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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning

, 2011, and ending

G.A.G. CHARITABLE CORPORATION
2240 ENCINITAS BLVD. #D-325
ENCINITAS, CA 92024

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method Cash Accrual
 Other (specify)
 ► \$ 2,061,444. (Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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REVENUE	1 Contributions, gifts, grants, etc, received (att sch)			
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	3 Interest on savings and temporary cash investments	13.	13.	N/A
	4 Dividends and interest from securities	59,090.	59,090.	
	5a Gross rents.			
	b Net rental income or (loss)			
	6a Net gain/(loss) from sale of assets not on line 10	-44,140.		
	b Gross sales price for all assets on line 6a	192,225.		
	7 Capital gain net income (from Part IV, line 2)		0.	RECEIVED
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
	b Less Cost of goods sold			NOV 21 2012
	c Gross profit/(loss) (att sch)			OGDPN, 111
	11 Other income (attach schedule)			
	SEE STATEMENT 1	527.	527.	
	12 Total. Add lines 1 through 11	15,490.	59,630.	39,900.
ADMINISTRATIVE OPERATING AND EXPENSES	13 Compensation of officers, directors, trustees, etc	70,000.	30,100.	
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach sch)			
	c Other prof fees (attach sch)	SEE ST 2	9,154.	3,051.
	17 Interest			
	18 Taxes (attach schedule)(see instrs)	478.		
	19 Depreciation (attach sch) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	SEE STATEMENT 4	7,054.	3,247.	3,807.
	24 Total operating and administrative expenses. Add lines 13 through 23	89,738.	42,501.	46,758.
	25 Contributions, gifts, grants paid PART XV	49,950.		49,950.
	26 Total expenses and disbursements. Add lines 24 and 25	139,688.	42,501.	96,708.
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	-124,198.		
	b Net investment income (if negative, enter -0-)		17,129.	
	c Adjusted net income (if negative, enter 0-)			

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1	Cash – non-interest-bearing	3,003.	8,874.	8,874.
	2	Savings and temporary cash investments	161,334.	168,668.	168,668.
	3	Accounts receivable	3,600.		
		Less allowance for doubtful accounts	2,160.	3,600.	3,600.
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	4,434.	4,246.	4,246.
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	1,235,367.	1,117,490.	1,267,536.
	c	Investments – corporate bonds (attach schedule)	604,267.	583,489.	608,520.
	11	Investments – land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	2,010,565.	1,886,367.	2,061,444.
L I A B I L T I E S	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>		
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>		
	27	Capital stock, trust principal, or current funds	2,010,565.	1,886,367.	
	28	Paid-in or capital surplus, or land, building, and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,010,565.	1,886,367.	
	31	Total liabilities and net assets/fund balances (see instructions)	2,010,565.	1,886,367.	

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	2,010,565.
2	Enter amount from Part I, line 27a	2	-124,198.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,886,367.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,886,367.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a MASSMUTUAL-CAP GAIN-LT			P	VARIOUS	VARIOUS
b SCHWAB-CAP GAIN DIST-LT			P	VARIOUS	VARIOUS
c PUBLICLY TRADED SECURITIES-ST			P	VARIOUS	VARIOUS
d PUBLICLY TRADED SECURITIES-LT			P	VARIOUS	VARIOUS
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 440.				440.	
b 4,119.				4,119.	
c 4,177.		4,014.		163.	
d 183,489.		232,351.		-48,862.	
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a				440.	
b				4,119.	
c				163.	
d				-48,862.	
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-44,140.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	163.	
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	100,013.	2,059,401.	0.048564
2009	103,737.	1,880,345.	0.055169
2008	133,475.	2,200,255.	0.060663
2007	128,923.	2,665,756.	0.048363
2006	141,252.	2,614,012.	0.054036

2 Total of line 1, column (d)	2	0.266795
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.053359
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,087,374.
5 Multiply line 4 by line 3	5	111,380.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	171.
7 Add lines 5 and 6	7	111,551.
8 Enter qualifying distributions from Part XII, line 4	8	96,708.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	
Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1 343.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2 0.
3	Add lines 1 and 2	3 343.
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-		5 343.
6 Credits/Payments		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 1,528.
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 1,528.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 0.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,185.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ► 1,185. Refunded	11 0.

Part VII-A | Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1 a		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	1 b	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

	1 c	X
--	-----	---

c Did the foundation file Form 1120-POL for this year?

	2	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.

	3	X
--	---	---

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

	4 a	X
--	-----	---

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

	4 b	N/A
--	-----	-----

If 'Yes,' attach a detailed description of the activities

	5	X
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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

	6	X
--	---	---

4 a Did the foundation have unrelated business gross income of \$1 000 or more during the year?

	7	X
--	---	---

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

	8 a	
--	-----	--

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

	8 b	X
--	-----	---

If 'Yes,' attach the statement required by General Instruction T

	9	X
--	---	---

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

	10	X
--	----	---

• By language in the governing instrument, or

	10	X
--	----	---

• 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?

	10	X
--	----	---

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

	10	X
--	----	---

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

CA

	10	X
--	----	---

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

	10	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

	10	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)

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 ► <u>N/A</u>			
14	The books are in care of ► <u>KEITH M. SPRAGUE, C.P.A.</u> Telephone no ► <u>(559) 625-0320</u> Located at ► <u>822 W. CENTER, VISALIA, CA</u> ZIP + 4 ► <u>93291</u>		
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	N/A	► <u>15</u> 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?	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input 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
1b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4947(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		X
1c	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 ► <u>20__ , 20__ , 20__ , 20__</u>	<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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__ , 20__ , 20__ , 20__</u>		
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

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))?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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)?	5b	N/A			
Organizations relying on a current notice regarding disaster assistance check here	> <input type="checkbox"/>				
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	<input type="checkbox"/>	Yes	<input type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	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 (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOROTHY SALANT 500 SUMMIT AVENUE MILL VALLEY, CA 94941	PRESIDENT 5.00	30,000.	0.	0.
PETER SALANT 5288 LITTLE APPLEGATE JACKSONVILLE, OR 97530	CFO 4.00	20,000.	0.	0.
ANTHONY SALANT 7668 EL CAMINO REAL #104-608 CARLSBAD, CA 92009	SECRETARY 4.00	20,000.	0.	0.
-----	-----	-----	-----	-----

2 Compensation of five highest-paid employees (other than those included on line 1 see instructions). If none, enter 'NONE.'				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
Total number of other employees paid over \$50,000				0

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

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

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

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

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 (see instructions)

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

All other program-related investments See instructions

3 _____

Total. Add lines 1 through 3 ► 0.

Total. Add lines 1 through 3

0.

BAA

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities	1a	2,073,800.
b Average of monthly cash balances	1b	38,140.
c Fair market value of all other assets (see instructions)	1c	7,221.
d Total (add lines 1a, b, and c)	1d	2,119,161.
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	2,119,161.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	31,787.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,087,374.
6 Minimum investment return. Enter 5% of line 5	6	104,369.

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	104,369.
2a Tax on investment income for 2011 from Part VI, line 5	2a	343.
b Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	343.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	104,026.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	104,026.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	104,026.

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	96,708.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	96,708.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	96,708.

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				104,026.
2 Undistributed income, if any, as of the end of 2011			89,522.	
a Enter amount for 2010 only		0.		
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010		0.		
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 96,708.			89,522.	
a Applied to 2010, but not more than line 2a				
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				7,186.
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 instructions				0.
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				96,840.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.		
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		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				

BAA

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

N/A

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling				►			
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed							
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)(ii)							
(3)	Largest amount of support from an exempt organization							
(4)	Gross investment income							

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHED SCHEDULE			SEE ATTACHED SCHEDULE	49,950.
Total			► 3a	49,950.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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	13.	
4 Dividends and interest from securities			14	59,090.	
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			1	527.	
8 Gain or (loss) from sales of assets other than inventory					-44,140.
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)				59,630.	-44,140.
13 Total Add line 12, columns (b), (d), and (e)				13	15,490.

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

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

2011

FEDERAL STATEMENTS

PAGE 1

CLIENT 3839

G.A.G. CHARITABLE CORPORATION

95-2568756

10/25/12

11 42AM

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 527.	\$ 527.	\$ 527.
TOTAL	\$ 527.	\$ 527.	\$ 527.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	\$ 12,206.	\$ 9,154.		\$ 3,051.
TOTAL	\$ 12,206.	\$ 9,154.		\$ 3,051.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON NET INVESTMENT INCOME	\$ 343.			
FILING FEES	10.			
FOREIGN TAX PAID	100.			
RRF-1 FEE	25.			
TOTAL	\$ 478.	\$ 0.		\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 40.	\$ 30.		\$ 10.
CONFERENCES	70.	52.		18.
MEMBER FEES	150.	112.		38.
OFFICE AND ADMINISTRATION	238.	178.		60.
PAYROLL TAXES	6,381.	2,744.		3,637.
POSTAGE	175.	131.		44.
TOTAL	\$ 7,054.	\$ 3,247.		\$ 3,807.

G.A.G. CHARITABLE CORPORATION

YEAR ENDED 12/31/2011

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
American Friends Service Committee 1501 Cherry St. Philadelphia, PA 19102	"	"	\$ 1,000
Americares Foundation 88 Hamilton Ave Stamford, CT 06902	"	"	1,000
Applegate ACCESS %ACCESS, Inc 3630 Aviation Way Medford, OR 97501	"	"	1,500
Camelot Theatre P.O. Box 780 Talent, OR 97540	"	"	500
Claremont-McKenna College Bauer Center, Room 322 500 E Ninth St Claremont, CA 91711	"	"	1,500
Community Resource Center 650 2nd Street Encinitas, CA 92024	"	"	1,000
Farm School Sentinel Elm Farm Moore Hill Road Athol, MA 01331	"	"	500
Fort Bragg Food Bank 910 N. Franklin St. Fort Bragg, CA 95437			750
Grand Canyon Trust 1400 16th St. NW - Suite 300 Washington, DC 20036	"	"	1,000
Halleck Creek Riding Club P.O. Box 189 Inverness, CA 94937	"	"	500

G.A.G. CHARITABLE CORPORATION

YEAR ENDED 12/31/2011

95-2568756

Relationship

Purpose of

<u>Name & Address</u>	<u>& Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Happy Trails Riding Academy P.O. Box 572 Visalia, CA 93279	"	"	\$ 500
Hospice By the Bay Foundation 17 East Sir Francis Drake Blvd Larkspur, CA 94939	"	"	250
International Crane Foundation E-11376 Shady Lane Rd, Box 447 Baraboo, WI 53913	"	"	100
Klamath-Siskiyou Wildlands Center P.O. Box 102 Ashland, OR 97520	"	"	3,000
Learning Ally 20 Roszel Rd. Princeton, NJ 08540	"	"	500
Los Angeles Family School 2646 Griffith Park Blvd Los Angeles, CA 90039	"	"	500
Maslow Project 500 Monroe St. Medford, OR 97501	"	"	500
Medford Schools Foundation P.O. Box 1126 Medford, OR 97501	"	"	1,000
Mendocino Coast Botanical Gardens 18220 No. Highway 1 Fort Bragg, CA 95437	"	"	100
Mendocino Music Festival P.O. Box 1808 Mendocino, CA 95460	"	"	300
National Alliance for the Mentally Ill, Marin 710 C St., #215 San Rafael, CA 94901	"	"	250

G.A.G. CHARITABLE CORPORATION

YEAR ENDED 12/31/2011

95-2568756

Relationship

Purpose of

& Status

Contribution

Amount

<u>Name & Address</u>	<u>Relationship</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
	"	"	\$ 4,000
National Dance Institute 594 Broadway, Room 805 New York, NY 10012	"	"	
O'Hanlon Center for the Arts 616 Throckmorton Ave. Mill Valley, CA 94941	"	"	500
Pacific Ridge School 6269 El Fuerte St. Carlsbad, CA 92009	"	"	1,500
Pesticide Action Network 965 Mission St., #514 San Francisco, CA 94103	"	"	2,000
Public Citizen Foundation 2000 P St., NW, Suite 605 Washington, DC 20036	"	"	2,750
Public Radio , Jefferson 1250 Siskiyou Blvd. Ashland, OR 97520-5025	"	"	1,000
Public Radio & Television-KPBS 5200 Campanile Dr. San Diego State University San Diego, CA 92182-5400	"	"	2,000
Public Radio & Television, KQED 2601 Mariposa St. San Francisco, CA 94110-1400	"	"	3,500
Public Radio KZYX Mendocino County Public Broadcasting P.O. Box 1 Philo, CA 95466	"	"	500
Resource Renewal Institute Building A, Fort Mason Center San Francisco, CA 94123	"	"	2,000
Rogue Valley Youth Choruses 23 South Central Ave. Medford, OR 97501	"	"	500

G.A.G. CHARITABLE CORPORATION

YEAR ENDED 12/31/2011

<u>Name & Address</u>	<u>Relationship</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
	<u>& Status</u>	"	\$ <u>Amount</u>
Ruch Elementary School 156 Upper Applegate Rd. Jacksonville, OR 97530	95-2568756	"	\$ 1,000
San Diego Youth Symphony 1650 El Prado, #207A San Diego, CA 92101	"	"	450
San Elijo Lagoon Conservancy P.O. Box 230634 Encinitas, CA 92023	"	"	1,750
San Francisco Symphony, Friends of Davis Symphony Hall 201 Van Ness San Francisco, CA 94102	"	"	750
Schepens Eye Research Institute Inc., The 20 Staniford St. Boston, MA 02114-2500	"	"	500
Schroon Lake Association Box 5 Schroon Lake, NY 12870	"	"	500
Seeds to the World P.O. Box 1847 Stockton, CA 95201	"	"	500
Southern Poverty Law Center P.O. Box 2087 Montgomery, AL 36102	"	"	2,000
St. Vincent De Paul Society of Marin P.O. Box 150527 San Rafael, CA 94915	"	"	500
Teach for America 315 W. 36th St. 7th Floor New York, NY 10018	"	"	450
Tractors for our Daily Bread 3310 Germann Drive Manhattan, KS 66503	"	"	200

G.A.G. CHARITABLE CORPORATION

YEAR ENDED 12/31/2011

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Voices for Children, Inc. 2851 Meadow Lark Dr. San Diego, CA 92123	"	"	\$ 2,400
Wild Sentry P.O. Box 172 Hamilton, MT 59840	"	"	1,000
Williams College 880 Main St. Williamstown, MA 01267	"	"	1,200
Women's Initiative 1398 Valencia St. San Francisco, CA 94110	"	"	250
			\$ <u><u>49,950</u></u>

G.A.G. Charitable Corporation

Schedule 1

December 31, 2011

Investments - Part II, Line 10b

Common Stock

	Shares	Book Value	Market Value
Energy			
160 Anadarko Petroleum	5,739	12,213	
139 Chevron Corp	12,351	14,790	
135 Conoco Phillips	7,170	9,837	
138 Exxon Mobil Corp	1,695	11,697	
85 Occidental Petroleum	7,255	7,964	
307 Oil/Gas Services ETF	12,357	10,641	
169 Royal Dutch Shell	12,363	12,352	
38 Schlumberger Ltd	3,415	2,596	
80 Suncor Engery Inc	<u>1,676</u>	<u>2,306</u>	
	<u>64,021</u>	<u>84,396</u>	
Materials			
780 SPDR Basic Mat ETF	<u>29,920</u>	<u>26,130</u>	
	<u>29,920</u>	<u>26,130</u>	
Industrials			
110 3M Company	8,696	8,990	
162 Caterpillar Inc	10,078	14,677	
229 Emerson Electric Co	11,790	10,669	
310 General Electric Co	2,696	5,552	
85 Honeywell	4,462	4,620	
85 Union Pacific	6,534	9,005	
166 United Parcel Serv	11,774	12,150	
86 United Tech Corp	<u>6,108</u>	<u>6,286</u>	
	<u>62,138</u>	<u>71,949</u>	
Consumer Discretionary			
50 Amazon Com	5,542	8,655	
432 Comcast Class A	8,484	10,243	
95 Direct TV	4,125	4,062	
310 Home Depot, Inc	2,811	13,032	
145 McDonalds Corp	8,120	14,548	
164 Target Corporation	8,984	8,400	
165 Time Warner	5,719	5,963	
265 Walt Disney Hold Co	<u>6,118</u>	<u>9,938</u>	
	<u>49,903</u>	<u>74,841</u>	

G.A.G. Charitable Corporation

Schedule 1

December 31, 2011

	Shares	Book Value	Market Value
Consumer Staples			
300 CVS Caremark Corp	5,937	12,234	
94 Coca-Cola Company	5,502	6,577	
115 Colgate-Palmolive Co.	6,704	10,625	
186 Costco Wholesale	12,229	15,498	
309 Kraft Foods	9,610	11,544	
90 Pepsico Incorporated	6,041	5,972	
134 Procter & Gamble Co	8,942	8,939	
244 Wal-Mart Stores Inc	12,238	14,581	
	<hr/>	<hr/>	<hr/>
	67,203	85,970	
Health Care			
204 Abbott Laboratories	11,282	11,471	
285 Bristol-Myers Squibb	5,350	10,044	
178 Johnson & Johnson	11,241	11,673	
105 Lilly, Eli & Co.	5,250	4,364	
105 Medtronic Inc	5,139	4,016	
220 Merck & Co Inc	9,635	8,294	
149 Nasdaq Biotech ETF	11,199	15,548	
266 Pfizer Inc	4,680	5,756	
215 United Health Group	6,525	10,896	
	<hr/>	<hr/>	<hr/>
	70,301	82,062	
Financials			
70 AFLAC	2,959	3,028	
140 American Express Co.	6,479	6,603	
415 Bank of NY Mellon	9,899	8,263	
75 Berkshire Hathaway B	7,020	5,723	
182 Citigroup Inc	6,765	4,788	
70 Goldman Sachs	8,940	6,330	
143 JP Morgan Chase	6,321	4,755	
235 Metlife Inc.	9,103	7,327	
70 PNC Financial Serv	3,649	4,037	
215 Prudential Financial	10,887	10,776	
372 US Bancorp	12,496	10,063	
299 Wells Fargo & Co	9,581	8,240	
	<hr/>	<hr/>	<hr/>
	94,099	79,933	
Information Technology			
27 Google	13,880	17,439	
66 Int Bus Mach (IBM)	7,490	12,136	
590 Intel	12,122	14,307	
30 Mastercard	10,769	11,185	
428 Microsoft Inc	6,701	11,111	
631 Oracle Corp.	12,112	16,185	
275 Qualcomm	12,180	15,043	
345 Texas Instruments	10,492	10,043	
75 Visa Inc	6,427	7,614	
178 eBay	6,416	5,399	
232 ISh GS Semi Indx ETF	12,120	11,461	
	<hr/>	<hr/>	<hr/>
	110,709	131,923	

G.A.G. Charitable Corporation

Schedule 1

December 31, 2011

Shares	Book Value	Market Value
Telecommunication Services		
295 Vgd Telecom ETF	<u>17,022</u> 17,022	<u>18,340</u> 18,340
Utilities		
325 SPDR Utilities ETF	11,327	11,693
167 Vgd Utility ETF	<u>13,447</u> 24,774	<u>12,841</u> 24,534
Miscellaneous		
8,000 MassMutual Corp Inv	<u>92,993</u> 92,993	<u>143,920</u> 143,920
<u>STOCK FUNDS (US Small-Medium)</u>		
1,182 166 DFA Tax Mgd Tgt Val	15,295	23,750
3,636 251 DFA US Micro Cap	34,728	48,071
1,632 768 DFA US Small Cap	24,534	33,504
851.396 Longleaf Small Cap	17,712	21,481
130 000 S&P 600/Growth ETF	5,762	9,681
693 194 Vangd Extd Mkt Sig	21,464	23,437
1,059 002 Vangd Sm Cap Gr Ind	18,809	22,758
1,568 495 Vangd Sm Cap Val Ind	<u>22,744</u> 161,048	<u>23,590</u> 206,272
<u>STOCK FUNDS (Foreign)</u>		
937 530 DFA Emerging Mkts	23,933	22,285
3,431 537 DFA Int'l Large Cap	71,522	57,993
2,007 594 DFA Int'l Lg Cap Val	38,434	29,592
2,372 258 DFA Int'l Small Cap	36,641	32,832
658 187 Vand Total Int'l Sig	17,970	17,245
342,894 Vngd Int'l Value	12,461	9,131
594 000 iShares MSCI Gr ETF	<u>40,156</u> 241,117	<u>30,894</u> 199,972
<u>REAL ESTATE SECURITIES</u>		
3,789 453 DFA Intl REIT	18,700	16,598
896 302 DFA Real Estate	<u>13,542</u> 32,242	<u>20,696</u> 37,294
<u>TOTAL STOCKS</u>		
	<u>\$ 1,117,490</u>	<u>\$ 1,267,536</u>

G.A.G. Charitable Corporation

Schedule 1

December 31, 2011

Investments - Part II, Line 10c

CORPORATE BONDS

Shares		Book Value	Market Value
200,000	Morgan Stan - Float 2.379% Due 11-01-13	<u>200,000</u>	<u>199,632</u>
		<u>200,000</u>	<u>199,632</u>

BOND FUNDS

330 000	Barclays TIP ETF	32,877	38,508
6,860 823	DFA 1 Yr Fixed Inc	69,957	70,667
6,238 196	PIMCo Hi Yld Instl	43,444	56,019
2,866 357	Vangd Bond Index Sig	31,050	31,530
876 923	Vangd It Invest Grd	8,570	8,760
4,344 146	Vangd St Bond Sig	45,030	46,091
8,930 407	Vangd St Inv Grd Adm	90,545	95,020
2,179 839	Vanguard GNMA	<u>22,609</u>	<u>24,131</u>
		<u>344,082</u>	<u>370,726</u>

FOREIGN BOND FUNDS

1,690 970	DFA Selctvly Hedg GI	17,819	17,028
2,096 681	DFA Two-Year Global	<u>21,588</u>	<u>21,134</u>
		<u>39,407</u>	<u>38,162</u>

TOTAL BONDS

\$ 583,489

\$ 608,520

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I on page 1

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

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing the return. See instructions	Name of exempt organization or other filer, see instructions G.A.G. CHARITABLE CORPORATION	Employer identification number (EIN) or 95-2568756
	Number, street, and room or suite number. If a P O box, see instructions MORRIS, SPRAGUE, GROEN & NEESE CPA'S 822 WEST CENTER AVENUE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions VISALIA, CA 93291-6014	

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

04

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

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

- The books are in care of ► **KEITH M. SPRAGUE, C.P.A.**
Telephone No ► **(559) 625-0320** FAX No ► **(559) 625-5615**
- 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

- I request an additional 3-month extension of time until **11/15**, 20 **12**
- For calendar year **2011**, or other tax year beginning , 20 , and ending , 20
- If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return
 Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NECESSARY TO GATHER IMPORTANT ACCOUNTING INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$ 303.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$ 1,528.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ► **Keith M. Sprague**

Title ► **C.P.A**

Date ► **8/7/12**

BAA

FIF20502L 07/29/11

Form 8868 (Rev 1-2012)