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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

WARREN & KATHARINE SCHLINGER FOUNDATION
1250 N LAKEVIEW AVENUE, SUITE B
ANAHEIM, CA 92807A Employer identification number
95-4494669B Telephone number (see the instructions)
714-693-0413C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply. ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 52,035,204.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(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)
REVENUE				
1 Contributions, gifts, grants, etc., received (att sch)	1,000,000.			
2 Ck ☐ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	5,907.	5,907.		
4 Dividends and interest from securities	1,432,979.	1,432,979.		
5a Gross rents				
b Net rental income or (loss)		STATEMENT 1		
6a Net gain/(loss) from sale of assets not on line 10	1,287,194.			
b Gross sales price for all assets on line 6a	30,101,749.			
7 Capital gain net income (from Part IV, line 2)		1,124,739.		
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/(loss) (att sch)				
11 Other income (attach schedule)				
SEE STATEMENT 2	-6,043.	6,157.		
12 Total. Add lines 1 through 11	3,720,037.	2,569,782.	0.	
ADMINISTRATIVE AND OPERATING EXPENSES				
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)	SEE ST 3	45,798.		41,218.
c Other prof fees (attach sch)	SEE ST 4	130,623.	125,709.	
17 Interest				
18 Taxes (attach schedule)(see instrs)	SEE STM 5	90,010.	9,736.	
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
SEE STATEMENT 6	3,828.	960.		2,868.
24 Total operating and administrative expenses. Add lines 13 through 23	270,259.	136,405.		44,086.
25 Contributions, gifts, grants paid PART XV	2,700,000.			2,700,000.
26 Total expenses and disbursements. Add lines 24 and 25	2,970,259.	136,405.	0.	2,744,086.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	749,778.			
b Net investment income (if negative, enter 0)		2,433,377.		
c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
ASSETS	1 Cash — non-interest-bearing	1,702.	722,149.	722,149.
	2 Savings and temporary cash investments	1,012,908.	664,994.	664,994.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 7	19,341,105.	20,538,824.	50,648,061.
	c Investments — corporate bonds (attach schedule)	820,474.		
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	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)	21,176,189.	21,925,967.	52,035,204.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	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.	
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24 Unrestricted	21,176,189.	21,925,967.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	21,176,189.	21,925,967.	
	31 Total liabilities and net assets/fund balances (see instructions)	21,176,189.	21,925,967.	

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	21,176,189.
2 Enter amount from Part I, line 27a	2	749,778.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	21,925,967.
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	21,925,967.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 8				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	1,124,739.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	— [If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]	3	0.

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	1,953,703.	48,957,322.	0.039906
2009	2,511,758.	42,050,695.	0.059732
2008	2,860,201.	50,747,471.	0.056361
2007	2,824,300.	58,904,405.	0.047947
2006	3,372,476.	63,565,418.	0.053055

2 Total of line 1, column (d)	2	0.257001
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	0.051400
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	51,387,440.
5 Multiply line 4 by line 3	5	2,641,314.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,334.
7 Add lines 5 and 6	7	2,665,648.
8 Enter qualifying distributions from Part XII, line 4	8	2,744,086.

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 ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		1	24,334.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	24,334.
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	24,334.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	65,807.	
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	65,807.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	18.	
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	41,455.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☐ \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>STACY S SCHLINGER</u> Telephone no <u>714-693-0413</u> Located at <u>1250 N LAKEVIEW AVENUE, SUITE B ANAHEIM CA</u> ZIP + 4 <u>92807</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	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 <u></u>				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? <u></u>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <u></u>		
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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>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? ☐ 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.)	3b	N/A
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)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

5b

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

7b

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
WARREN G. SCHLINGER 1250 N LAKEVIEW AVENUE, STE B ANAHEIM, CA 92807	PRESIDENT 0	0.	0.	0.
SARAH L. CHRISMAN 1250 N LAKEVIEW AVENUE, STE B ANAHEIM, CA 92807	CFO 0	0.	0.	0.
NORMAN W. SCHLINGER 1250 N LAKEVIEW AVENUE, STE B ANAHEIM, CA 92807	SECRETARY 0	0.	0.	0.
MICHAEL S. SCHLINGER 1250 N LAKEVIEW AVENUE, STE B ANAHEIM, CA 92807	V-PRESIDENT 0	0.	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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	50,269,381.
b	Average of monthly cash balances	1b	1,900,609.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	52,169,990.
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	52,169,990.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	782,550.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,387,440.
6	Minimum investment return. Enter 5% of line 5	6	2,569,372.

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	2,569,372.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	24,334.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	24,334.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,545,038.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,545,038.
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	2,545,038.

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	2,744,086.
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	2,744,086.
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	24,334.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,719,752.

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				2,545,038.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,182,183.	
b Total for prior years 20 __, 20 __, 20 __		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: \$ 2,744,086.				
a Applied to 2010, but not more than line 2a			2,182,183.	
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				561,903.
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				1,983,135.
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

Form 990-PF (2011)

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

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)				
a Paid during the year SEE STATEMENT 9				
Total			3a	2,700,000.
b Approved for future payment				
Total			3b	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2011

Name of the organization

WARREN & KATHARINE SCHLINGER FOUNDATION

Employer identification number

95-4494669

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WARREN G. SCHLINGER 1250 N. LAKEVIEW AVE., STE. B ANAHEIM, CA 92807	\$ 1,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Name of organization

WARREN & KATHARINE SCHLINGER FOUNDATION

Employer identification number

95-4494669

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10)**organizations that total more than \$1,000 for the year.** Complete cols (a) through (e) and the following line entryFor organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once. See instructions.)

► \$ N/A

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 1
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	ML #03050 OTHER TRANS ORD INC - ATTACHED		
DATE ACQUIRED:	VARIOUS		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	VARIOUS		
TO WHOM SOLD:			
GROSS SALES PRICE:	162,455.		
COST OR OTHER BASIS:	0.		
BASIS METHOD:	COST		
		GAIN (LOSS)	162,455.
		TOTAL	<u>\$ 162,455.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BUCKEYE PARTNERS LP	\$ 932.	\$ -4.	
COPANO ENERGY LLC	-10,740.		
ENBRIDGE ENERGY PART LP	-827.	-6.	
ENTERPRISE PRODUCTS LP	15.	62.	
KINDER MORGAN ENERGY LP	-1,921.	-29.	
MAGELLAN MIDSTREAM LP	223.		
MISCELLANEOUS INCOME	6,134.	6,134.	
ONEOK PARTNERS LP	141.		
TOTAL	<u>\$ -6,043.</u>	<u>\$ 6,157.</u>	<u>0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 45,798.			\$ 41,218.
TOTAL	<u>\$ 45,798.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 41,218.</u>

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 4
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
INVESTMENT FEES	\$ 130,623.	\$ 125,709.		
TOTAL	\$ 130,623.	\$ 125,709.	\$ 0.	\$ 0.

STATEMENT 5
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	\$ 80,274.			
FOREIGN TAX	9,736.	\$ 9,736.		
TOTAL	\$ 90,010.	\$ 9,736.	\$ 0.	\$ 0.

STATEMENT 6
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	\$ 210.			\$ 210.
BOND AMORTIZATION	960.	\$ 960.		
FILING FEES	45.			45.
INSURANCE	2,200.			2,200.
MISCELLANEOUS	307.			307.
POSTAGE	106.			106.
TOTAL	\$ 3,828.	\$ 960.	\$ 0.	\$ 2,868.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UNITED PARCEL SERVICE-CLASS A	COST	\$ 1,336,926.	\$ 15,007,610.
UNITED PARCEL SERVICE-CLASS B	COST	1,661,948.	18,656,131.
BIOTECH HLDRS DEP RCPTS	COST	0.	0.
FAIRHOLME FUND	COST	546,423.	388,728.
ISHARES RUSSELL 1000 (GROWTH INDEX FUND)	COST	2,228,298.	2,248,031.
ISHARES RUSSELL 1000 (VALUE INDEX FUND)	COST	2,516,040.	2,469,372.
ISHARES S&P GLB TELECOM	COST	0.	0.
LAZARD INTL EQUITY SELCT	COST	1,030,118.	945,147.
LOOMIS SAYLES BOND FD	COST	709,573.	700,120.

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LORD ABBETT FLOATING	COST	\$ 610,186.	\$ 588,997.
NEUBERGER BERMAN CORE	COST	0.	0.
OPPENHEIMER	COST	0.	0.
PIMCO TOTAL RETURN FUND	COST	1,086,306.	1,039,145.
S&P US PFD STK INDEX FD	COST	401,416.	379,353.
WILLIAM BLAIR INTL	COST	926,862.	811,471.
WISDOMTREE TR MIDCAP DIV	COST	108,960.	124,968.
YACKTMAN FUND	COST	1,051,004.	1,102,859.
BUCKEYE PARTNERS LP	COST	0.	0.
COPANO ENERGY LLC	COST	0.	0.
ENBRIGE ENERGY PARTNERS	COST	0.	0.
ENTERPRISE PRTS PRTN LP	COST	0.	0.
INTL BUSINESS MACHINES	COST	0.	0.
KINDER MORGAN ENERGY	COST	0.	0.
MAGELLAN MIDSTREAM	COST	0.	0.
ONEOK PARTNERS LP	COST	0.	0.
ABBOTT LABS	COST	293,277.	348,626.
BROADCOM CORP CALIF CL A	COST	356,909.	365,238.
CISCO SYSTEMS INC	COST	926,517.	994,400.
CORNING INC	COST	598,148.	454,300.
FRANCE TELECOM ADR	COST	651,888.	548,100.
HEWLETT PACKARD CO DEL	COST	693,853.	776,278.
HUDSON CITY BANCORP INC	COST	530,441.	500,000.
MERCK AND CO INC SHS	COST	527,338.	565,500.
ST JUDE MEDICAL INC	COST	736,697.	753,914.
TARGET CORP	COST	364,022.	359,052.
TRANSOCEAN LTD	COST	645,674.	520,721.
	TOTAL	\$ 20,538,824.	\$ 50,648,061.

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	ML #03050 SHORT TERM - SEE ATTACHED	PURCHASED	VARIOUS	VARIOUS
2	ML #03050 LONG TERM - SEE ATTACHED	PURCHASED	VARIOUS	VARIOUS
3	369 ROLLS ROYCE GRP SPN ADR	PURCHASED	1/18/2011	1/18/2011
4	ML #03050 OTHER TRANS LT CAP - ATTACHED	PURCHASED	VARIOUS	VARIOUS
5	ML #03051 SECTION 1250 GAIN	PURCHASED	VARIOUS	VARIOUS
6	ENTERPRISE PRODUCTS LP	PURCHASED	VARIOUS	VARIOUS
7	BUCKEYE PARTNERS LP	PURCHASED	VARIOUS	VARIOUS
8	KINDER MORGAN ENERGY PARTNERS LP	PURCHASED	VARIOUS	VARIOUS
9	3100 BIOTECH HLDERS DEP RCPTS	PURCHASED	8/05/2010	4/27/2011
10	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	27167853.		26485159.	682,694.				\$ 682,694.
2	1928654.		1790409.	138,245.				138,245.
3	183.		183.	0.				0.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
4	489,365.		240,371.	248,994.				\$ 248,994.
5	28.		0.	28.				28.
6	32.		0.	32.				32.
7	436.		0.	436.				436.
8	52.		0.	52.				52.
9	349,649.		298,433.	51,216.				51,216.
10								3,042.
TOTAL								\$ 1124739.

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE BOYS & GIRLS AID SOCIETY OF LA CNTY 760 W. MOUNTAIN VIEW STREET ALTADENA, CA 91001	NONE	EXEMPT	GENERAL SUPPORT	\$ 2,000.
AMERICAN INST OF CHEMICAL ENGINEERS 3 PARK AVENUE NEW YORK, NY 10016	NONE	EXEMPT	GENERAL SUPPORT	1,000.
AMERICAN RED CROSS P.O. BOX 91087 PASADENA, CA 91109	NONE	EXEMPT	GENERAL SUPPORT	10,000.
BIENVENIDES CHILDREN CENTER 205 PALM STREET ALTADENA, CA 91001	NONE	EXEMPT	GENERAL SUPPORT	1,000.
CALIFORNIA INSTITUTE OF TECHNOLOGY PRESIDENTS OFFICE PASADENA, CA 91125	NONE	EXEMPT	GENERAL SUPPORT SCHOLARSHIP PROGRAM	1,000,000.
CARMEL BACH FESTIVAL P.O. BOX 575 CARMEL-BY-THE-SEA, CA 93921	NONE	EXEMPT	GENERAL SUPPORT	15,000.
CHEMICAL HERITAGE FOUNDATIONS 315 CHESTNUT STREET PHILADELPHIA, PA 19106	NONE	EXEMPT	GENERAL SUPPORT	50,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE CLAREMONT INSTITUTE 250 W. FIRST STREET, SUITE 330-3042 CLAREMONT, CA 91711	NONE	EXEMPT	GENERAL SUPPORT	\$ 5,000.
THE COLEMAN CHAMBER MUSIC ASSOCIATION 202 S. LAKE AVENUE, SUITE 201 PASADENA, CA 91101	NONE	EXEMPT	GENERAL SUPPORT	25,000.
GEORGE MASON UNIVERSITY FOUNDATION 4400 UNIVERSITY DRIVE, MS 1A3 FAIRFAX, VA 22030	NONE	EXEMPT	GENERAL SUPPORT	10,000.
GRAND CANYON TRUST 2601 N. FORT VALLEY ROAD FLAGSTAFF, AZ 86001	NONE	EXEMPT	GENERAL SUPPORT	5,000.
FRIENDS OF THE OBSERVATORY 2800 E. OBSERVATORY ROAD LOS ANGELES, CA 90027	NONE	EXEMPT	GENERAL SUPPORT	2,000.
HOUSE EAR INSTITUTE 2100 W. THIRD STREET LOS ANGELES, CA 90057	NONE	EXEMPT	GENERAL SUPPORT	30,000.
HUNTINGTON MEMORIAL HOSPITAL 100 W. CALIFORNIA BLVD. PASADENA, CA 91109	NONE	EXEMPT	GENERAL SUPPORT	10,000.
HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO, CA 91108	NONE	EXEMPT	GENERAL SUPPORT	25,000.
HUNTINGTON MEDICAL RESEARCH INSTITUTE 734 FAIRMOUNT AVENUE PASADENA, CA 91105	NONE	EXEMPT	GENERAL SUPPORT	5,000.
KCET PUBLIC TELEVISION 4401 SUNSET BLVD. LOS ANGELES, CA 90027	NONE	EXEMPT	GENERAL SUPPORT	1,500.
KUSC PUBLIC BROADCASTING UNIVERSITY PARK LOS ANGELES, CA 90089	NONE	EXEMPT	GENERAL SUPPORT	1,500.

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
LOS ANGELES OPERA 135 N. GRAND AVENUE LOS ANGELES, CA 90012	NONE	EXEMPT	GENERAL SUPPORT	\$ 10,000.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 S. GRAND AVENUE LOS ANGELES, CA 90012	NONE	EXEMPT	GENERAL SUPPORT	10,000.
MAYFLOWER CONGREGATIONAL CHURCH P.O. BOX 2212 LAGUNA HILLS, CA 92654	NONE	EXEMPT	GENERAL SUPPORT	10,000.
METHODIST HOSPITAL FOUNDATION 300 W. HUNTINGTON DRIVE ARCADIA, CA 91006	NONE	EXEMPT	GENERAL SUPPORT	4,000.
MONTEREY SYMPHONY P.O. BOX 3965 CARMEL, CA 93921	NONE	EXEMPT	GENERAL SUPPORT	2,000.
NATIONAL RIGHT TO WORK FOUNDATION 8001 BRADDOCK ROAD, SUITE 600 SPRINGFIELD, VA 22160	NONE	EXEMPT	GENERAL SUPPORT	12,000.
OMEGA BOYS CLUB P.O. BOX 884463 SAN FRANCISCO, CA 94188	NONE	EXEMPT	GENERAL SUPPORT	20,000.
ONEONTA CONGREGATIONAL CHURCH 1515 GARFIELD AVENUE SOUTH PASADENA, CA 91030	NONE	EXEMPT	GENERAL SUPPORT	40,000.
PARENTS TELEVISION COUNCIL 707 WILSHIRE BLVD., SUITE 1950 LOS ANGELES, CA 90017	NONE	EXEMPT	GENERAL SUPPORT	4,000.
PASADENA CONSERVATORY OF MUSIC 845 ATCHISON STREET PASADENA, CA 91104	NONE	EXEMPT	GENERAL SUPPORT	2,000.
PASADENA EDUCATION FOUNDATION 351 S. HUDSON PASADENA, CA 91109	NONE	EXEMPT	GENERAL SUPPORT	5,000.

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 9 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PASADENA SYMPHONY 2500 E. COLORADO BLVD., SUITE 260 PASADENA, CA 91107	NONE	EXEMPT	GENERAL SUPPORT	\$ 10,000.
PILGRIM PLACE 660 AVERY ROAD CLAREMONT, CA 91710	NONE	EXEMPT	GENERAL SUPPORT	7,500.
SAVE THE REDWOODS LEAGUE 114 SANSOME STREET, ROOM 1200 SAN FRANCISCO, CA 94104	NONE	EXEMPT	GENERAL SUPPORT	10,000.
SCHLINGER CHRISMAN FOUNDATION 426 ENNISBROOK DRIVE SANTA BARBARA, CA 93108	FNDTN OF PRESIDENTS CHILD	EXEMPT	GENERAL SUPPORT	400,000.
SCRIPPS COLLEGE 1030 COLUMBIA AVENUE CLAREMONT, CA 91711	NONE	EXEMPT	SCHOLARSHIP FUND	7,500.
SIGMA XI, SCIENTIFIC RESEARCH SOCIETY 99 ALEXANDER DRIVE RESEARCH TRIANGLE PK, NC 27709	NONE	EXEMPT	GENERAL SUPPORT	1,000.
TAU BETA PI ASSOCIATION P.O. BOX 2697 KNOXVILLE, TN 37901	NONE	EXEMPT	GENERAL SUPPORT	1,000.
THE LEADERSHIP INSTITUTE 1101 N. HIGHLAND STREET ARLINGTON, VA 22201	NONE	EXEMPT	GENERAL SUPPORT	10,000.
THE SCHLINGER FAMILY FOUNDATION YORBA LINDA YORBA LINDA, CA 92686	FNDTN OF PRESIDENTS CHILD	EXEMPT	GENERAL SUPPORT	400,000.
UC BERKLEY-CHEMSITRY & CHEMICAL ENGINEER 200 CALIFORNIA HALL #1500 BERKLEY, CA 94720	NONE	EXEMPT	THE CHEMICAL ENGINEER CHAIR ENDOWMENT	60,000.
UC BERKLEY-HAAS SCHOOL OF BUSINESS 5540 STUDENT SERVICES, #1900 BERKLEY, CA 94720	NONE	EXEMPT	GENERAL SUPPORT	40,000.

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
UC SANTA BARBARA-CHEMICAL ENGINEERING UCSB - DEPT OF CHEMICAL ENGINEERING SANTA BARBARA, CA 93106	NONE	EXEMPT	GENERAL SUPPORT	\$ 60,000.
UCLA FUND 10920 WILSHIRE BLVD. LOS ANGELES, CA 90024	NONE	EXEMPT	GENERAL SUPPORT	40,000.
UNION STATION FOUNDATION 412 S. RAYMOND AVENUE PASADENA, CA 94405	NONE	EXEMPT	GENERAL SUPPORT	5,000.
UC SAN FRANCISCO 44 MONTGOMERY STREET, SUITE 2200 SAN FRANCISCO, CA 94104	NONE	EXEMPT	GENERAL SUPPORT	50,000.
VILLA ESPERANZA 2116 E. VILLA STREET PASADENA, CA 91107	NONE	EXEMPT	GENERAL SUPPORT	5,000.
WASATCH BACK COUNTRY RESCUE P.O. BOX 920095 SNOWBIRD, UT 84092	NONE	EXEMPT	GENERAL SUPPORT	15,000.
YOUNG AMERICANS FOUNDATION 110 ELDEN STREET HERNDON, VA 20170	NONE	EXEMPT	GENERAL SUPPORT	10,000.
BOYS AND GIRLS CLUB OF NORTH TAHOE P.O. BOX 1617 KINGS BEACH, CA 96143	NONE	EXEMPT	GENERAL SUPPORT	35,000.
CHILDREN GIVING GIFTS, INC. 2322 N. BATAVIA STREET SUITE 108 ORANGE, CA 92865	NONE	EXEMPT	GENERAL PURPOSE	30,000.
U.C. REGENTS-YOUNG ENTREPRENEUR 545 STUDENT SERVICE BUILDING BERKELEY, CA 94720	NONE	501 (C) (3)	GENERAL PURPOSE	20,000.
ASPCA 520 EIGHTH AVENUE, 7TH FLOOR NEW YORK, NY 10018	NONE	EXEMPT	GENERAL PURPOSE	20,000.

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BEAR LEAGUE P.O. BOX 393 HOMEWOOD, CA 96141	NONE	EXEMPT	GENERAL PURPOSE	\$ 15,000.
FIRST GRADUATE P.O. BOX 29415 SAN FRANCISCO, CA 94129	NONE	EXEMPT	GENERAL PURPOSE	10,000.
MAMMOTH LAKES FOUNDATION 100 COLLEGE PARKWAY MAMMOTH LAKES, CA 93546	NONE	EXEMPT	GENERAL PURPOSE	20,000.
BOYS & GIRLS CLUB OF OAKLAND 3300 HIGH STREET OAKLAND, CA 94619	NONE	EXEMPT	GENERAL PURPOSE	30,000.
PASADENA CITY COLLEGE FOUNDATION, INC 1570 E COLORADO BLVD, ROOM D203 PASADENA, CA 91106	NONE	EXEMPT	GENERAL PURPOSE	10,000.
TONY LA RUSSA'S ANIMAL RESCUE FOUNDATION P.O. BOX 30215 WALNUT CREEK, CA 94598	NONE	EXEMPT	GENERAL PURPOSE	50,000.
SOUTH LAKE TAHOE HUMANE SOCIETY P.O. BOX PET SOUTH LAKE TAHOE, CA 96158	NONE	EXEMPT	GENERAL PURPOSE	10,000.
TOTAL				\$ 2,700,000.

STATEMENT 10
FORM 990-PF, PART XVI-A, LINE 11
OTHER REVENUE

OTHER REVENUE	(A) BUSI- NESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLU- SION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
BUCKEYE PARTNERS LP	211110	\$ 936.	14	\$ -4.	
COPANO ENERGY LLC	211110	-10,740.			
ENBRIDGE ENERGY PART LP	211110	-821.	14	-6.	
ENTERPRISE PRODUCTS LP	211110	-47.	14	62.	
KINDER MORGAN ENERGY LP	211110	-1,892.	14	-29.	
MAGELLAN MIDSTREAM LP	211110	223.			
MISCELLANEOUS INCOME			14	6,134.	

WARREN & KATHARINE SCHLINGER FOUNDATION

95-4494669

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XVI-A, LINE 11
OTHER REVENUE

OTHER REVENUE	(A) BUSI- NESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLU- SION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
ONEOK PARTNERS LP	211110	\$ 141.			
TOTAL		<u>\$ -12,200.</u>		<u>\$ 6,157.</u>	<u>\$ 0.</u>

WARREN & KATHARINE SCHLINGER FOUNDATION
RECONCILIATION OF GAIN FROM DISPOSITION OF PARTNERSHIPS AND LLCs
YEAR ENDED 12/31/11

PREPARED BY JUDY REEDS
DATE 10/31/12

	ACQ	SOLD	PROCEEDS	COST BASIS	ADJS TO BASIS PER K1	ADJUSTED BASIS	NET GAIN	ORD GAIN PER K1	CAPITAL GAIN
COPANO ENERGY, LLC									
3200	3/29/2010	5/25/2011	107,104	75,737	(20,119)	55,618	51,486	16,812	34,674
1800	4/26/2010	5/25/2011	60,246	47,754	(35,920)	11,834	48,412	30,275	18,137
			167,350	123,491	(56,039)	67,452	99,898	47,087	52,811
BUCKEYE PARTNERS, LP									
275	7/28/2008	5/25/2011	17,226	11,046	(3,838)	7,208	10,018	3,499	6,519
225	8/19/2008	5/25/2011	14,094	8,937	(2,921)	6,016	8,078	2,817	5,261
200	8/20/2008	5/25/2011	12,528	8,020	(2,599)	5,421	7,106	2,504	4,602
100	8/21/2008	5/25/2011	6,264	4,061	(1,296)	2,765	3,499	1,252	2,247
300	9/30/2008	5/25/2011	18,792	11,130	(3,759)	7,371	11,421	3,547	7,874
			68,903	43,194	(14,413)	28,781	40,121	13,619	26,502
KINDER MORGAN ENERGY, LP									
200	7/28/2008	5/25/2011	14,795	11,478	(7,512)	3,966	10,829	6,494	4,335
175	8/19/2008	5/25/2011	12,946	10,096	(6,298)	3,798	9,147	5,563	3,584
225	9/16/2008	5/25/2011	16,645	11,669	(7,740)	3,929	12,715	7,552	5,163
200	10/6/2008	5/25/2011	14,795	8,750	(6,574)	2,176	12,619	6,339	6,280
			59,180	41,994	(28,124)	13,870	45,311	25,948	19,363
ENBRIDGE ENERGY PARTNERS, LP									
500	7/28/2008	5/25/2011	15,485	11,505	(5,554)	5,951	9,534	4,336	5,198
400	8/19/2008	5/25/2011	12,388	9,476	(4,551)	4,925	7,463	3,036	4,427
400	8/20/2008	5/25/2011	12,388	9,504	(4,551)	4,953	7,435	3,036	4,399
400	9/11/08	5/25/2011	12,388	9,003	(3,889)	5,114	7,274	2,915	4,359
300	9/30/2008	5/25/2011	9,291	5,973	(2,920)	3,053	6,238	2,187	4,051
600	10/17/2008	5/25/2011	18,582	9,853	(4,676)	5,177	13,404	3,948	9,456
			80,521	55,314	(26,141)	29,173	51,347	19,458	31,889
ENTERPRISE PRDTS PRTN LP									
375	7/28/2008	2/23/2011	15,902	11,016	(5,044)	5,972	9,929	3,362	6,567
434	7/28/2008	2/23/2011	18,404	11,360	(5,319)	6,041	12,362	3,773	8,589
325	8/19/2008	2/23/2011	13,781	9,295	(4,111)	5,184	8,597	2,994	5,603
372	8/19/2008	2/23/2011	15,774	9,173	(4,191)	4,982	10,792	3,053	7,739
248	8/20/2008	2/23/2011	10,516	6,188	(2,792)	3,396	7,120	2,035	5,085
248	8/21/2008	2/23/2011	10,516	6,279	(2,792)	3,487	7,029	2,035	4,994
186	9/3/2008	2/23/2011	7,887	4,686	(1,894)	2,792	5,095	1,305	3,790
400	9/9/2008	2/23/2011	16,962	10,701	(4,839)	5,862	11,100	3,486	7,614
200	9/16/2008	2/23/2011	8,481	4,682	(2,417)	2,265	6,216	1,743	4,473
372	9/30/2008	2/23/2011	15,774	7,860	(3,786)	4,074	11,700	2,610	9,090
372	10/17/2008	2/23/2011	15,774	7,565	(3,395)	4,170	11,604	2,311	9,293
200	11/11/2008	2/23/2011	8,481	4,747	(2,153)	2,594	5,887	1,649	4,238
248	11/17/2008	2/23/2011	10,516	5,115	(2,243)	2,872	7,644	1,525	6,119
			168,770	98,668	(44,976)	53,692	115,078	31,881	83,197
MAGELLAN MIDSTREAM PARTNERS, LP									
325	7/28/2008	2/23/2011	19,101	11,504	(1,920)	9,584	9,517	2,883	6,634
250	8/19/2008	2/23/2011	14,693	8,951	(1,311)	7,640	7,052	2,138	4,914
200	8/21/2008	2/23/2011	11,754	7,322	(1,050)	6,272	5,483	1,710	3,773
225	9/16/2008	2/23/2011	13,224	7,365	(1,091)	6,274	6,949	1,759	5,190
			58,772	35,142	(5,372)	29,770	29,002	8,490	20,512
ONEOK PARTNERS, LP									
200	7/28/2008	4/20/2011	16,809	11,161	(5,198)	5,963	10,846	5,660	5,186
175	8/19/2008	4/20/2011	14,708	9,762	(4,318)	5,444	9,264	4,812	4,452
200	8/21/2008	4/20/2011	16,809	11,163	(4,937)	6,226	10,583	5,500	5,083
			48,325	32,086	(14,453)	17,633	30,693	15,972	14,721
			651,821	429,889	(189,518)	240,371	411,450	162,455	248,995

WARREN & KATHARINE SCHLINGER

2011 ANNUAL STATEMENT SUMMARY

In the past, under the Proceeds from Broker and Barter Exchange Transactions section, only the gross proceeds of the sale was reported to the IRS. However, beginning with the 2011 tax reporting year for all sales of positions considered covered securities, new legislation also requires reporting to the IRS the adjusted cost basis for each tax lot transactional sale. Any sale of a security that is not considered a covered security will still be included in this section with its adjusted cost basis (where available) but will not be transmitted to the IRS. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. The gain (loss) information may not include return of capital, sales load deferral or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains after the mailing of this statement. The Cost Basis for these securities may not have yet been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

1099-B

2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES								
COVERED TRANSACTIONS								
	ANGLOGOLD ASHANTI LTD 5535.0000 Sale	CUSIP Number 07/06/11	035128206 07/07/11	237,622.95	233,374.97	0.00	4,247.98	
	AMERICAN INTERNATIONAL GROUP INC 8000.0000 Sale 8000.0000 Sale 5505.0000 Sale	CUSIP Number 06/30/11 07/09/11 07/22/11	026874784 07/13/11 07/27/11 07/27/11	232,053.14 235,017.08 161,721.14	234,399.20 235,020.46 160,109.07	2,346.06 (W) 0.00 (Y) 0.00	0.00 (3.38) 1,612.07	
	Security Subtotal			628,791.36	629,528.73	2,346.06	1,608.69	
	AT&T INC 3000.0000 Sale 2000.0000 Sale	CUSIP Number 02/24/11 03/16/11	00206R102 07/20/11 07/20/11	90,628.26 60,418.84	83,212.50 55,260.00	0.00 0.00	7,415.76 5,158.84	
	Security Subtotal			151,047.10	138,472.50	0.00	12,574.60	
	AMGEN INC COM PV \$0.0001 5000.0000 Sale	CUSIP Number 08/05/11	031162100 08/30/11	273,453.75	260,143.50	0.00	13,310.25	
	APPLE INC 697.0000 Sale	CUSIP Number 05/27/11	037833100 06/01/11	243,795.12	233,501.97	0.00	10,293.15	
	APPLIED MATERIAL INC 19270.0000 Sale	CUSIP Number 12/22/11	038222105 12/27/11	210,235.51	198,479.07	0.00	11,756.44	



WARREN & KATHARINE SCHLINGER

2011 ANNUAL STATEMENT SUMMARY

2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Quantity	Transaction Description	Date Acquired Cover of Short	CUSIP Number	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
Security Subtotal									
AVERY DENNISON CORP				053611109					
8030.0000	Sale	09/08/11		10/27/11	223,262.63	220,152.89	0.00	3,109.74	
3780.0000	Sale	10/14/11		10/27/11	105,097.49	103,538.74	0.00	1,558.75	
7700.0000	Sale	12/06/11		12/09/11	215,305.58	211,679.16	0.00	3,626.42	
6890.0000	Sale	12/14/11		12/16/11	190,322.27	187,533.40	0.00	2,788.87	
					733,987.97	722,904.19	0.00	11,083.78	
Security Subtotal									
AVON PROD INC				054303102					
11130.0000	Sale	11/22/11		12/27/11	193,227.55	184,146.96	0.00	9,080.59	
6800.0000	Sale	11/23/11		12/27/11	118,054.57	110,971.92	0.00	7,082.65	
5615.0000	Sale	11/25/11		12/27/11	97,481.83	91,208.38	0.00	6,273.45	
4700.0000	Sale	12/02/11		12/27/11	81,596.55	79,180.43	0.00	2,416.12	
4490.0000	Sale	12/06/11		12/27/11	77,950.75	76,353.80	0.00	1,596.95	
					568,311.25	541,861.49	0.00	26,449.76	
Security Subtotal									
BP PLC				055622104					
4890.0000	Sale	06/22/11		06/29/11	211,147.62	210,743.35	0.00	404.27	
5710.0000	Sale	10/13/11		10/14/11	224,977.67	221,083.21	0.00	3,894.46	
					436,125.29	431,826.56	0.00	4,298.73	
Security Subtotal									
BAXTER INTERNTL INC				071813109					
4430.0000	Sale	12/19/11		12/21/11	217,815.38	213,934.45	0.00	3,880.93	
Security Subtotal									
CAMPBELL SOUP CO				134429109					
7000.0000	Sale	05/06/11		05/13/11	241,179.67	235,920.30	0.00	5,259.37	
Security Subtotal									
CAMERON INTL CORP				13342B105					
4860.0000	Sale	05/31/11		07/06/11	243,448.77	235,459.71	0.00	7,989.06	
Security Subtotal									
CITIGROUP INC COM NEW				172967424					
7715.0000	Sale	10/17/11		10/19/11	234,608.65	221,184.42	0.00	13,424.23	
9470.0000	Sale	10/20/11		10/21/11	289,776.44	275,328.89	0.00	14,447.55	
7745.0000	Sale	11/23/11		11/25/11	188,593.33	182,778.13	0.00	5,815.20	
					712,978.42	679,291.44	0.00	33,686.98	
Security Subtotal									
COMERICA INC				200340107					
8860.0000	Sale	12/06/11		12/08/11	230,212.05	230,269.63	0.00	(57.58)	

WARREN & KATHARINE SCHLINGER

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2011 ANNUAL STATEMENT SUMMARY 2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Quantity	Transaction Description	Date Acquired Cover of Short	CUSIP Number	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
CORNING INC									
14000.0000	Sale	04/12/11	219350105	11/15/11	217,439.61	271,160.40	53,720.79 (W)	0.00	
3000.0000	Sale	06/13/11		11/15/11	46,594.20	54,702.30	8,108.10 (W)	0.00	
3000.0000	Sale	06/21/11		11/15/11	46,594.20	53,580.00	6,985.80 (W)	0.00	
5000.0000	Sale	07/14/11		11/15/11	77,657.01	84,449.00	6,791.99 (W)	0.00	
5000.0000	Sale	08/02/11		11/15/11	77,657.01	77,237.00	0.00	420.01	
4000.0000	Sale	08/03/11		11/15/11	62,125.60	60,548.40	0.00	1,577.20	
5000.0000	Sale	08/04/11		11/15/11	77,657.01	74,245.50	0.00	3,411.51	
3000.0000	Sale	08/05/11		11/15/11	46,594.20	43,102.50	0.00	3,491.70	
35000.0000	Sale	09/20/11		11/15/11	543,599.08	473,798.50	0.00	69,800.58	
10000.0000	Sale	09/22/11		11/15/11	155,314.02	124,400.00	0.00	30,914.02	
4000.0000	Sale	10/03/11		11/15/11	62,125.62	47,710.00	0.00	14,415.62	
Security Subtotal					1,413,357.56	1,364,933.60	75,606.68	124,030.64	
DEVON ENERGY CORP NEW									
3910.0000	Sale	10/04/11	25179M103	10/05/11	216,457.74	199,575.39	0.00	16,882.35	
GOLDMAN SACHS GROUP INC									
2430.0000	Sale	11/30/11	38141G104	12/01/11	230,524.81	223,386.01	0.00	7,138.80	
GENERAL ELECTRIC									
10315.0000	Sale	06/06/11	369604103	06/07/11	191,958.46	191,726.97	0.00	231.49	
15000.0000	Sale	07/22/11		12/20/11	258,542.53	286,045.50	0.00	(27,502.97)	
7500.0000	Sale	08/16/11		12/20/11	129,271.26	120,449.25	0.00	8,822.01	
10000.0000	Sale	12/01/11		12/20/11	172,361.69	159,000.00	0.00	13,361.69	
15000.0000	Sale	12/02/11		12/20/11	258,542.55	242,850.00	0.00	15,692.55	
Security Subtotal					1,010,676.49	1,000,071.72	0.00	10,604.77	
GOOGLE INC CL A									
370.0000	Sale	04/26/11	38259P508	04/29/11	199,822.06	195,166.49	0.00	4,655.57	
379.0000	Sale	05/23/11		05/24/11	197,360.50	195,027.98	0.00	2,332.52	
125.0000	Sale	06/23/11		06/28/11	61,873.06	59,632.25	0.00	2,240.81	
948.0000	Sale	06/23/11		06/28/11	469,245.30	452,941.13	0.00	16,304.17	
Security Subtotal					928,300.92	902,767.85	0.00	25,533.07	
GILEAD SCIENCES INC COM									
6000.0000	Sale	08/05/11	375558103	08/09/11	225,301.07	223,962.00	0.00	1,339.07	
4000.0000	Sale	08/19/11		09/08/11	159,246.94	148,853.60	0.00	10,393.34	
Security Subtotal					384,548.01	372,815.60	0.00	11,732.41	

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2011 ANNUAL STATEMENT SUMMARY
2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
HONEYWELL INTL INC DEL								
4275.0000	Sale	CUSIP Number 08/18/11	438516106 08/19/11	183,929.63	181,941.44	0.00	1,988.19	
HOSPIRA INC								
6100.0000	Sale	CUSIP Number 12/19/11	441060100 12/20/11	179,047.42	177,319.68	0.00	1,727.74	
HEWLETT PACKARD CO DEL								
9485.0000	Sale	CUSIP Number 04/21/11	428236103 05/05/11	387,739.36	387,599.78	0.00	139.58	
INGERSOLL-RAND PLC								
5935.0000	Sale	CUSIP Number 08/16/11	G47791101 08/30/11	195,051.81	183,481.12	0.00	11,570.69	
1665.0000	Sale	08/17/11	08/30/11	54,719.67	51,510.27	0.00	3,209.40	
2645.0000	Sale	08/18/11	08/30/11	86,927.06	73,279.20	0.00	13,647.86	
Security Subtotal				336,698.54	308,270.59	0.00	28,427.95	
JPMORGAN CHASE & CO								
6170.0000	Sale	CUSIP Number 04/01/11	46625H100 04/08/11	290,510.72	288,559.18	0.00	1,951.54	
7490.0000	Sale	09/28/11	09/29/11	240,198.94	233,462.55	0.00	6,736.39	
1215.0000	Sale	10/03/11	10/05/11	36,564.60	35,144.73	0.00	1,419.87	
1285.0000	Sale	10/03/11	10/05/11	38,671.20	37,354.95	0.00	1,316.25	
7075.0000	Sale	10/03/11	10/05/11	212,917.34	209,346.42	0.00	3,570.92	
Security Subtotal				818,862.80	803,867.83	0.00	14,994.97	
JOHNSON AND JOHNSON COM								
3910.0000	Sale	CUSIP Number 03/15/11	478160104 04/12/11	233,954.66	227,431.80	0.00	6,522.86	
1290.0000	Sale	03/16/11	04/12/11	77,187.09	74,468.35	0.00	2,718.74	
3620.0000	Sale	12/06/11	12/08/11	232,230.12	230,557.80	0.00	1,672.32	
Security Subtotal				543,371.87	532,457.95	0.00	10,913.92	
KIMBERLY CLARK								
1000.0000	Sale	CUSIP Number 02/28/11	494368103 04/18/11	65,450.64	65,352.00	0.00	98.64	
1000.0000	Sale	03/16/11	04/18/11	65,450.65	63,712.30	0.00	1,738.35	
Security Subtotal				130,901.29	129,064.30	0.00	1,836.99	

WARREN & KATHARINE SCHLINGER

2011 ANNUAL STATEMENT SUMMARY

1099-B 2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	CUSIP Number	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
KOHL'S CORP WISC PV 1CT									
3920.0000	Sale	05/26/11	500255104	07/11/11	214,327.76	212,698.02	0.00	1,629.74	
1000.0000	Sale	06/13/11		07/11/11	54,675.45	49,527.00	0.00	5,148.45	
2475.0000	Sale	06/21/11		07/11/11	135,321.75	126,419.04	0.00	8,902.71	
5150.0000	Sale	09/09/11		09/12/11	222,582.85	218,489.27	0.00	4,093.58	
Security Subtotal					626,907.81	607,133.33	0.00	19,774.48	
ELI LILLY & CO									
10340.0000	Sale	07/06/11	532457108	10/20/11	395,871.70	389,621.54	0.00	6,250.16	
2240.0000	Sale	07/20/11		10/20/11	85,759.44	86,009.50	0.00	(250.06)	
2780.0000	Sale	08/04/11		10/20/11	106,433.60	102,289.82	0.00	4,143.78	
Security Subtotal					588,064.74	577,920.86	0.00	10,143.88	
MORGAN STANLEY									
12175.0000	Sale	05/17/11	617446448	05/18/11	297,429.54	292,141.56	0.00	5,287.98	
9870.0000	Sale	05/25/11		06/01/11	232,039.24	232,635.90	596.66 (W)	0.00	
3355.0000	Sale	05/26/11		06/01/11	78,874.54	78,842.50	0.00	32.04	
9870.0000	Sale	05/26/11		06/03/11	229,374.40	227,014.45	0.00 (Y)	2,359.95	
245.0000	Sale	06/02/11		06/03/11	5,693.69	5,620.31	0.00	73.38	
3425.0000	Sale	06/06/11		06/13/11	77,951.50	77,223.82	0.00	727.68	
8495.0000	Sale	06/06/11		06/13/11	193,342.48	194,229.68	887.20 (W)	0.00	
3545.0000	Sale	06/08/11		06/13/11	80,682.66	78,696.16	0.00	1,986.50	
8495.0000	Sale	06/14/11		07/11/11	187,292.47	192,967.64	0.00 (Y)	(5,675.17)	
1545.0000	Sale	06/21/11		07/11/11	34,063.19	34,934.00	0.00	(870.81)	
6625.0000	Sale	06/22/11		07/11/11	146,063.88	151,558.80	0.00	(5,494.92)	
13765.0000	Sale	09/08/11		09/27/11	211,976.92	221,042.50	0.00	(9,065.58)	
13210.0000	Sale	09/22/11		09/27/11	203,430.10	172,401.07	0.00	31,029.03	
Security Subtotal					1,978,214.61	1,959,308.39	1,483.86	20,390.08	
MARVELL TECHNOLOGY GROUP									
12000.0000	Sale	06/02/11	G5876H105	09/20/11	183,379.27	188,640.00	0.00	(5,260.73)	
4000.0000	Sale	06/06/11		09/20/11	61,126.43	60,960.00	0.00	166.43	
2000.0000	Sale	06/10/11		09/20/11	30,563.21	28,796.40	0.00	1,766.81	
3000.0000	Sale	06/17/11		09/20/11	45,844.83	40,259.70	0.00	5,585.13	
Security Subtotal					320,913.74	318,656.10	0.00	2,257.64	
MEDTRONIC INC COM									
2230.0000	Sale	07/01/11	585055106	12/01/11	82,961.09	87,052.51	4,091.42 (W)	0.00	
3720.0000	Sale	07/01/11		12/01/11	138,392.51	145,217.64	6,825.13 (W)	0.00	
3000.0000	Sale	08/12/11		12/01/11	111,606.86	94,409.70	0.00	17,197.16	

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Quantity	Transaction Description	Date Acquired Cover of Short	CUSIP Number	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
MEDTRONIC INC									
2230.0000	COM Sale	07/02/11	585055106	12/21/11	81,638.95	81,071.02	0.00 (Y)	567.93	
3720.0000	COM Sale	07/02/11		12/21/11	136,186.95	135,981.31	0.00 (Y)	205.64	
5055.0000	COM Sale	12/02/11		12/21/11	185,426.61	175,853.75	0.00	9,572.86	
	Security Subtotal				736,212.97	719,585.93	10,916.55	27,543.59	
NATIONAL GRID PLC SP ADR									
1000.0000	COM Sale	02/23/11	636274300	08/15/11	49,279.35	45,620.00	0.00	3,659.35	
2000.0000	COM Sale	03/24/11		08/15/11	98,558.70	96,060.00	0.00	2,498.70	
1000.0000	COM Sale	05/19/11		08/15/11	49,279.35	50,890.00	0.00	(1,610.65)	
2000.0000	COM Sale	05/25/11		08/15/11	98,558.72	101,300.00	0.00	(2,741.28)	
	Security Subtotal				295,676.12	293,870.00	0.00	1,806.12	
PETROLEO BRAS VTG SPD ADR									
11415.0000	COM Sale	07/07/11	71654V408	07/26/11	398,033.41	388,963.84	0.00	9,069.57	
8395.0000	COM Sale	10/18/11		10/24/11	207,100.67	203,410.85	0.00	3,689.82	
	Security Subtotal				605,134.08	592,374.69	0.00	12,759.39	
PEPSICO INC									
4175.0000	COM Sale	10/21/11	713448108	10/28/11	262,859.21	260,375.96	0.00	2,483.25	
3555.0000	COM Sale	11/17/11		11/29/11	226,922.66	226,339.03	0.00	583.63	
1505.0000	COM Sale	11/18/11		11/29/11	96,067.13	95,080.63	0.00	986.50	
	Security Subtotal				585,849.00	581,795.62	0.00	4,053.38	
TOTAL SA SP ADR									
5160.0000	COM Sale	09/22/11	89151E109	09/23/11	215,133.30	211,710.67	0.00	3,422.63	
TEVA PHARMACTCL INDS ADR									
3920.0000	COM Sale	05/25/11	881624209	05/31/11	200,028.66	193,569.60	0.00	6,459.06	
1935.0000	COM Sale	05/27/11		05/31/11	98,738.64	96,711.30	0.00	2,027.34	
5260.0000	COM Sale	12/02/11		12/13/11	219,799.60	210,528.34	0.00	9,271.26	
3895.0000	COM Sale	12/06/11		12/13/11	162,760.36	156,108.49	0.00	6,651.87	
435.0000	COM Sale	12/06/11		12/14/11	17,987.90	17,434.45	0.00	553.45	
2770.0000	COM Sale	12/08/11		12/14/11	114,543.68	111,309.68	0.00	3,234.00	
	Security Subtotal				813,858.84	785,661.86	0.00	28,196.98	

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Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
TARGET CORP								
	COM	CUSIP Number	87612E106					
7545.0000	Sale	03/24/11	09/13/11	379,439.82	380,968.18	0.00	(1,528.36)	
2030.0000	Sale	03/28/11	09/13/11	102,089.17	100,986.41	0.00	1,102.76	
1960.0000	Sale	03/29/11	09/13/11	98,568.86	96,793.23	0.00	1,775.63	
2025.0000	Sale	03/29/11	09/13/11	101,837.72	99,528.55	0.00	2,309.17	
2000.0000	Sale	06/08/11	09/13/11	100,580.47	93,921.00	0.00	6,659.47	
3000.0000	Sale	06/21/11	09/13/11	150,870.71	142,262.40	0.00	8,608.31	
3595.0000	Sale	11/30/11	12/01/11	190,388.26	188,106.22	0.00	2,282.04	
4150.0000	Sale	12/21/11	12/28/11	216,956.58	215,698.74	0.00	1,257.84	
795.0000	Sale	12/22/11	12/28/11	41,561.56	40,781.43	0.00	780.13	
2065.0000	Sale	12/27/11	12/28/11	107,955.52	107,541.90	0.00	413.62	
	Security Subtotal			1,490,248.67	1,466,588.06	0.00	23,660.61	
TRAVELERS COS INC								
	Sale	CUSIP Number	89417E109					
4385.0000	Sale	10/07/11	10/10/11	221,657.93	216,924.20	0.00	4,733.73	
TRANSOCEAN LTD								
	Sale	CUSIP Number	H8817H100					
2995.0000	Sale	07/01/11	07/05/11	194,780.28	193,274.84	0.00	1,505.44	
4410.0000	Sale	07/22/11	11/10/11	217,695.46	283,765.41	66,069.95 (W)	0.00	
1695.0000	Sale	07/22/11	11/10/11	83,672.08	109,066.31	25,394.23 (W)	0.00	
1430.0000	Sale	09/20/11	11/10/11	70,590.60	84,300.94	13,710.34 (W)	0.00	
1570.0000	Sale	09/20/11	11/10/11	77,501.56	92,554.16	15,052.60 (W)	0.00	
4410.0000	Sale	08/11/11	12/05/11	198,373.86	253,440.27	55,066.41 (WY)	0.00	
529.0000	Sale	08/12/11	12/05/11	23,795.87	30,691.02	6,895.15 (WY)	0.00	
1166.0000	Sale	08/12/11	12/05/11	52,449.87	67,647.87	15,198.00 (WY)	0.00	
1430.0000	Sale	10/11/11	12/05/11	64,325.31	75,250.68	10,925.37 (WY)	0.00	
1570.0000	Sale	10/12/11	12/05/11	70,622.89	83,911.38	13,288.49 (WY)	0.00	
2225.0000	Sale	12/02/11	12/05/11	100,086.60	97,586.50	2,500.10	0.00	
4410.0000	Sale	08/27/11	12/30/11	169,522.43	231,368.50	0.00 (Y)	(61,846.07)	
529.0000	Sale	08/28/11	12/30/11	20,335.00	28,043.41	0.00 (Y)	(7,708.41)	
1166.0000	Sale	08/29/11	12/30/11	44,821.58	62,206.10	0.00 (Y)	(17,384.52)	
1430.0000	Sale	10/28/11	12/30/11	54,969.86	68,576.83	0.00 (Y)	(13,606.97)	
1570.0000	Sale	10/29/11	12/30/11	60,351.52	76,584.14	0.00 (Y)	(16,232.62)	
3690.0000	Sale	12/22/11	12/30/11	141,845.32	147,891.88	0.00	(6,046.56)	
769.0000	Sale	12/22/11	12/30/11	29,560.72	31,002.77	0.00	(1,442.05)	
	Security Subtotal			1,675,300.81	2,017,163.01	221,600.54	(120,261.66)	
WASTE MANAGEMENT INC NEW								
	Sale	CUSIP Number	94106L109					
6000.0000	Sale	08/08/11	08/09/11	177,621.19	179,261.41	1,640.22 (W)	0.00	
710.0000	Sale	08/08/11	08/09/11	21,018.50	21,212.59	194.09 (W)	0.00	
2010.0000	Sale	08/08/11	08/09/11	59,503.10	57,600.77	0.00	1,902.33	

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Quantity	Transaction Description	Date Acquired Cover of Short	CUSIP Number	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
2590.0000	WASTE MANAGEMENT INC NEW Sale	08/08/11	94106L109	08/09/11	76,673.15	75,340.77	0.00	1,332.38	
6000.0000	Valuf Index Fund Sale	08/16/11		09/20/11	188,063.39	187,322.22	0.00 (Y)	741.17	
710.0000	Valuf Index Fund Sale	08/18/11		09/20/11	22,254.16	21,187.01	0.00 (Y)	1,067.15	
1290.0000	Valuf Index Fund Sale	08/19/11		09/20/11	40,433.64	38,142.08	0.00	2,291.56	
Security Subtotal					585,567.13	580,066.85	1,834.31	7,334.59	
Covered Short Term Capital Gains and Losses Subtotal					22,632,160.78	22,497,799.82	313,788.00	448,148.96	

NONCOVERED TRANSACTIONS

ISHARES RUSSELL 1000 GROWTH INDEX FUND									
10000.0000	Sale	12/20/10	02/23/11	598,788.50	571,300.00	0.00		27,488.50	
Security Subtotal									
12/20/10	02/25/11	681,527.91	641,500.00	0.00	40,027.91				
12/20/10	05/04/11	391,329.44	359,240.00	0.00	32,089.44				
12/22/10	05/04/11	307,473.14	284,590.69	0.00	22,882.45				
Security Subtotal					1,380,330.49	1,285,330.69	0.00	94,999.80	
ISHARES S&P GLB TELECOM. COMMUNICATIONS SECTOR INDEX									
1900.0000	Sale	03/05/10	02/23/11	112,213.17	98,515.00	0.00		13,698.17	
2700.0000	Sale	03/26/10	02/23/11	159,460.83	141,568.02	0.00		17,892.81	
200.0000	Sale	03/29/10	02/23/11	11,811.92	10,600.00	0.00		1,211.92	
Security Subtotal					283,485.92	250,683.02	0.00	32,802.90	
ISHARE BARCLAYS 20 + YR TREAS INDEX FUND									
5000.0000	Sale	02/23/11	03/24/11	464,039.09	455,430.00	0.00		8,609.09	
INTL BUSINESS MACHINES CORP IBM									
1000.0000	Sale	08/05/10	02/23/11	160,536.32	131,799.00	0.00		28,737.32	
STANDARD&POORS DEP RCPT									
1485.0000	Sale	03/16/11	03/17/11	190,481.30	186,516.00	0.00		3,965.30	



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Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
NEUBERGER BERMAN CORE								
BOND FUND CL INSTL								
93720.0000	Sale	12/09/10	08/03/11	1,014,050.40	999,992.40	0.00	14,058.00	
2277.0000	Sale	01/07/11	08/03/11	24,637.14	23,794.64	0.00	842.50	
1.0000	Sale	01/07/11	08/03/11	10.81	10.57	0.00	0.24	
138.0000	Sale	01/07/11	08/03/11	1,493.16	1,442.10	0.00	51.06	
167.0000	Sale	01/07/11	08/03/11	1,806.94	1,745.14	0.00	61.80	
1.0000	Sale	01/31/11	08/03/11	10.82	10.45	0.00	0.37	
218.0000	Sale	01/31/11	08/03/11	2,358.76	2,280.27	0.00	78.49	
1.0000	Sale	02/28/11	08/03/11	10.81	10.47	0.00	0.34	
222.0000	Sale	02/28/11	08/03/11	2,402.04	2,328.78	0.00	73.26	
1.0000	Sale	03/31/11	08/03/11	10.81	10.47	0.00	0.34	
230.0000	Sale	03/31/11	08/03/11	2,488.60	2,405.80	0.00	82.80	
222.0000	Sale	04/29/11	08/03/11	2,402.04	2,353.20	0.00	48.84	
237.0000	Sale	05/31/11	08/03/11	2,564.35	2,533.53	0.00	30.82	
1.0000	Sale	06/30/11	08/03/11	10.82	10.64	0.00	0.18	
224.0000	Sale	06/30/11	08/03/11	2,423.69	2,381.12	0.00	42.57	
1.0000	Sale	07/29/11	08/03/11	10.82	10.72	0.00	0.10	
.2520	Sale	07/29/11	08/03/11	2.72	2.71	0.00	0.01	
217.0000	Sale	07/29/11	08/03/11	2,347.96	2,334.91	0.00	13.05	
Security Subtotal				1,059,042.69	1,043,657.92	0.00	15,384.77	

OPPENHEIMER
INTERNATIONAL BOND FD Y

CUSIP Number 68380T509

399.0000	Sale	05/28/10	05/04/11	2,701.23	2,449.86	0.00	251.37	
1.0000	Sale	06/01/10	05/04/11	6.77	6.11	0.00	0.66	
1.0000	Sale	06/30/10	05/04/11	6.76	6.19	0.00	0.57	
396.0000	Sale	06/30/10	05/04/11	2,680.92	2,459.15	0.00	221.77	
376.0000	Sale	07/30/10	05/04/11	2,545.52	2,440.23	0.00	105.29	
396.0000	Sale	08/31/10	05/04/11	2,680.92	2,589.83	0.00	91.09	
1.0000	Sale	09/30/10	05/04/11	6.76	6.46	0.00	0.30	
367.0000	Sale	09/30/10	05/04/11	2,484.59	2,495.59	0.00	(11.00)	
1.0000	Sale	10/29/10	05/04/11	6.77	6.85	0.00	(0.08)	
399.0000	Sale	10/29/10	05/04/11	2,701.23	2,757.08	0.00	(55.85)	
1.0000	Sale	11/30/10	05/04/11	6.76	6.88	0.00	0.08	
392.0000	Sale	11/30/10	05/04/11	2,653.84	2,536.24	0.00	117.60	
456.0000	Sale	12/30/10	05/04/11	3,087.12	2,973.11	0.00	114.01	
1033.0000	Sale	12/30/10	05/04/11	6,993.43	6,735.15	0.00	258.28	
1.0000	Sale	01/31/11	05/04/11	6.77	6.52	0.00	0.25	
377.0000	Sale	01/31/11	05/04/11	2,552.29	2,435.42	0.00	116.87	
354.0000	Sale	02/28/11	05/04/11	2,396.58	2,293.92	0.00	102.66	

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Quantity	Transaction Description	Date Acquired Cover of Short	CUSIP Number	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
OPPENHEIMER									
INTERNATIONAL BOND FD Y									
1.0000	Sale	03/31/11	683807509	05/04/11	6.77	6.47	0.00	0.30	
375.0000	Sale	03/31/11		05/04/11	2,538.76	2,456.25	0.00	82.51	
1.0000	Sale	04/29/11		05/04/11	6.77	6.74	0.00	0.03	
.2430	Sale	04/29/11		05/04/11	1.64	1.55	0.00	(0.01)	
371.0000	Sale	04/29/11		05/04/11	2,511.69	2,522.79	0.00	(11.10)	
Security Subtotal						37,198.29	0.00	1,385.60	

LOOMIS SAYLES BOND FD

INSTL CL			CUSIP Number	543495840					
24059.0000	Sale	12/09/10		05/04/11	360,403.82	339,231.90	0.00	21,171.92	

Noncovered Short Term Capital Gains and Losses Subtotal

4,535,692.02

0.00

234,545.20

NET SHORT TERM CAPITAL GAINS AND LOSSES

27,167,852.80

313,788.00

682,694.16

LONG TERM CAPITAL GAINS AND LOSSES

NONCOVERED TRANSACTIONS

ANHEUSER-BUSCH COS INC									
COMPANY GUARNT									
05.000% MAR 01 2019			CUSIP Number	035229CW1					
100000.0000	Sale	03/29/10		05/12/11	107,900.00	100,954.75	0.00	6,945.25	
BURLINGTON NORTH SANTA FE									
04.700% OCT 01 2019			CUSIP Number	12189TBC7					
150000.0000	Sale	04/26/10		05/05/11	160,172.86	150,892.93	0.00	9,279.93	
COMCAST CORP									
05.700% JUL 01 2019			CUSIP Number	20030NAZ4					
100000.0000	Sale	03/29/10		07/19/11	113,651.45	103,864.12	0.00	9,787.33	

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Transaction Quantity Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
SAFEWAY INC	CUSIP Number	786514BR9					
05 000% AUG 15 2019 150000.0000 Sale	04/26/10	08/05/11	163,939.50	153,375.03	0.00	10,564.47	
BRITISH TELECOM PLC	CUSIP Number	11102AAA9					
GLB 05.950% JAN 15 2018 300000.0000 Sale	03/05/10	05/05/11	334,800.00	310,436.39	0.00	24,363.61	
ISHARES S&P GLB TELECOM- MUNICATIONS SECTOR INDEX	CUSIP Number	464287275					
3825.0000 Sale	01/26/10	02/23/11	225,902.84	199,836.36	0.00	26,066.48	
WISDOMTREE TR MIDCAP DIV	CUSIP Number	97717W505					
FD 2000.0000 Sale	03/10/10	05/04/11	110,157.88	90,800.00	0.00	19,357.88	
OPPENHEIMER	CUSIP Number	68380T509					
INTERNATIONAL BOND FD Y 46012.0000 Sale	01/14/10	05/04/11	311,501.24	299,998.24	0.00	11,503.00	
60.0000 Sale	01/29/10	05/04/11	406.19	380.40	0.00	25.79	
154.0000 Sale	02/26/10	05/04/11	1,042.58	980.98	0.00	61.60	
15625.0000 Sale	03/05/10	05/04/11	105,781.25	100,000.00	0.00	5,781.25	
27301.0000 Sale	03/29/10	05/04/11	184,827.78	174,999.41	0.00	9,828.37	
234.0000 Sale	03/31/10	05/04/11	1,584.18	1,502.28	0.00	81.90	
15432.0000 Sale	04/26/10	05/04/11	104,474.64	99,999.35	0.00	4,475.29	
1 0000 Sale	04/27/10	05/04/11	6.76	6.41	0.00	0.35	
370.0000 Sale	04/30/10	05/04/11	2,504.90	2,382.80	0.00	122.10	
Security Subtotal			712,129.52	680,249.87	0.00	31,879.65	
Noncovered Long Term Capital Gains and Losses Subtotal			1,928,654.05	1,790,409.45	0.00	138,244.60	
NET LONG TERM CAPITAL GAINS AND LOSSES			1,928,654.05	1,790,409.45	0.00	138,244.60	



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2011 ANNUAL STATEMENT SUMMARY

2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
OTHER TRANSACTIONS								
COPANO ENERGY LLC								
3200.0000	Sale	CUSIP Number 03/29/10	217202100 05/25/11	107,103.86	75,736.96	0.00	N/C	
1800.0000	Sale	04/26/10	05/25/11	60,245.93	47,753.82	0.00	N/C	
	Security Subtotal			167,349.79	123,490.78	0.00		
BUCKEYE PARTNERS L P								
275.0000	Sale	CUSIP Number 07/28/08	118230101 05/25/11	17,225.67	11,045.90	(3,838)	N/C	(3,838)
225.0000	Sale	08/19/08	05/25/11	14,093.72	8,937.00	(2,921)	N/C	(2,921)
200.0000	Sale	08/20/08	05/25/11	12,527.76	8,020.44	(2,599)	N/C	(2,599)
100.0000	Sale	08/21/08	05/25/11	6,263.88	4,061.00	(1,296)	N/C	(1,296)
300.0000	Sale	09/30/08	05/25/11	18,791.65	11,130.00	(3,759)	N/C	(3,759)
	Security Subtotal			68,902.68	43,194.34			
KINDER MORGAN ENERGY PARTNERS LP								
200.0000	Sale	CUSIP Number 07/28/08	494550106 05/25/11	14,795.11	11,478.00	0.00	N/C	
175.0000	Sale	08/19/08	05/25/11	12,945.72	10,096.28	0.00	N/C	
225.0000	Sale	09/16/08	05/25/11	16,644.50	11,669.40	0.00	N/C	
200.0000	Sale	10/06/08	05/25/11	14,795.13	8,750.00	0.00	N/C	
	Security Subtotal			59,180.46	41,993.68	0.00		
ENBRIDGE ENERGY PARTNERS L.P								
500.0000	Sale	CUSIP Number 07/28/08	29250R106 05/25/11	15,484.75	11,505.00	0.00	N/C	
400.0000	Sale	08/19/08	05/25/11	12,387.80	9,476.00	0.00	N/C	
400.0000	Sale	08/20/08	05/25/11	12,387.80	9,504.00	0.00	N/C	
400.0000	Sale	09/10/08	05/25/11	12,387.80	9,003.00	0.00	N/C	
300.0000	Sale	09/30/08	05/25/11	9,290.85	5,973.00	0.00	N/C	
600.0000	Sale	10/17/08	05/25/11	18,581.71	9,853.32	0.00	N/C	
	Security Subtotal			80,520.71	55,314.32	0.00		
ENTERPRISE PRDTS PRTN L P								
375.0000	Sale	CUSIP Number 07/28/08	293792107 02/23/11	15,901.68	11,016.49	0.00	N/C	
434.0000	Sale	07/28/08	02/23/11	18,403.54	11,360.20	0.00	N/C	
325.0000	Sale	08/19/08	02/23/11	13,781.45	9,295.00	0.00	N/C	
372.0000	Sale	08/19/08	02/23/11	15,774.47	9,173.07	0.00	N/C	
248.0000	Sale	08/20/08	02/23/11	10,516.31	6,188.00	0.00	N/C	



WARREN & KATHARINE SCHLINGER

Account No.
2GP-03050

Taxpayer No.
95-4494669

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2011 ANNUAL STATEMENT SUMMARY

2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Transaction Quantity Description	Date Acquired Cover of Short	Date Liquidated Short Sale	CUSIP Number	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
ENTERPRISE PRDTS PRTN LP								
<i>LP</i>								
248.0000 Sale	08/21/08	02/23/11		10,516.31	6,279.00	0.00		N/C
186.0000 Sale	09/03/08	02/23/11		7,887.23	4,686.00	0.00		N/C
400.0000 Sale	09/09/08	02/23/11		16,961.79	10,700.92	0.00		N/C
200.0000 Sale	09/16/08	02/23/11		8,480.90	4,681.80	0.00		N/C
372.0000 Sale	09/30/08	02/23/11		15,774.47	7,850.00	0.00		N/C
372.0000 Sale	10/17/08	02/23/11		15,774.47	7,564.98	0.00		N/C
200.0000 Sale	11/11/08	02/23/11		8,480.90	4,747.20	0.00		N/C
248.0000 Sale	11/17/08	02/23/11		10,516.33	5,115.12	0.00		N/C
Security Subtotal				168,769.85	98,667.78	0.00		
MAGELLAN MIDSTREAM PARTNERS LP								
<i>LP</i>								
325.0000 Sale	07/28/08	02/23/11		19,100.79	11,503.73	0.00		N/C
250.0000 Sale	08/19/08	02/23/11		14,692.91	8,951.43	0.00		N/C
200.0000 Sale	08/21/08	02/23/11		11,754.33	7,321.80	0.00		N/C
225.0000 Sale	09/16/08	02/23/11		13,223.64	7,365.15	0.00		N/C
Security Subtotal				58,771.67	35,142.11	0.00		
ONEOK PARTNERS LP								
<i>LP</i>								
200.0000 Sale	07/28/08	04/20/11		16,808.81	11,160.80	0.00		N/C
175.0000 Sale	08/19/08	04/20/11		14,707.71	9,761.92	0.00		N/C
200.0000 Sale	08/21/08	04/20/11		16,808.83	11,163.06	0.00		N/C
Security Subtotal				48,325.35	32,085.78	0.00		
Other Transactions Subtotal				651,820.51	429,888.79	0.00		

TOTAL CAPITAL GAINS AND LOSSES TOTAL REPORTED SALES PROCEEDS

29,748,327.36
29,748,327.36

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Adjustment column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount for this transaction. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

(Y) The gain or loss of this transaction includes an adjustment to basis for the disallowed loss amount on one or more previous "Wash Sales."

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

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	Name of exempt organization or other filer. See instructions	Employer identification number (EIN) or
	WARREN & KATHARINE SCHLINGER FOUNDATION	☒ 95-4494669
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	Stacy S. Schlinger Accountancy Corp. 1250 N. Lakeview Avenue, Suite B	
File by the extended due date for filing the return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Anaheim, CA 92807	

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 _____
Telephone No. _____ 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.

4 I request an additional 3-month extension of time until 11/15, 2012.

5 For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax 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	\$	0.
8b 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	\$	65,807.
8c 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

Title

Date

BAA

FIFZ0502L 07/29/11

Form 8868 (Rev 1-2012)