EXTENSION GRANTED TO AUGUST 15, 2012

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
JOHNSON FAMILY FOUNDATION

A Employer identification number
93-6310704

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
12621 SW EDGECLIFF RD

B Telephone number
503-669-7955

City or town, state, and ZIP code
PORTLAND, OR 97219

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,776,698.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11,560.	11,560.		STATEMENT 1
	4 Dividends and interest from securities	115,341.	115,341.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	52,856.			
	b Gross sales price for all assets on line 6a 570,530.				
	7 Capital gain net income (from Part IV, line 2)		52,856.		
	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	179,757.	179,757.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,750.	0.		0.
	c Other professional fees STMT 4	11,031.	11,031.		0.
	17 Interest				
	18 Taxes STMT 5	6,275.	404.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	441.	25.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	20,497.	11,460.		0.
	25 Contributions, gifts, grants paid	134,250.			134,250.
	26 **Total expenses and disbursements.** Add lines 24 and 25	154,747.	11,460.		134,250.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	25,010.			
	b **Net investment income** (if negative, enter -0-)		168,297.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	16,748.	12,707.	12,707.
	2 Savings and temporary cash investments	151,789.	207,181.	207,181.
	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			
	b Investments - corporate stock STMT 7	1,023,291.	799,622.	799,662.
	c Investments - corporate bonds STMT 8	1,706,761.	1,754,661.	1,754,661.
	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 9)	3,205.	2,487.	2,487.
	16 **Total assets** (to be completed by all filers)	2,901,794.	2,776,658.	2,776,698.
Liabilities	17 Accounts payable and accrued expenses	50.	100.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	50.	100.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] 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	2,901,744.	2,776,558.	
	30 **Total net assets or fund balances**	2,901,744.	2,776,558.	
	31 **Total liabilities and net assets/fund balances**	2,901,794.	2,776,658.	

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	2,901,744.
2	Enter amount from Part I, line 27a	2	25,010.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,926,754.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN (LOSS)	5	150,196.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,776,558.

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			
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	570,530.		517,674.	52,856.

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				52,856.

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 — 52,856.

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	121,050.	2,756,919.	.043908
2009	132,131.	2,454,108.	.053841
2008	135,945.	2,668,365.	.050947
2007	113,000.	2,865,063.	.039441
2006	110,150.	2,490,103.	.044235

2	**Total** of line 1, column (d)	2	.232372
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	.046474
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,883,432.
5	Multiply line 4 by line 3	5	134,005.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,683.
7	Add lines 5 and 6	7	135,688.
8	Enter qualifying distributions from Part XII, line 4	8	134,250.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	3,366.
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	3,366.
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	3,366.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,400.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,400.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	1,034.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		1,034. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ DAVID J. JOHNSON Telephone no. ▶503-675-1127
Located at ▶12621 SW EDGECLIFF RD., PORTLAND, OR ZIP+4 ▶97219

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

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

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

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

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

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

			Yes	No
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			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
DAVID J. JOHNSON 12621 SW EDGECLIFF ROAD PORTLAND, OR 97219	PRESIDENT/SECRETARY/TREASURER 2.00	0.	0.	0.
ANNEMARIE JOHNSON 12621 SW EDGECLIFF ROAD PORTLAND, OR 97219	VICE PRESIDENT 0.00	0.	0.	0.
JANET NIKLAUS 12621 SW EDGECLIFF ROAD PORTLAND, OR 97219	VICE PRESIDENT 0.00	0.	0.	0.

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

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.

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	2,700,865.
b	Average of monthly cash balances	1b	226,477.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,927,342.
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	2,927,342.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,910.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,883,432.
6	**Minimum investment return.** Enter 5% of line 5	6	144,172.

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	144,172.
2a	Tax on investment income for 2011 from Part VI, line 5 2a 3,366.		
b	Income tax for 2011. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	3,366.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	140,806.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	140,806.
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	140,806.

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	134,250.
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	134,250.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	134,250.

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				140,806.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			133,147.	
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				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 134,250.				
a Applied to 2010, but not more than line 2a			133,147.	
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				1,103.
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).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				139,703.
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	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

DAVID J. JOHNSON

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:

DAVID J. JOHNSON
12621 SW EDGECLIFF ROAD,, PORTLAND, OR 97219

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

LETTER WITH PERTINENT INFORMATION

c Any submission deadlines:

NONE

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

NONE

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*				
CASCADE AIDS PROJECT 620 SE FIFTH AVE, SUITE 300 PORTLAND, OR 97214	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
CHRISTIE CARE - YOUTH VILLAGES PO BOX 368 MARYLHURST, OR 97236	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,000.
FRIENDS OF THE CHILDREN 44 NE MORRIS ST. PORTLAND, OR 97214	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
FRIENDS OF TRYON CREEK STATE PARK 11321 SW TERWILLIGER BLVD PORTLAND, OR 97219	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
GOOD SAM / DEVERS EYE CLINIC PO BOX 4484 PORTLAND, OR 97408	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	7,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	134,250.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	11,560.	
4 Dividends and interest from securities			14	115,341.	
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	52,856.	
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.		179,757.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 179,757.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 6/4/12 — Title PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROY ABRAMOWITZ		5/26/12		P01329049

Firm's name ▶ PERKINS & COMPANY, P.C. — Firm's EIN ▶ 93-0928924

Firm's address ▶ 1211 SW FIFTH AVE, SUITE 1000
PORTLAND, OR 97204-3710 — Phone no. (503) 221-0336

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GROWING GARDENS 2203 NE OREGON STREET PORTLAND, OR 97232	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
KENYON PARENTS FUND KENYON COLLEGE GAMBIER, OH 43022	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
KUKIO COMMUNITY FUND 1164 BISHOP STREET, SUITE 800 HONOLULU, HI 96813	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
LIBRARY FOUNDATION 620 SW FIFTH AVENUE, SUITE 1025 PORTLAND, OR 97204	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,000.
LITERARY ARTS 219 NW 12TH AVE SUITE 201 PORTLAND, OR 97209	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,000.
LOAVES AND FISHES PO BOX 19477 PORTLAND, OR 97280	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,500.
MD ANDERSON CANCER CENTER PO BOX 4486 HOUSTON, TX 77210	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
METROPOLITAN FAMILY SERVICES 1808 SE BELMONT PORTLAND, OR 97214	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	33,000.
OHSU CENTER FOR WOMEN'S HEALTH 3181 SW SAM JACKSON PARK ROAD PORTLAND, OR 97239	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,000.
OHSU PARKINSON'S CENTER OF OREGON 1121 SW SALMON STREET, SUITE 200 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	15,000.
Total from continuation sheets				118,750.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
OREGON COUNCIL FOR THE HUMANITIES 812 SW WASHINGTON, SUITE 225 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,750.
OREGON EPISCOPAL SCHOOL 6300 SW NICOL ROAD PORTLAND, OR 97223	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
OREGON FOOD BANK PO BOX 55370 PORTLAND, OR 97238	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
OREGON HISTORICAL SOCIETY 1200 SW PARK AVENUE PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,500.
OREGON HUMANE SOCIETY 1067 NE COLUMBIA BLVD. PORTLAND, OR 97211	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVE. PORTLAND, OR 97219	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	5,500.
PARKINSON'S RESOURCES OF OREGON 3975 MERCANTILE DR., SUITE 154 LAKE OSWEGO, OR 97035	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,000.
PORTLAND ART MUSEUM 1219 SW PARK AVE PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	9,000.
RIVERDALE SCHOOL DISTRICT FOUNDATION PO BOX 69015 PORTLAND, OR 97239	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
THE FRESHWATER TRUST 65 SW YAMHILL STREET, SUITE 200 PORTLAND, OR 97204	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNIVERSITY OF OREGON PRESIDENT'S FUND PO BOX 3346 EUGENE, OR 97403	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	8,500.
USC MARSHALL PO BOX 80354 LOS ANGELES, CA 90099	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	3,500.
WORLD AFFAIRS COUNCIL OF OREGON 620 SW MAIN STREET, SUITE 333 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	4,000.
WRITE AROUND PORTLAND 917 SW OAK ST #406 PORTLAND, OR 97205	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,000.
Total from continuation sheets				

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	OSTERWEIS CAPITAL MANAGEMENT - SEE ATTACHMENT		VARIOUS	VARIOUS
b	OSTERWEIS CAPITAL MANAGEMENT - SEE ATTACHMENT		VARIOUS	VARIOUS
c	NESTLE SA		08/02/06	02/09/11
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
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	382,125.		314,798.	67,327.
b	178,898.		202,876.	<23,978.>
c	39.			39.
d	9,468.			9,468.
e				
f				
g				
h				
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

	(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				67,327.
b				<23,978.>
c				39.
d				9,468.
e				
f				
g				
h				
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	52,856.
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

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05-01-11

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

SOURCE	AMOUNT
CITIBANK, NA	11,560.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,560.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIBANK, NA	124,809.	9,468.	115,341.
TOTAL TO FM 990-PF, PART I, LN 4	124,809.	9,468.	115,341.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,750.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,750.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	9,488.	9,488.		0.
CUSTODY FEE	1,489.	1,489.		0.
BANK FEES	54.	54.		0.
TO FORM 990-PF, PG 1, LN 16C	11,031.	11,031.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	1,471.	0.		0.
FOREIGN TAX PAID	404.	404.		0.
QUARTERLY ESTIMATES - FEDERAL	4,400.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,275.	404.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OREGON CORPORATE FILING FEE	50.	0.		0.
OREGON DEPT OF JUSTICE	366.	0.		0.
ADR/FOREIGN FEES	25.	25.		0.
TO FORM 990-PF, PG 1, LN 23	441.	25.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT B	799,622.	799,662.
TOTAL TO FORM 990-PF, PART II, LINE 10B	799,622.	799,662.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT B	1,754,661.	1,754,661.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,754,661.	1,754,661.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST AND DIVIDENDS	3,205.	2,487.	2,487.
TO FORM 990-PF, PART II, LINE 15	3,205.	2,487.	2,487.

Johnson Family Foundation
EIN: 93-6310704
Tax Year 2011

OSTERWEIS CAPITAL MANAGEMENT
REALIZED CAPITAL GAINS AND LOSSES
FOR PERIOD BEGINNING 1/01/11 AND ENDING 12/31/11

NO OF SHARES OR FACE VALUE OF BONDS	SECURITY	PURCHASES TRADE DATE	PURCHASES AMOUNT	SALES TRADE DATE	SALES AMOUNT	REALIZED SHORT-TERM GAIN/LOSS	REALIZED LONG-TERM GAIN/LOSS
Security Sales							
15	AGILENT TECHNOLOGIES INC	01/06/09	270 80	04/14/11	688 30		417 50
95	AGILENT TECHNOLOGIES INC	01/07/09	1,722 23	04/14/11	4,359 17		2,636 94
75	AGILENT TECHNOLOGIES INC	01/07/09	1 359 65	06/14/11	3,678 55		2,318 90
70	AGILENT TECHNOLOGIES INC	01/07/09	1,269 01	06/15/11	3,360 61		2,091 60
5	AGILENT TECHNOLOGIES INC	01/07/09	90 64	06/17/11	239 69		149 05
50	AGILENT TECHNOLOGIES INC	04/03/09	822 16	06/17/11	2,396 99		1,574 83
50	AGILENT TECHNOLOGIES INC	04/03/09	822 16	06/20/11	2,394 61		1,572 45
105	AGILENT TECHNOLOGIES INC	04/03/09	1,726 54	08/10/11	3,454 34		1,727 80
80	AGILENT TECHNOLOGIES INC	04/06/09	1 281 18	08/10/11	2,631 88		1 350 70
235	AGILENT TECHNOLOGIES INC	05/15/09	4 132 92	08/10/11	7,731 13		3,598 21
780	**AGILENT TECHNOLOGIES INC.**		**13,497 29**		**30,935.27**	**0.00**	**17,437.98**
60	APACHE CORP	07/21/10	5,268 27	08/08/11	5,929 38		661 11
60	**APACHE CORP**		**5,268.27**		**5,929 38**	**0 00**	**661.11**
205	AVERY DENNISON CORP	09/25/09	7,200 59	08/08/11	5,482 55		-1,718 04
35	AVERY DENNISON CORP	09/25/09	1,229 37	08/09/11	913 13		-316 24
20	AVERY DENNISON CORP	09/25/09	702 49	08/09/11	526 83		-175 66
245	AVERY DENNISON CORP	12/22/09	9,080 24	08/09/11	6,453 68		-2,626 56
40	AVERY DENNISON CORP	02/01/10	1,346 94	08/09/11	1,053 67		-293 27
75	AVERY DENNISON CORP	02/01/10	2,525 52	08/10/11	1,964 42		-561 10
620	**AVERY DENNISON CORP**		**22,085.15**		**16,394 28**	**0.00**	**-5,690.87**
75 000	BROWN SHOE COMPANY INC CORP	07/18/08	74,814 76	05/11/11	75,281 25		466 49
75,000	**BROWN SHOE COMPANY INC CORP**		**74,814 76**		**75,281 25**	**0.00**	**466.49**
255	CA INC	04/06/10	5 949 20	06/09/11	5 610 07		-339 13
240	CA INC	04/06/10	5,599 25	06/10/11	5,192 06		-407 19
160	CA INC	04/06/10	3,732 83	06/13/11	3,433 59		-299 24
180	CA INC	04/06/10	4,199 44	06/14/11	3 894 17		-305 27
835	**CA INC**		**19,480 72**		**18,129.89**	**0 00**	**-1,350.83**
1	CITIGROUP INC	12/06/10	21 75	05/12/11	22 00	0 25	
47	CITIGROUP INC	12/06/10	2,022 75	11/10/11	1,348 43	-674 32	
400	CITIGROUP INC	12/07/10	18,462 65	11/10/11	11,599 49	-6,863 16	
169	CITIGROUP INC	01/07/11	8 399 83	11/10/11	4,886 29	-3 513 54	
105	CITIGROUP INC	07/14/11	4,120 31	11/10/11	3,044 87	-1,075 44	
80	CITIGROUP INC	07/15/11	3,176 31	11/10/11	2,319 91	-856 40	
801	**CITIGROUP INC**		**36,203.60**		**23,220 99**	**-12,982.61**	
20	COMPUTER SCIENCES CORP	12/27/10	985 74	04/26/11	993 27	7 53	
30	COMPUTER SCIENCES CORP	12/27/10	1 478 60	04/27/11	1,503 37	24 77	

Johnson Family Foundation
EIN: 93-6310704
Tax Year 2011

OSTERWEIS CAPITAL MANAGEMENT
REALIZED CAPITAL GAINS AND LOSSES
FOR PERIOD BEGINNING 1/01/11 AND ENDING 12/31/11

		PURCHASES		SALES		REALIZED	
NO OF SHARES OR FACE VALUE OF BONDS	SECURITY	TRADE DATE	AMOUNT	TRADE DATE	AMOUNT	SHORT-TERM GAIN/LOSS	LONG-TERM GAIN/LOSS
5	COMPUTER SCIENCES CORP	12/28/10	247 21	04/27/11	250 56	3 35	
40	COMPUTER SCIENCES CORP	12/28/10	1,977 64	08/08/11	1,252 90	-724 74	
30	COMPUTER SCIENCES CORP	01/03/11	1 516 55	08/08/11	939 67	-576 88	
80	COMPUTER SCIENCES CORP	01/04/11	4,058 14	08/08/11	2,505 79	-1,552 35	
50	COMPUTER SCIENCES CORP	01/07/11	2,596 71	08/08/11	1,566 12	-1,030 59	
95	COMPUTER SCIENCES CORP	01/10/11	4 938 50	08/08/11	2 975 63	-1,962 87	
45	COMPUTER SCIENCES CORP	01/11/11	2,331 55	08/08/11	1,409 51	-922 04	
30	COMPUTER SCIENCES CORP	01/12/11	1,577 25	08/08/11	939 67	-637 58	
5	COMPUTER SCIENCES CORP	01/13/11	263 25	08/08/11	156 61	-106 64	
55	COMPUTER SCIENCES CORP	01/13/11	2 895 69	08/09/11	1,713 24	-1 182 45	
35	COMPUTER SCIENCES CORP	01/14/11	1,860 27	08/09/11	1,090 25	-770 02	
30	COMPUTER SCIENCES CORP	01/18/11	1,615 38	08/09/11	934 50	-680 88	
20	COMPUTER SCIENCES CORP	01/19/11	1,066 87	08/09/11	622 99	-443 88	
15	COMPUTER SCIENCES CORP	01/19/11	800 15	08/10/11	406 87	-393 28	
80	COMPUTER SCIENCES CORP	06/17/11	3,074 88	08/10/11	2,169 96	-904 92	
665	**COMPUTER SCIENCES CORP**		**33,284.38**		**21,430.91**	**-11,853.47**	
405	COMPUWARE CORP	01/22/10	3 323 71	01/20/11	4 762 86	1,439 15	
455	COMPUWARE CORP	01/22/10	3,734 05	01/21/11	5,263 28	1,529 23	
240	COMPUWARE CORP	01/22/10	1,969 61	02/25/11	2,656 98		687 37
45	COMPUWARE CORP	01/22/10	369 30	04/26/11	504 38		135 08
75	COMPUWARE CORP	01/22/10	615 50	04/27/11	838 80		223 30
170	COMPUWARE CORP	02/01/10	1,295 79	04/27/11	1,901 27		605 48
55	COMPUWARE CORP	02/01/10	419 23	04/28/11	616 88		197 65
100	COMPUWARE CORP	02/02/10	754 66	04/28/11	1,121 58		366 92
1,545	**COMPUWARE CORP**		**12,481 85**		**17,666 03**	**2,968.38**	**2,215.80**
905	CROWN HOLDINGS INC	04/27/06	14 669 60	03/17/11	33 394 57		18,724 97
905	**CROWN HOLDINGS INC**		**14,669 60**		**33,394 57**	**0 00**	**18,724.97**
190	DIAGEO PLC-ADR	02/16/06	11,551 64	02/08/11	15,278 80		3,727 16
315	DIAGEO PLC-ADR	02/16/06	19,151 40	02/09/11	25,366 46		6,215 06
505	**DIAGEO PLC-ADR**		**30,703.04**		**40,645.26**	**0.00**	**9,942.22**
3,000	DURECT CORPORATION	09/27/00	36,000 00	04/28/11	10,450 00		-25,550 00
2 500	DURECT CORPORATION	01/18/01	20,625 00	04/28/11	8,708 33		-11 916 67
5,500	**DURECT CORPORATION**		**56,625.00**		**19,158.33**	**0.00**	**-37,466.67**
35	FMC CORP	01/15/10	1,860 44	01/05/11	2 722 37	861 93	
25	FMC CORP	01/15/10	1 328 89	01/06/11	1,944 58	615 69	
45	FMC CORP	01/15/10	2,392 00	01/07/11	3,459 48	1,067 48	
40	FMC CORP	01/19/10	2,158 35	01/07/11	3,075 08	916 73	

Johnson Family Foundation
EIN: 93-6310704
Tax Year 2011

OSTERWEIS CAPITAL MANAGEMENT
REALIZED CAPITAL GAINS AND LOSSES
FOR PERIOD BEGINNING 1/01/11 AND ENDING 12/31/11

NO OF SHARES OR FACE VALUE OF BONDS	SECURITY	PURCHASES TRADE DATE	PURCHASES AMOUNT	SALES TRADE DATE	SALES AMOUNT	REALIZED SHORT-TERM GAIN/LOSS	REALIZED LONG-TERM GAIN/LOSS
145	**FMC CORP**		**7,739 68**		**11,201 51**	**3,461.83**	
345	HEWLETT-PACKARD CO	11/29/10	14 715 94	09/26/11	7,848 64	-6,867 30	
115	HEWLETT-PACKARD CO	12/02/10	4,925 74	09/26/11	2,616 21	-2,309 53	
15	HEWLETT-PACKARD CO	01/13/11	684 27	09/26/11	341 24	-343 03	
475	**HEWLETT-PACKARD CO**		**20,325.95**		**10,806 09**	**-9,519 86**	
10	HONEYWELL INC	04/23/10	474 76	01/14/11	545 65	70 89	
45	HONEYWELL INC	04/23/10	2,136 40	01/20/11	2,458 98	322 58	
145	HONEYWELL INC	04/23/10	6,883 94	01/21/11	7,918 48	1,034 54	
200	**HONEYWELL INC**		**9,495.10**		**10,923 11**	**1,428 01**	
70	BAYER AG	05/19/09	3,684 00	10/17/11	4,213 00		529 00
70	**BAYER AG**		**3,684 00**		**4,213 00**	**0 00**	**529 00**
340	MEDTRONIC INC	01/28/11	13,131 35	12/15/11	12,074 86	-1,056 49	
65	MEDTRONIC INC	01/28/11	2 510 40	12/16/11	2 295 13	-215 27	
405	**MEDTRONIC INC**		**15,641 75**		**14,369 99**	**-1,271.76**	
270	MICROSOFT CORP	12/02/10	7 216 43	08/12/11	6,763 01	-453 42	
850	MICROSOFT CORP	12/02/10	22,718 37	08/19/11	20,750 40	-1,967 97	
130	MICROSOFT CORP	01/13/11	3,663 76	08/19/11	3,173 59	-490 17	
1,250	**MICROSOFT CORP**		**33,598 56**		**30,687.00**	**-2,911.56**	
145	NALCO HOLDING CO	07/29/09	2,520 30	04/28/11	4,183 36		1,663 06
5	NALCO HOLDING CO	07/29/09	86 91	04/29/11	144 71		57 80
75	NALCO HOLDING CO	07/30/09	1,338 32	04/29/11	2,170 68		832 36
180	NALCO HOLDING CO	08/11/09	3,148 56	04/29/11	5,209 61		2,061 05
100	NALCO HOLDING CO	08/11/09	1 749 20	05/02/11	2 908 02		1 158 82
5	NALCO HOLDING CO	10/07/10	128 17	05/02/11	145 40	17 23	
80	NALCO HOLDING CO	10/07/10	2,050 69	05/03/11	2,305 42	254 73	
590	**NALCO HOLDING CO**		**11,022 15**		**17,067.20**	**271.96**	**5,773 09**
275	NESTLE SA-REG	08/02/06	9,131 02	02/09/11	14,558 82		5,427 80
275	**NESTLE SA-REG**		**9,131 02**		**14,558.82**	**0 00**	**5,427 80**
245	QUALCOMM INC	07/22/10	9,560 15	01/27/11	13,421 01	3,860 86	
245	**QUALCOMM INC**		**9,560.15**		**13,421 01**	**3,860 86**	
70	REGAL ENTERTAINMENT GROUP-A	02/08/11	913 18	09/23/11	878 08	-35 10	
120	REGAL ENTERTAINMENT GROUP-A	02/09/11	1 569 82	09/23/11	1,505 29	-64 53	
70	REGAL ENTERTAINMENT GROUP-A	03/07/11	949 03	09/23/11	878 08	-70 95	
55	REGAL ENTERTAINMENT GROUP-A	03/08/11	752 89	09/23/11	689 93	-62 96	
60	REGAL ENTERTAINMENT GROUP-A	03/10/11	818 86	09/23/11	752 64	-66 22	

Johnson Family Foundation
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Tax Year 2011

OSTERWEIS CAPITAL MANAGEMENT
REALIZED CAPITAL GAINS AND LOSSES
FOR PERIOD BEGINNING 1/01/11 AND ENDING 12/31/11

		PURCHASES		SALES		REALIZED	
NO OF SHARES OR FACE VALUE OF BONDS	SECURITY	TRADE DATE	AMOUNT	TRADE DATE	AMOUNT	SHORT-TERM GAIN/LOSS	LONG-TERM GAIN/LOSS
260	REGAL ENTERTAINMENT GROUP-A	03/14/11	3,534 49	09/23/11	3,261 45	-273 04	
115	REGAL ENTERTAINMENT GROUP-A	03/15/11	1,561 13	09/23/11	1,442 57	-118 56	
10	REGAL ENTERTAINMENT GROUP-A	03/15/11	135 75	09/26/11	128 81	-6 94	
175	REGAL ENTERTAINMENT GROUP-A	03/17/11	2,385 90	09/26/11	2,254 05	-131 85	
85	REGAL ENTERTAINMENT GROUP-A	03/18/11	1,160 99	09/26/11	1,094 83	-66 16	
115	REGAL ENTERTAINMENT GROUP-A	03/22/11	1,573 37	09/26/11	1 481 24	-92 13	
100	REGAL ENTERTAINMENT GROUP-A	03/22/11	1,368 15	10/04/11	1,199 48	-168 67	
150	REGAL ENTERTAINMENT GROUP-A	03/23/11	2,025 18	10/04/11	1,799 21	-225 97	
75	REGAL ENTERTAINMENT GROUP-A	03/24/11	1 027 58	10/04/11	899 61	-127 97	
45	REGAL ENTERTAINMENT GROUP-A	03/25/11	620 96	10/04/11	539 76	-81 20	
1,505	**REGAL ENTERTAINMENT GROUP-A**		**20,397 28**		**18,805 03**	**-1,592.25**	
19,000	RSC EQUIPMENT RENTAL CORP	06/17/08	17,313 04	02/21/11	19,902 50		2,589 46
19,000	**RSC EQUIPMENT RENTAL CORP**		**17,313.04**		**19,902.50**	**0.00**	**2,589.46**
55	TARGA RESOURCES CORP	12/06/10	1,210 00	04/28/11	1,968 52	758 52	
160	TARGA RESOURCES CORP	12/06/10	3,520 00	04/29/11	5,632 05	2,112 05	
90	TARGA RESOURCES CORP	12/06/10	1 980 00	05/02/11	3,087 12	1,107 12	
305	**TARGA RESOURCES CORP**		**6,710.00**		**10,687 69**	**3,977.69**	
55	TRANSATLANTIC HOLDINGS INC	06/04/09	2 090 00	08/12/11	2,744 28		654 28
20	TRANSATLANTIC HOLDINGS INC	06/04/09	760 00	08/15/11	1,020 32		260 32
25	TRANSATLANTIC HOLDINGS INC	06/05/09	1,013 13	08/15/11	1,273 98		260 85
5	TRANSATLANTIC HOLDINGS INC	06/05/09	202 63	08/15/11	255 07		52 44
20	TRANSATLANTIC HOLDINGS INC	06/05/09	810 51	11/04/11	1,076 46		265 95
125	**TRANSATLANTIC HOLDINGS INC**		**4,876.27**		**6,370.11**	**0.00**	**1,493.84**
460	VALEANT PHARMA INTL INC	12/27/07	0 00	02/25/11	18,544 17		18,544 17
85	VALEANT PHARMA INTL INC	12/27/07	0 00	06/22/11	4,390 07		4,390 07
230	VALEANT PHARMA INTL INC	12/27/07	0 00	06/23/11	11,800 06		11,800 06
35	VALEANT PHARMA INTL INC	12/27/07	0 00	06/27/11	1,768 96		1,768 96
30	VALEANT PHARMA INTL INC	12/27/07	0 00	09/06/11	1,292 59		1,292 59
95	VALEANT PHARMA INTL INC	12/27/07	0 00	09/07/11	4,183 62		4 183 62
935	**VALEANT PHARMA INTL INC**		**0 00**		**41,979.47**	**0.00**	**41,979.47**
270	WILLIAMS COS INC	01/06/10	6 033 45	03/17/11	7,954 20		1,920 75
120	WILLIAMS COS INC	01/06/10	2,681 53	08/08/11	3,048 10		366 57
650	WILLIAMS COS INC	01/06/10	14,524 96	09/22/11	16,240 07		1,715 11
160	WILLIAMS COS INC	01/07/10	3 577 55	09/22/11	3 997 55		420 00
70	WILLIAMS COS INC	01/07/10	1 565 18	09/23/11	1,736 20		171 02
20	WILLIAMS COS INC	10/07/10	387 36	09/23/11	496 06	108 70	
15	WILLIAMS COS INC	10/08/10	295 66	09/23/11	372 04	76 38	

Johnson Family Foundation
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Tax Year 2011

OSTERWEIS CAPITAL MANAGEMENT
REALIZED CAPITAL GAINS AND LOSSES
FOR PERIOD BEGINNING 1/01/11 AND ENDING 12/31/11

		PURCHASES		SALES		REALIZED	
NO OF SHARES OR FACE VALUE OF BONDS	SECURITY	TRADE DATE	AMOUNT	TRADE DATE	AMOUNT	SHORT-TERM GAIN/LOSS	LONG-TERM GAIN/LOSS
1,305	WILLIAMS COS INC		29,065 69		33,844.22	185 08	4,593 45
Subtotal for Security Sales			517,674 30		561,022 91	-23,977.70	67,326 31

Your current portfolio's default sale method is on a First In First Out basis

The gain/loss estimates provided are based on our unaudited internal records, are provided to you for general informational purposes only, and are not intended to replace your official transaction records You account custodian maintains your official transaction records and will report its own realized gain/loss information to the IRS Osterweis Capital Management does not provide custody or tax reporting services Please contact your account custodian and/or tax adviser to assist you with the preparation of your tax return documents

Gain/Loss includes amortization/accretion of bond premiums/discounts

Please check with your tax advisor regarding the gain/loss and cost basis for Limited Partnerships (MLP's) Real Estate Investment Trusts (REIT's), mutual funds spin-offs, mergers & acquisitions, or return of capital distributions

The preceding information does not isolate the portion of gains and losses on investments which is due to changes in foreign exchange rates from the portion that is due to changes in market prices of the investments Such fluctuations are included with the net realized and unrealized gains and losses from investments

All values are stated in U S dollars

Johnson Family Foundation
EIN: 93-6310704
Tax Year 2011
Statement B

Portfolio Summary

As Of 12/31/2011

	Book Value	Market Value	% of Grand Total	Annual Income	YTW/ Current Yield
LIQUID ASSETS	207,181	207,181	7.50	21	0.01
FIXED INCOME	1,647,846	1,754,661	63.48	102,977	5.73
EQUITIES	658,613	799,622	28.93	17,743	2.22
TOTAL PORTFOLIO	2,513,640	2,761,464	99.91	120,741	4.29
BOND ACCRUALS		641	0.02		
DIVIDEND ACCRUALS		1,846	0.07		
GRAND TOTAL	2,513,640	2,763,951	100.00		

Johnson Family Foundation
EIN: 93-6310704
Tax Year 2011
Statement B

Portfolio Detail
As Of 12/31/2011

Shares	Description	Rating	BV Unit Cost	Book Value	Market Price	Market Value	% of Grand Total	Annual Income	YTW/ Current Yield
	LIQUID ASSETS								
	❖ **CASH**								
207,181	WESTERN ASSET/CITI INSTIT US TREAS RESRV		1.00	207,181	1 00	207,181	7.50	21	0.01
	TOTAL CASH			207,181		207,181	7.50	21	0.01
	TOTAL LIQUID ASSETS			207,181		207,181	7.50	21	0.01
	FIXED INCOME								
	❖ **CORPORATE BONDS**								
81,000	RSC EQUIPMENT RENTAL CORP	Caa1	92.80	75,169	102.75	83,228	3.01	7,695	6.36
	9.500 12/01/2014								
	CALLABLE ON 12/01/2012 AT 100.000								
	TOTAL CORPORATE BONDS			75,169		83,228	3.01	7,695	6.36
	❖ **MUTUAL FUNDS FIXED INCOME FOCUSED**								
147,523	THE OSTERWEIS STRATEGIC INCOME FUND		10.66	1,572,677	11.33	1,671,433	60.47	95,282	5.70
	TOTAL MUTUAL FUNDS FIXED INCOME FOCUSED			1,572,677		1,671,433	60.47	95,282	5.70
	TOTAL FIXED INCOME			1,647,846		1,754,661	63.48	102,977	5 73
	EQUITIES								
	❖ **ASSETS**								
1,040	AIR LEASE CORP		26.13	27,171	23.71	24,658	0.89	0	0.00
1,085	AMERICAN WATER WORKS CO INC		19.57	21,235	31.86	34,568	1.25	998	2.89
195	APACHE CORP		92.10	17,959	90.58	17,663	0.64	117	0.66
1,200	ATMEL CORP		8.99	10,792	8.10	9,720	0.35	0	0.00
690	AVNET INC		29.41	20,294	31.09	21,452	0.78	0	0.00

Portfolio Detail
As Of 12/31/2011

Shares	Description	Rating	BV Unit Cost	Book Value	Market Price	Market Value	% of Grand Total	Annual Income	YTW/ Current Yield
EQUITIES									
❖ ASSETS									
480	BAYER AG		57.06	27,389	63.81	30,630	1.11	876	2.86
1,470	CINEMARK HOLDINGS INC		19.55	28,731	18.49	27,180	0.98	1,235	4.54
3,510	COMPUWARE CORP		8.01	28,128	8.32	29,203	1.06	0	0.00
1,120	COSAN LTD-CLASS A SHARES		8.40	9,404	10.96	12,275	0.44	315	2.56
1,110	CROWN HOLDINGS INC		16.21	17,993	33.58	37,274	1.35	0	0.00
320	DIAGEO PLC-ADR		60.80	19,455	87.42	27,974	1.01	830	2.97
960	DIGITALGLOBE INC		17.78	17,067	17.11	16,426	0.59	0	0.00
605	FIRST REPUBLIC BANK/SAN FRAN		27.95	16,912	30.61	18,519	0.67	0	0.00
470	GEN-PROBE INC		37.78	17,755	59.12	27,786	1.01	0	0.00
50	HEALTHSOUTH CORP PREFER STK	NR	442.09	22,105	877.50	43,875	1.59	3,250	7.41
445	HEWLETT-PACKARD CO.		34.64	15,416	25.76	11,463	0.41	214	1.86
445	JOHNSON & JOHNSON		59.78	26,601	65.58	29,183	1.06	1,015	3.48
960	KINDER MORGAN INC		30.98	29,737	32.17	30,883	1.12	1,152	3.73
645	KRAFT FOODS INC-A		31.79	20,507	37.36	24,097	0.87	748	3.10
1,260	MARKS & SPENCER PLC-ADR		11.64	14,668	9.67	12,180	0.44	645	5.30
350	NOVARTIS AG-ADR		60.04	21,015	57.17	20,010	0.72	702	3.51
330	OCCIDENTAL PETROLEUM CORP		73.79	24,350	93.70	30,921	1.12	607	1.96
1,630	QUESTAR CORP		13.39	21,821	19.86	32,372	1.17	1,060	3.27
1,160	REPUBLIC SERVICES INC		28.20	32,713	27.55	31,958	1.16	1,021	3.19
930	SAFEWAY INC		20.13	18,720	21.04	19,567	0.71	539	2.76
1,275	SPIRIT AEROSYSTEMS HOLD-CL A		22.51	28,705	20.78	26,495	0.96	0	0.00
1,110	SYMETRA FINANCIAL CORP		12.78	14,189	9.07	10,068	0.36	266	2.65
500	TELEFLEX INC		52 52	26,261	61.29	30,645	1.11	680	2.22
530	TRANSATLANTIC HOLDINGS INC		51 61	27,354	54.73	29,007	1.05	466	1.61
955	UNILEVER N V - NY SHARES		19.21	18,348	34.37	32,823	1.19	1,007	3.07

Johnson Family Foundation
EIN: 93-6310704
Tax Year 2011
Statement B

Portfolio Detail
As Of 12/31/2011

Shares	Description	Rating	BV Unit Cost	Book Value	Market Price	Market Value	% of Grand Total	Annual Income	YTW/ Current Yield
	EQUITIES								
	ASSETS								
685	VALEANT PHARMA INTL INC		0.00	0	46.69	31,983	1.16	0	0 00
895	WEBSENSE INC	Aaa	17.68	15,821	18.73	16,763	0.61	0	0.00
	TOTAL ASSETS			658,613		799,622	28.93	17,743	2.22
	TOTAL EQUITIES			658,613		799,622	28.93	17,743	2.22
	TOTAL PORTFOLIO			2,513,640		2,761,464	99.91	120,741	4.29
	BOND ACCRUALS					641	0 02		
	DIVIDEND ACCRUALS					1,846	0.07		
	GRAND TOTAL					2,763,951	100.00		

Form **8868** (Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	JOHNSON FAMILY FOUNDATION	[X] 93-6310704
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 12621 SW EDGECLIFF RD	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PORTLAND, OR 97219	

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 ▶ DAVID J. JOHNSON
12621 SW EDGECLIFF RD. - PORTLAND, OR 97219
Telephone No. ▶ 503-675-1127 FAX No. ▶
- 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, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2011 or
▶ [ ] tax year beginning ____, and ending ____.

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	$ 3,366.
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	$ 4,400.
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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2012)

123841
01-04-12