____, 20 _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. Lynn Foundation	Enter filer's identifying number, see instructions	
	Number, street, and room or suite no. If a P.O. box, see instructions. 1901 Camino Vida Roble	<input type="checkbox"/> Employer identification number (EIN) or 33-0555811	<input type="checkbox"/> Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Carlsbad, CA 92008		

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **Michael G Perdue**
Telephone No. 760-930-9688 FAX No. 800-958-3705
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until November 15, 20 12 .
 5 For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____ .
 6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
 7 State in detail why you need the extension Cancer in the family put me behind ~~of~~ *CONDUCTOR CANCELED!*

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0

Signature and Verification must be completed for Part II only.

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

Signature *Michael G Perdue* Title Trustee Date 15 Aug 2012