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

2011

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

, and ending

Name of foundation THE ATSUHIKO AND INA GOODWIN TATEUCHI FOUNDATION		A Employer identification number 91-2090773
Number and street (or P O box number if mail is not delivered to street address) C/O PERKINS COIE LLP 1201 THIRD AVENUE		Room/suite 4800
City or town, state, and ZIP code SEATTLE, WA 98101-3099		B Telephone number 206-359-8528
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 13,542,610.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> 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

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(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				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	382,115.	382,115.		STATEMENT 1
4 Dividends and interest from securities	27,017.	27,017.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-66,207.			
b Gross sales price for all assets on line 6a	3,363,302.			
7 Capital gain net income (from Part IV, line 2)		0.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	342,925.	409,132.	0.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	15,125.	0.	0.	15,125.
b Accounting fees STMT 4	11,676.	0.	0.	11,676.
c Other professional fees STMT 5	54,536.	26,036.	0.	28,500.
17 Interest				
18 Taxes STMT 6	3,866.	0.	0.	35.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	876.	0.	0.	876.
22 Printing and publications				
23 Other expenses STMT 7	1,367.	0.	0.	1,367.
24 Total operating and administrative expenses. Add lines 13 through 23	87,446.	26,036.	0.	57,579.
25 Contributions, gifts, grants paid	1,179,150.			1,179,150.
26 Total expenses and disbursements. Add lines 24 and 25	1,266,596.	26,036.	0.	1,236,729.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-923,671.			
b Net investment income (if negative enter -0-)		383,096.		
c Adjusted net income (if negative, enter -0-)			0.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	58,701.	14,905.	14,905.
	2	Savings and temporary cash investments	4,011,840.	5,045,474.	5,045,474.
	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			
	7	Other notes and loans receivable ▶			
		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 STMT 8	5,316,856.	4,148,464.	4,226,320.
	b	Investments - corporate stock STMT 9	1,426,071.	1,423,282.	1,714,589.
	c	Investments - corporate bonds STMT 10	3,269,829.	2,526,286.	2,538,353.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 11)	2,481.	2,969.	2,969.
	16	Total assets (to be completed by all filers)	14,085,778.	13,161,380.	13,542,610.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 12)	727.	0.	
	23	Total liabilities (add lines 17 through 22)	727.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	14,085,051.	13,161,380.	
Net Assets or Fund Balances	30	Total net assets or fund balances	14,085,051.	13,161,380.	
	31	Total liabilities and net assets/fund balances	14,085,778.	13,161,380.	

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	14,085,051.
2	Enter amount from Part I, line 27a	2	-923,671.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	13,161,380.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,161,380.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT - PAGE 14			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,363,302.		3,429,509.	-66,207.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-66,207.

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	-66,207.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 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	1,926,865.	15,245,507.	.126389
2009	1,276,906.	15,503,329.	.082363
2008	936,293.	18,377,673.	.050947
2007	266,508.	19,063,279.	.013980
2006	611,901.	19,832,738.	.030853

2 Total of line 1, column (d)	2	.304532
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	.060906
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	14,082,977.
5 Multiply line 4 by line 3	5	857,738.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,831.
7 Add lines 5 and 6	7	861,569.
8 Enter qualifying distributions from Part XII, line 4	8	1,236,729.

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.

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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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,831.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,831.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,831.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,800.	
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	6,800.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,969.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 2,969. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			X
1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

N/A

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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 ► WWW.TATEUCHI.ORG	13	X	
14	The books are in care of ► N&K CPAS, INC. Telephone no. ► (808) 524-2255 Located at ► 1001 BISHOP ST, ASB TOWER STE 1700, HONOLULU, HI ZIP+4 ► 96813-3696			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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
				X

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	N/A	
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the 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 checked="" 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

5b

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
INA TATEUCHI	PRES, VICE PRES, TREASURER			
C/O PERKINS COIE LLP, 1201 THIRD AVE	20.00	0.	0.	0.
SEATTLE, WA 98101				
LAURA HURDELBRINK	SECRETARY			
C/O PERKINS COIE LLP, 1201 THIRD AVE	8.00	0.	0.	0.
SEATTLE, WA 98101				

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. 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

0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	9,348,334.
b	Average of monthly cash balances	1b	4,949,105.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,297,439.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,297,439.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	214,462.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,082,977.
6	Minimum investment return. Enter 5% of line 5	6	704,149.

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	704,149.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,831.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,831.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	700,318.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	700,318.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	700,318.

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	1,236,729.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,236,729.
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	5	3,831.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,232,898.

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.

Form **990-PF** (2011)

**THE ATSUSHIKO AND INA GOODWIN TATEUCHI
FOUNDATION**

Form 990-PF (2011)

91-2090773 Page 9

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				700,318.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009	424,343.			
e From 2010	1,178,162.			
f Total of lines 3a through e	1,602,505.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 1,236,729.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				700,318.
e Remaining amount distributed out of corpus	536,411.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,138,916.			
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		0.		
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 instr.			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)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,138,916.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	424,343.			
d Excess from 2010	1,178,162.			
e Excess from 2011	536,411.			

THE ATSUSHIKO AND INA GOODWIN TATEUCHI
FOUNDATION

Form 990-PF (2011)

91-2090773 Page 11

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 14				
Total			▶ 3a	1,179,150.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	382,115.		
4 Dividends and interest from securities			14	27,017.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	-66,207.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		342,925.		0.
13 Total. Add line 12, columns (b), (d), and (e)						

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

[Part XVAB]

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

- | | | Yes |
|---|--|-------|
| 1 | Did the foundation directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | |
| | (1) Cash | 1a(1) |
| | (2) Other assets | 1a(2) |
| b | Other transactions: | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) |
| | (4) Reimbursement arrangements | 1b(4) |
| | (5) Loans or loan guarantees | 1b(5) |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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


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

**Sign
Here**

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

☒ Ina M. Peterschi
Signature of officer or trustee

$|x^3|28|12$



 Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

MICHAEL I. TANAKA

Preparer's signature

Michael Park ^{MAF}

Date _____

21 2012

Check ☐ self-employed

PTIN

P00412914

Firm's name ► **N&K CPAS, INC.**

Firm's EIN ▶ 99-0169131

Firm's address ▶ 1001 BISHOP ST., STE 1700
HONOLULU, HI 96813-3696

Phone no. 808-524-2255

Form **990-PF** (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	BANK OF AMERICA #2319 - SEE STATEMENT 15		VARIOUS	VARIOUS
b	FIRST HAWAIIAN BANK - SEE STATEMENT 16		VARIOUS	VARIOUS
c	MORGAN STANLEY SB #6733 - SEE STATEMENT 17		VARIOUS	VARIOUS
d	MORGAN STANLEY SB #6733 - SEE STATEMENT 18		VARIOUS	VARIOUS
e	MORGAN STANLEY SB #3364		07/27/10	04/15/11
f	MORGAN STANLEY SB #3364 - SEE STATEMENT 19		VARIOUS	VARIOUS
g	WELLS FARGO #9327 - SEE STATEMENT 20		02/10/05	08/25/11
h	WELLS FARGO #9327 - SEE STATEMENT 20		VARIOUS	VARIOUS
i				
j				
k				
l				
m				
n				
o				

(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 1,250,000.		1,262,962.	-12,962.
b 658,448.		671,509.	-13,061.
c 102,869.		115,867.	-12,998.
d 281,725.		283,269.	-1,544.
e 180,000.		187,223.	-7,223.
f 375,000.		393,419.	-18,419.
g 500,000.		500,000.	0.
h 15,260.		15,260.	0.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-12,962.
b			-13,061.
c			-12,998.
d			-1,544.
e			-7,223.
f			-18,419.
g			0.
h			0.
i			
j			
k			
l			
m			
n			
o			

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	-66,207.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	16.
BANK OF AMERICA	130,436.
BANK OF AMERICA	14,518.
FIRST HAWAIIAN BANK	31,015.
MORGAN STANLEY SMITH BARNEY	27,673.
US BANK	10,130.
US BANK	42,372.
US BANK	111.
WELLS FARGO	125,844.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	382,115.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST HAWAIIAN BANK	25.	0.	25.
MORGAN STANLEY SMITH BARNEY	26,952.	0.	26,952.
MORGAN STANLEY SMITH BARNEY	29.	0.	29.
WELLS FARGO	11.	0.	11.
TOTAL TO FM 990-PF, PART I, LN 4	27,017.	0.	27,017.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL - SEE STMT 21	15,125.	0.	0.	15,125.
TO FM 990-PF, PG 1, LN 16A	15,125.	0.	0.	15,125.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING - SEE STMT 21	11,676.	0.	0.	11,676.
TO FORM 990-PF, PG 1, LN 16B	11,676.	0.	0.	11,676.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES - FMG - SEE STMT 21	28,500.	0.	0.	28,500.
MANAGEMENT FEES - INVESTMENTS - SEE STMT 21	26,036.	26,036.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	54,536.	26,036.	0.	28,500.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSES - OTHER FEDERAL INVESTMENT EXCISE TAX	35. 3,831.	0. 0.	0. 0.	35. 0.
TO FORM 990-PF, PG 1, LN 18	3,866.	0.	0.	35.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	1,345.	0.	0.	1,345.
OFFICE SUPPLIES & EXPENSE	22.	0.	0.	22.
TO FORM 990-PF, PG 1, LN 23	1,367.	0.	0.	1,367.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT BONDS	X		4,148,464.	4,226,320.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,148,464.	4,226,320.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,148,464.	4,226,320.

FORM 990-PF	CORPORATE STOCK			STATEMENT 9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK			1,423,282.	1,714,589.
TOTAL TO FORM 990-PF, PART II, LINE 10B			1,423,282.	1,714,589.

FORM 990-PF	CORPORATE BONDS			STATEMENT 10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS			2,526,286.	2,538,353.
TOTAL TO FORM 990-PF, PART II, LINE 10C			2,526,286.	2,538,353.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ADVANCE RECEIVABLE	2,481.	0.	0.
INCOME TAX REFUNDS RECEIVABLE	0.	2,969.	2,969.
TO FORM 990-PF, PART II, LINE 15	2,481.	2,969.	2,969.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
INCOME TAXES PAYABLE	727.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 22	727.	0.	

NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation

TAX YEAR ENDED: December 31, 2011

EIN: 91-2090773

GRANT APPLICATION SUBMISSION INFORMATION

Part XV, Lines 2A through 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

Foundation Management Group, LLC
1000 Second Ave 34th Floor
Seattle, WA 98104-1022

TELEPHONE NUMBER

(206)667-0300

FORM AND CONTENT OF APPLICATIONS

Initial application should be made through a concise letter or e-mail of inquiry (one or two pages), which should include the following information:

- 1) A brief statement of the organization's history and goals,
- 2) The exact purpose of the project and grant request;
- 3) An explanation of how the program stimulates educational opportunities for students involved in contemporary Japanese studies and promotes artistic and cultural exchanges between the United States and Japan;
- 4) The target population(s) to be served; and,
- 5) The amount requested, total project budget, total organization budget and other sources of funds anticipated or committed.

The letter of inquiry will receive a preliminary review (in most cases within 30 days) to determine if it warrants a more complete application. Grant applications may then be submitted at any time, but are normally reviewed quarterly. Applicants should be informed of the Foundation's decision within 30 days of the grant review process conclusion.

ANY SUBMISSION DEADLINES

None

RESTRICTIONS AND LIMITATIONS ON AWARDS

Organization must qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation
TAX YEAR: December 31, 2011
EIN: 91-2090773

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

FORM 990-PF, Part XV, Line 3A

<u>Recipient Name and Address</u>	<u>Recipient Relationship and Purpose of Grant</u>	<u>Recipient Status</u>	<u>Amount</u>
Asian Art Museum Foundation 200 Larkin Street San Francisco, CA 94102	N/A To fund charitable needs	Public Charity	25,000
Bellevue Botanical Garden Society 12001 Main Street Bellevue, WA 98005	N/A To fund charitable needs	Public Charity	40,000
Bishop Museum 1525 Bernice Street Honolulu, HI 96817	N/A To fund charitable needs	Public Charity	100,000
Crown Prince Akihito Scholarship P O Box 1412 Honolulu, HI 96806-1412	N/A To fund charitable needs	Public Charity	33,000
Densho The Japanese American Legacy Project 1416 South Jackson St Seattle, WA 98144	N/A To fund charitable needs.	Public Charity	30,000
Eastside Nihon Matsuri Association 17419 NE 126th Place Redmond, WA 98052	N/A To fund charitable needs	Public Charity	2,500
Executive Development Institute 40 Lake Bellevue, Suite 100 Bellevue, WA 98005	N/A To fund charitable needs.	Public Charity	3,850
Hawaii Opera Theatre 848 S Beretania St , Suite 301 Honolulu, HI 96813	N/A To fund charitable needs	Public Charity	9,000
International Community Health Center Foundati P O Box 3007 Seattle, WA 98114	N/A To fund charitable needs	Public Charity	25,000
Japan-America Society of Hawaii P O Box 1412 Honolulu, HI 96806	N/A To fund charitable needs	Public Charity	21,500
Japanese American National Museum 369 East First Street Los Angeles, California 90012	N/A To fund charitable needs	Public Charity	370,000
King County Library System Foundation 960 Newport Way NW Issaquah, WA 98027	N/A To fund charitable needs	Public Charity	5,000

NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation
TAX YEAR: December 31, 2011
EIN: 91-2090773

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

FORM 990-PF, Part XV, Line 3A

<u>Recipient Name and Address</u>	<u>Recipient Relationship and Purpose of Grant</u>	<u>Recipient Status</u>	<u>Amount</u>
King FM Classical 98 1 10 Harrison Street, Suite 100 Seattle, WA 98109	N/A To fund charitable needs	Public Charity	50,000
Midori & Friends 352 Seventh Avenue, Suite 301 New York, NY 10001	N/A To fund charitable needs	Public Charity	10,000
Nikkei Heritage Assn of Washington (Japanese Cultural And Community Center) 1414 South Weller Street Seattle, WA 98144	N/A To fund charitable needs	Public Charity	7,800
PBS Hawaii 2350 Dole Street Honolulu, HI 96822	N/A To fund charitable needs	Public Charity	12,000
Polyclinic Community Health Foundation 1145 Broadway Seattle, WA 98122	N/A To fund charitable needs	Public Charity	1,000
Seattle Art Museum 1300 First Avenue Seattle, WA 98101-2003	N/A To fund charitable needs	Public Charity	3,000
Seattle Symphony 200 University Street Seattle, WA 98101	N/A To fund charitable needs	Public Charity	5,000
Seattle University School of Law Sullivan Hall 901 12th Avenue P O Box 222000 Seattle, WA 98122-1090	N/A To fund charitable needs	Public Charity	21,000
Seattle Young Artists Music Festival Association P.O Box 15962 Seattle, WA 98115-0962	N/A To fund charitable needs.	Public Charity	500
Student Conservation Association 689 River Road, P O Box 55 Charlestown, NH 03603-0550	N/A To fund charitable needs	Public Charity	9,000
The Seattle Foundation 1200 5th Avenue, Suite 1300 Seattle, WA 98101	N/A To fund charitable needs	Public Charity	250,000
The Seattle Public Library 1000 Fourth Avenue Seattle, WA 98104-1109	N/A To fund charitable needs	Public Charity	10,000

NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation
TAX YEAR: December 31, 2011
EIN: 91-2090773

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

FORM 990-PF, Part XV, Line 3A

<u>Recipient Name and Address</u>	<u>Recipient Relationship and Purpose of Grant</u>	<u>Recipient Status</u>	<u>Amount</u>
The Wing Luke Asian Museum 719 South King Street Seattle, WA 98104	N/A To fund charitable needs	Public Charity	130,000
YMCA of Greater Seattle 909 Fourth Avenue Seattle, WA 98104	N/A To fund charitable needs.	Public Charity	5,000
Total to Form 990-PF, Part XV, Line 3A			<u><u>1,179,150</u></u>

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

This category includes sales of assets held more than 12 months.

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Transaction Detail Section (continued)**Statement of Value & Activity**

	Sales/Maturities		
	Combined Sales for the Period		
	1/1/11 - 12/31/11 of	\$264,156.25	
	Federated Tax Free Obligations		
2/7/11	Matured 23,000 Par Value of	\$23,000.00	-\$1,318.59
	FNMA 5.050% 2/07/11		
	Trade Date 2/7/11		
	LT Capital Loss of \$1,318.59- on Federal Cost		
	Federal Tax Cost \$24,318.59		
	23,000 Par Value At 100 %		
2/15/11	Matured 25,000 Par Value of	\$25,000.00	-\$1,902.52
	FHLMC 6.135% 2/15/11		
	Trade Date 2/15/11		
	LT Capital Loss of \$1,902.52- on Federal Cost		
	Federal Tax Cost \$26,902.52		
	25,000 Par Value At 100 %		

Atsuhiko/Ina Tateuchi Fdn

Transaction Detail Section (continued)

THE ATSUSHIKO AND INA GOODWIN TATEUCHI FOUNDATION

91-2090773

Statement of Value & Activity

January 1, 2011 - December 31, 2011

Date	Transaction Description	Principal Cash	Income Cash	Realized G/L
2/23/11	Tender Offer 5,000 Par Value of Honeywell Intl 5.625% 8/01/12 Tendered At \$1.07209 Per \$1 PV	\$5,360.45		-\$119.90
2/28/11	LT Capital Loss of \$119.90- on Federal Cost Federal Tax Cost \$5,480.35 Corporate Action Id: 18362 Matured 50,000 Par Value of U.S. Treasury Notes 4.500% 2/28/11 Trade Date 2/28/11	\$50,000.00		-\$2,798.83
4/29/11	LT Capital Loss of \$2,798.83- on Federal Cost Federal Tax Cost \$52,798.83 50,000 Par Value At 100 % Full Call 10,000 \$1 PV FNMA 2.000% 7/29/13 on 04/29/11 At \$1.00	\$10,000.00		-\$37.50
6/20/11	St Capital Loss of \$37.50- on Federal Cost Federal Tax Cost \$10,037.50 Corporate Action Id: 18701 Matured 15,000 Par Value of FHLMC MTN V-S 5.000% 6/20/11 Trade Date 6/20/11	\$15,000.00		-\$985.05
6/30/11	LT Capital Loss of \$985.05- on Federal Cost Federal Tax Cost \$15,985.05 15,000 Par Value At 100 % Matured 50,000 Par Value of U.S Treasury Notes 5.125% 6/30/11 Trade Date 6/30/11	\$50,000.00		-\$3,917.97
	LT Capital Loss of \$3,917.97- on Federal Cost Federal Tax Cost \$53,917.97 50,000 Par Value At 100 %			

Atsuhiko/Ina Tateuchi Fdn

STATEMENT

Transaction Detail Section (continued)

Statement of Value & Activity

January 1, 2011 - December 31, 2011

Date	Transaction Description	Principal Cash	Income Cash	Realized GL
8/1/11	Matured 10,000 Par Value of US Bank NA 6.375% 8/01/11 Trade Date 8/1/11	\$10,000.00		-\$717.00
9/29/11	LT Capital Loss of \$717.00- on Federal Cost Federal Tax Cost \$10,717.00 10,000 Par Value At 100 % Sold 5,000 Par Value of Wells Fargo Co 4.375% 1/31/13 Trade Date 9/28/11	\$5,192.30		-\$43.10
12/7/11	LT Capital Loss of \$43.10- on Federal Cost Federal Tax Cost \$5,235.40 Sold Interest \$35.85 5,000 Par Value At 103.846 % Matured 190,475.69 Dollars of FHB Tcd #01000974 .399% Due 12/01/11 Trade Date 12/1/11	\$190,475.69		
12/28/11	Rollover to #Cd4555644 Full Call 10,000 \$1 PV AT&T Wireless 8.125% 5/01/12 on 12/28/11 At \$1.02632542 LT Capital Loss of \$1,220.85- on Federal Cost Federal Tax Cost \$11,484.10 Corporate Action Id: 19947	\$10,263.25		-\$1,220.85
Total Sales/Maturities		\$658,447.94	\$0.00	671,509.25 -13,061.31

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SALES PRICES

2011 Year End Summary

THE ATSUSHIKO AND INA GOODWIN

THE ATSUSHIKO AND INA GOODWIN TATEUCHI FOUNDATION

Details of Short Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
1250000010	100	APACHE CORP	01/05/11	10/03/11	\$ 7,888.14	\$ 12,442.10	(\$ 4,753.96)	
1250000040	200	GOLDMAN SACHS GROUP INC	07/29/10	04/28/11	30,056.64	30,520.58	(463.94)	
1250000050	100	GOLDMAN SACHS GROUP INC	07/29/10	06/06/11	13,350.34	15,260.29	(1,909.95)	
	200		08/04/10		26,700.69	31,298.30	(4,597.61)	
1250000060	300	JOHNSON & JOHNSON	06/22/10	02/07/11	18,199.48	18,011.10		188.38
1250000080	100	OCCIDENTAL PETROLEUM CORP-DEL	10/08/10	10/03/11	6,874.02	8,334.68	(1,460.66)	
Total					\$ 102,889.31	\$ 115,887.05	(\$ 13,188.12)	\$ 188.38

91-2090773



Details of Long Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	500	APACHE CORP	07/13/10	10/03/11	\$ 38,440.71	\$ 43,575.05	(\$ 5,134.34)	
125000020	1,100	CONOCOPHILLIPS	10/06/09	12/14/11	75,376.71	53,559.00		21,817.71
125000030	800	DEVON ENERGY CORP NEW	03/23/10	10/03/11	42,453.10	52,104.56	(9,651.46)	
125000060	1,000	JOHNSON & JOHNSON	10/14/09	02/07/11	60,664.93	60,670.00	(5.07)	
125000070	400	MICROSOFT CORP	06/01/09	05/18/11	9,797.81	8,588.00		1,209.81
		CGMI AND/OR ITS AFFILIATES						
125000080	800	OCCIDENTAL PETROLEUM CORP-DEL	10/01/10	10/03/11	54,992.13	64,772.24	(9,780.11)	
Total					\$ 281,725.38	\$ 283,268.85	(\$ 24,570.98)	\$ 23,027.52



2011 Year End Summary

THE ATSUHIKO & INA GOODWIN

THE ATSUHIKO AND INA GOODWIN TATEUCHI FOUNDATION

91-2090773

Details of Long Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	190,000	CITIGROUP INC SR NOTES BOOK/ENTRY DD 9/29/2006 DUE 09/29/2011 RATE 5.100	07/27/10	09/29/11	\$ 190,000.00	\$ 198,000.90	(\$ 8,000.90)	\$ 0.00 \$ 0.00
125000020	160,000	KRAFT FOODS INC GLOBAL NOTES BOOK/ENTRY DTD 11/2/01	07/27/10	11/01/11	160,000.00	169,004.80	(9,004.80)	0.00 0.00
	25,000	DUE 11/01/2011 RATE 5.625	07/28/10		25,000.00	26,413.00	(1,413.00)	0.00 0.00
Total					\$ 375,000.00	\$ 383,418.70	(\$ 18,418.70)	\$ 0.00 \$ 0.00



2011 ENHANCED SUMMARY

THE ATSUSHIKO AND INA GOODWIN TATEUCHI FOUNDATION

As of Date: 2/03/12
Your Financial Advisor:
JEAN ADAMS
999 3RD AVE. 40TH FL STE 4000
SEATTLE, WA 98104
(206) 292-3726

ATSUSHIKO & INA GOODWIN
TATEUCHI FOUNDATION
11635 NE 30TH PL
BELLEVUE, WA 98005-1556

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

The Internal Revenue Service has made changes to Form 1099-B ("Proceeds From Broker and Barter Exchange Transactions") reporting requirements. To ensure consistency between our treatment of reportable and non-reportable accounts, significant modifications to our statements have been made starting with Tax Year 2011. We are providing cost basis information as supplemental information when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

LONG TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition or Exchange (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
GENERAL ELEC CAP CORP STEP COUPON/MEDIUM TERM NOTES SERIES A CALLABLE CPN 6.000% DUE 08/25/15 CUSIP 36962GN59	X	500,000.0000	N/A	02/10/05	08/25/11	500,000.00	500,000.00	0.00	REDEMPTION
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						500,000.00	500,000.00	0.00	

OTHER TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition or Exchange (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
FHLMC 2650 DB REMIC MULTICLASS CMO CPN 5.000% DUE 02/15/33 DTD 07/01/03 FC 08/15/03 CUSIP 31393W2Y4	X	120,000.0000	N/A	N/A	11/15/11	3,256.56	3,256.56	N/A	PRINCIPAL PAYMENT
	X	120,000.0000	N/A	N/A	12/15/11	12,003.37	12,003.37	N/A	PRINCIPAL PAYMENT
TOTAL OTHER TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						15,259.93	15,259.93	0.00	

* Box 2: Sales price less commissions and option premiums



NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation

TAX YEAR ENDED: December 31, 2011

EIN: 91-2090773

DETAIL OF PROFESSIONAL FEES PAID

Form 990-PF, Part I, line 16, Column (a)

<u>Name of Provider</u>	<u>Type of Service Provided</u>	<u>Amount Paid</u>
<u>Line 16a, Legal Fees</u>		
Perkins Coie LLP	Review of grant agreements	\$ <u>15,125</u>
<u>Line 16b, Accounting Fees</u>		
N&K CPAs, Inc.	Tax return preparation	\$ <u>11,676</u>
<u>Line 16c, Professional Fees</u>		
Foundation Management Group, LLC	Grants management and foundation administration	\$ <u>28,500</u>
Bank of America	Investment management	7,909
Morgan Stanley Smith Barney	Investment management	15,627
First Hawaiian Bank	Investment management	2,500
		<u>26,036</u>
Total Professional Fees		\$ <u>54,536</u>

NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation
TAX YEAR: December 31, 2011
EIN: 91-2090773

STATEMENT REGARDING DISTRIBUTIONS MADE DURING THE START-UP PERIOD AND FULL PAYMENT PERIOD

Form 990-PF, Part XI and Part XII

	START-UP PERIOD				Subtotal	FULL PAYMENT PERIOD					
	2002	2003	2004	2005		2006	2007	2008	2009	2010	2011
Distributable amount, Part XI, line 7	1,027,093	1,012,333	1,000,767	975,768		970,075	936,167	911,926	770,580	755,489	700,318
Percentage of Distributable Amount	20%	40%	60%	80%		100%	100%	100%	100%	100%	100%
Start-up/Full Payment Period Distrib Req	205,419	404,933	600,460	780,614	1,991,426	970,075	936,167	911,926	770,580	755,489	700,318
Prior Year Excess Distrib Carried Forward							(841,826)	(872,167)	(2,003,492)	(1,781,492)	(2,033,651)
Full Payment Period Minimum Amount						970,075	94,341	39,759	(1,232,912)	(1,026,003)	(1,333,333)
Actual Payments Made											
Grants											
Arboretum Foundation	-	-	-	-	-	-	-	150,000	50,000	-	-
Asian Art Musuem Foundation	250,000	250,000	250,000	250,000	1,000,000	1,000,000	-	250,000	250,000	-	-
Bellevue Botanical Garden Society	-	100,000	50,000	2,500	152,500	-	-	-	-	-	40,000
Bellevue Philharmonic Orchestra	-	-	-	-	-	-	-	5,000	-	-	-
Bishop Museum	-	-	-	-	-	-	-	-	-	200,000	100,000
California State University Northridge Foundation	-	-	-	-	-	-	-	-	1,000	-	-
Community School of Arts & Music	-	-	100,000	100,000	200,000	100,000	100,000	600,000	-	-	-
Crown Prince Akimoto Scholarship	-	-	-	-	-	-	-	-	34,000	33,000	33,000
Densho The Japanese American Project	-	-	-	-	-	-	-	15,000	50,000	25,000	30,000
Eastside Nihon Matsun Association	2,000	2,000	2,000	2,500	8,500	2,500	2,500	2,500	2,500	2,500	2,500
Executive Development Institute	-	-	-	-	-	-	-	3,700	3,600	3,500	3,850
Hawaii Opera Theatre	-	-	-	-	-	-	-	-	-	-	9,000
Inter-Univ Japanese Language Studies	45,000	9,000	9,200	-	63,200	-	-	-	-	-	-
International Community Health Center Foundation	-	-	-	-	-	-	-	-	-	-	25,000
International Student Conferences	-	-	-	-	-	-	-	2,500	-	-	-
Japan-America Society of Hawaii	-	10,000	2,500	20,000	32,500	20,000	-	11,200	18,200	16,200	21,500
Japan-US Educational Commission	-	-	-	-	-	100,000	100,000	100,000	100,000	100,000	-
Japanese American National Museum	-	-	-	-	-	-	10,000	-	520,000	520,000	370,000
King County Library System	-	-	-	-	-	-	-	12,000	-	5,000	5,000
King FM Classical 98.1	-	-	-	-	-	-	-	-	-	-	50,000
Kirkland Performance Center	-	-	2,000	-	2,000	-	-	-	-	-	-
Make-A-Wish Foundation International	-	20,000	-	-	20,000	-	-	-	-	-	-
Midon & Friends	-	-	-	-	-	-	-	-	-	5,000	10,000
Nihonmachi Little Friends	-	-	-	-	-	-	-	-	-	50,000	-
Nikkei Heritage Association of Washington	-	-	-	-	-	-	-	2,500	90,000	9,300	7,800
PBS Hawaii	-	-	-	-	-	-	-	-	-	13,000	12,000
Balance forward	297,000	391,000	415,700	375,000	1,478,700	1,222,500	212,500	1,154,400	1,169,300	982,500	719,650

NAME: The Atsuhiko and Ina Goodwin Tateuchi Foundation
TAX YEAR: December 31, 2011
EIN: 91-2090773

STATEMENT REGARDING DISTRIBUTIONS MADE DURING THE START-UP PERIOD AND FULL PAYMENT PERIOD

Form 990-PF, Part XI and Part XII

	START-UP PERIOD				Subtotal	FULL PAYMENT PERIOD					
	2002	2003	2004	2005		2006	2007	2008	2009	2010	2011
Balance forward	297,000	391,000	415,700	375,000	1,478,700	1,222,500	212,500	1,154,400	1,169,300	982,500	719,650
Performing Arts Center Eastside	-	-	-	-	-	-	-	-	-	509,178	-
Polyclinic Community Health Foundation	-	-	-	-	-	-	-	-	-	-	1,000
Seattle Art Museum	-	-	-	-	-	400,000	400,000	400,000	400,000	-	3,000
Seattle Foundation	-	-	-	-	-	-	50,000	160,000	-	200,000	250,000
Seattle Japanese Language School	-	-	-	-	-	-	-	14,238	5,882	-	-
Seattle Parks Foundation	-	90,000	50,000	-	140,000	-	-	-	-	-	-
Seattle Public Library Foundation	-	100,000	105,000	100,000	305,000	100,000	100,000	10,000	-	10,000	10,000
Seattle Symphony	-	-	-	-	-	-	-	5,000	15,000	30,000	5,000
Seattle Theatre Group	-	-	-	25,000	25,000	-	-	-	-	-	-
Seattle University School of Law	-	-	-	-	-	-	-	-	-	-	21,000
Seattle Young Artists Music Festival	-	-	-	-	-	-	-	-	-	-	500
SF Asian Art Museum	-	5,000	-	-	5,000	-	-	-	-	-	25,000
Student Conservation Association	-	-	-	-	-	-	-	-	-	8,000	9,000
Tokyo Union Church Foundation	-	-	10,000	2,000	12,000	2,000	2,000	2,000	2,000	-	-
United States-Japan Foundation	-	-	-	-	-	-	-	2,000	-	-	-
University of Washington Foundation	-	42,547	47,000	-	89,547	49,000	63,000	111,500	-	100,000	-
Wing Luke Asian Museum	-	-	-	-	-	-	100,000	130,000	130,000	130,000	130,000
YMCA of Greater Seattle	-	-	-	-	-	-	-	-	-	2,000	5,000
Administration	40,597	70,438	56,238	29,222	196,495	38,401	39,008	54,113	59,310	61,973	57,579
	337,597	698,985	683,938	531,222	2,251,742	1,811,901	966,508	2,043,251	1,781,492	2,033,651	1,236,729
Actual Distributions > Distribution Requirement					260,316	841,826	872,167	2,003,492	1,781,492	2,033,651	1,236,729

The taxpayer has met the requirement to distribute the start-up period minimum amount during its start-up period

The taxpayer has met the requirement to distribute the full payment period minimum amount in its full payment period