Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: GENE HAAS FOUNDATION

A Employer identification number: 95-4724825

Number and street (or P O box number if mail is not delivered to street address): 2800 STURGIS ROAD | Room/suite:

B Telephone number: (805)278-1800

City or town, state, and ZIP code: OXNARD, CA 93030

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 17,873,524.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,009.	1,009.		STATEMENT 1
	4 Dividends and interest from securities	405,224.	405,224.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<115,846.>			
	b Gross sales price for all assets on line 6a 1,337,928.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	290,387.	406,233.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	969.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	23,181.	19,130.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	930.	0.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	25,080.	19,130.		0.
	25 Contributions, gifts, grants paid	1,268,130.			1,268,130.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,293,210.	19,130.		1,268,130.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,002,823.>			
	b **Net investment income** (if negative, enter -0-)		387,103.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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15340518 144585 691160 2011.03060 GENE HAAS FOUNDATION 6911601

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	18,194,758.	2,784,492.	2,784,492.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	611,312.	15,066,774.	15,066,774.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ PREPAID TAXES)	0.	22,258.	22,258.
	16 **Total assets** (to be completed by all filers)	18,806,070.	17,873,524.	17,873,524.
Liabilities	17 Accounts payable and accrued expenses	634,750.	106,600.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ ACCRUED TAXES)	14,543.	0.	
	23 **Total liabilities** (add lines 17 through 22)	649,293.	106,600.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	18,156,777.	17,766,924.	
	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, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	18,156,777.	17,766,924.	
	31 **Total liabilities and net assets/fund balances**	18,806,070.	17,873,524.	

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	18,156,777.
2	Enter amount from Part I, line 27a	2	<1,002,823.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	613,297.
4	Add lines 1, 2, and 3	4	17,767,251.
5	Decreases not included in line 2 (itemize) ▶ NONDEDUCTIBLE PENALTY	5	327.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,766,924.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,337,928.		1,453,774.	<115,846.>
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<115,846.>
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 <115,846.>

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,129,680.	18,616,276.	.060682
2009	887,783.	16,741,957.	.053027
2008	1,168,796.	18,689,047.	.062539
2007	1,826,543.	21,857,221.	.083567
2006	1,080,618.	21,381,003.	.050541

2	**Total** of line 1, column (d)	2	.310356
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	.062071
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	18,142,436.
5	Multiply line 4 by line 3	5	1,126,119.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,871.
7	Add lines 5 and 6	7	1,129,990.
8	Enter qualifying distributions from Part XII, line 4	8	1,268,130.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	3,871.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	3,871.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	3,871.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 26,129.		
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	26,129.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	22,258.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 22,258. **Refunded** ▶		11	0.

Part VII-A | Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ HAAS HOLDINGS, INC. Telephone no. ▶ (805)278-1800
Located at ▶ 2800 STURGIS ROAD, OXNARD, CA ZIP+4 ▶ 93030

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GENE F. HAAS 2800 STURGIS ROAD	PRESIDENT 1.00	0.	0.	0.
KURT ZIERHUT 2800 STURGIS ROAD	SECRETARY 1.00	0.	0.	0.
ROBERT MURRAY 2800 STURGIS ROAD	C.F.O. 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	9,688,009.
b	Average of monthly cash balances		1b	8,730,708.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	18,418,717.
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	18,418,717.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	276,281.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	18,142,436.
6	**Minimum investment return.** Enter 5% of line 5		6	907,122.

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	907,122.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 3,871.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	3,871.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	903,251.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	903,251.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	903,251.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,268,130.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,268,130.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,871.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,264,259.

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					903,251.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006	24,546.				
b From 2007	759,680.				
c From 2008	242,956.				
d From 2009	58,550.				
e From 2010	221,289.				
f **Total** of lines 3a through e		1,307,021.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 1,268,130.					
a Applied to 2010, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2011 distributable amount					903,251.
e Remaining amount distributed out of corpus		364,879.			
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		1,671,900.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		24,546.			
9 **Excess distributions carryover to 2012** Subtract lines 7 and 8 from line 6a		1,647,354.			
10 Analysis of line 9:					
a Excess from 2007	759,680.				
b Excess from 2008	242,956.				
c Excess from 2009	58,550.				
d Excess from 2010	221,289.				
e Excess from 2011	364,879.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

GENE F. HAAS

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT B				1,268,130.
Total			▶ 3a	1,268,130.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,009.	
4 Dividends and interest from securities			14	405,224.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			01	<115,846.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		290,387.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 290,387.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 4/5/12 Title: CFO

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID ADAMS	[signature]	6/22/12		P00179602

Firm's name ▶ CBIZ MHM, LLC — Firm's EIN ▶ 33-0737981

Firm's address ▶ 10474 SANTA MONICA BLVD., #200
LOS ANGELES, CA 90025 — Phone no. (310) 268-2000

THE GENE HAAS FOUNDATION
REALIZED GAINS AND LOSSES SCHEDULE FOR 2011

DESCRIPTION	Settle Date	Tran Date	Units	Price	Sale Amount	Basis Amount	Gain/Loss
Assured Guaranty LTD	03/18/11	03/15/11	500 00	13 7800	6,888 97	8,110 69	(1,221 72)
Assured Guaranty LTD	03/18/11	03/15/11	4,500 00	13 7700	61,955 76	72,996 18	(11,040 42)
Bank of Amenca Corp	08/09/11	08/04/11	5,000.00	9 9500	45,340 18	49,654.78	(4,314 60)
Block H & R Incorporated	04/14/11	04/11/11	100 00	17 5005	1,749 93	1,290 68	459 25
Block H & R Incorporated	04/14/11	04/11/11	100 00	17 5003	1,749 91	1,290.68	459 23
Block H & R Incorporated	04/14/11	04/11/11	3,913 00	17 5000	68,472 69	50,504.27	17,968.42
Block H & R Incorporated	04/14/11	04/11/11	100.00	17 4920	1,749 08	1,290 68	458 40
Block H & R Incorporated	04/14/11	04/11/11	200 00	17 4900	3,497 75	2,581 36	916 39
Block H & R Incorporated	04/14/11	04/11/11	900 00	17 4910	15,740 79	11,616 11	4,124 68
Block H & R Incorporated	04/14/11	04/11/11	4,687 00	17 4900	81,969 87	60,494 12	21,475.75
PNC Finl Services Gp Inc	08/09/11	08/04/11	1,000 00	52.2620	52,252 05	55,613 29	(3,361 24)
Seadnll Ltd	08/09/11	08/04/11	100 00	30 3600	3,035.85	3,507 10	(471.25)
Seadnll Ltd	08/09/11	08/04/11	3,200 00	30 3510	97,118.48	112,227 18	(15,108.70)
Seadnll Ltd	08/09/11	08/04/11	6,700.00	30 3500	203,335 10	234,975 67	(31,640 57)
Teva Pharm Inds	08/09/11	08/04/11	100 00	41 4510	4,144 90	4,591.54	(446 64)
Teva Pharm Inds	08/09/11	08/04/11	2,600 00	41 4550	107,777 83	119,380 15	(11,602 32)
Teva Pharm Inds	08/09/11	08/04/11	1,000 00	41 4510	41,449 01	45,915 44	(4,466 43)
Teva Pharm Inds	08/09/11	08/04/11	3,800 00	41 4520	157,510 04	174,478 68	(16,968.64)
Transocean Inc New	08/09/11	08/04/11	100 00	54 6100	5,460.77	6,332.22	(871 45)
Transocean Inc New	08/09/11	08/04/11	1,375 00	54 6010	75,073 18	87,068.06	(11,994 88)
Transocean Inc New	08/09/11	08/04/11	325 00	54 6100	17,747 49	20,579 72	(2,832 23)
Transocean Inc New	08/09/11	08/04/11	300 00	54 6000	16,379 31	18,996 67	(2,617 36)
Transocean Inc New	08/09/11	08/04/11	700 00	54 6010	38,219 07	44,325 56	(6,106 49)
Transocean Inc New	08/09/11	08/04/11	4,200 00	54 6000	229,310.24	265,953 37	(36,643 13)
					1,337,928 25	1,453,774 20	(115,845 95)

STATEMENT A

Schedule of Grants

Date	Check#	Amount	Payable to	Comments	ADDRESS	City, ST Zip	Attn.
1/10/11	1370	$1 000 00	Grace Brethren Jr & Sr High School	Grant to Support Baseball program	1350 Cherry Ave	Simi Valley, CA 93065	
2/24/11	1371	$400 00	Westlake Baseball Association	Rangers Team sponsorship	P O Box 7122	Westlake Village, CA 91359	
2/24/11	1372	$300 00	Simi Youth Baseball	Team Banner	P O Box 918	Simi Valley, Ca 93063	Larry Stevenson
2/25/11	1373	$2 500 00	Boys & Girls Club of Moorpark	Auction	P O Box 514	Moorpark CA 93020	W Scott Mosher
3/16/11	1375	$20 000 00	California Polytechnic Mechanical Engineering Dept	Mfg Eng Scholarships	Building 13 Room 233	San Luis Obispo, CA 93407	James Widmann
4/18/11	1376	$5,000 00	Avon Foundation	Avon walk for breast cancer	P O Box 742509	Cincinnati OH 45274 2509	
5/10/11	1378	$750 00	Boy Scouts of America	Sponsor eagle scouts at 2010 2011 recognition meeting	509 Daily Drive	Camarillo CA 93010	Kevin Patterson
5/23/11	1374	$2 500 00	Gull Wings Children's Museum	Grant	418 W Fourth St	Oxnard, CA 93030	
5/23/11	1379	$2 500 00	Hudson Valley Community College	Sponsor two capstone project engines	Lang 209, 80 Vandenburgh Ave	Troy, NY 12180	David Larkin
5/31/11	1380	$250 00	Adolfo Camarillo High School Boosters	Grant	PO Box 164	Camarillo CA 93010	Mike Smith
6/1/11	1381	$1 000 00	Simi Youth Baseball	Team Banner	P O Box 916	Simi Valley, Ca 93063	Larry Stevenson
6/1/11	1382	$7 500 00	National Tooling and Machining Association	Grant	1603 Don Carlos Ave	Glendale, CA 91208	
7/13/11	1383	$25 000 00	Ventura County Rescue Mission	Donation to Feed Homeless	234 East 6th Street	Oxnard CA 93031 5545	
8/10/11	1386	$5,230 00	Kewaskum High School	CAD/CAM CNC Program	1510 Bilgo Lane	Kewaskum, WI 53040	Patrick Moerchen
8/10/11	1387	$1 000 00	Simi Valley Police Foundation	Golf Tournament	P O Box 715	Simi Valley, CA 93062 0715	
8/30/11	1388	$5 000 00	Boys and Girls Club of Santa Clarita Valley	Grant to support programs at B&GC	PO Box 221507	Santa Clarita, CA 91322 1507	
8/30/11	1389	$2 500 00	For Pete s Sake Cancer Respite Foundation	Grant	980 Harvest Drive Suite 203	Blue Bell PA 19422	Marci Schankweiler
8/30/11	1390	$250 00	American Eagles Girls Fastpitch, Inc	Grant	1776 Misty Creek Rd	Westlake Village CA 91362	
9/2/11	1391	$250 00	Dos Caminos Elementary School	Jog A Thon Fundraiser	3835 Appian Way	Camarillo CA 93010	
9/27/11	1392	$600 00	Carolina Havoc	Support traveling baseball team	151 Nevis Lane	Mooresville NC 28115	
9/27/11	1393	$2 000 00	Susan G Komen Breast Cancer Foundation	Komen Charlotte Race for the Cure	1000 Enterprise Road	Lexington NC 27295	Sharon Hutchens
9/27/11	1394	$50 000 00	Ventura College Foundation	Grant	4667 Telegraph Road	Ventura CA 93003	Dr Robin Calote
9/27/11	1395	$25 000 00	Cookies for Kids' Cancer	Grant	31 Hoffmans Crossing Rd	Califon NJ 07830	
10/18/11	1396	$8 000 00	Society of Manufacturing Engineers Education Found	Support Programs at Hawthorne High Redondo Beach High El Camino College USCLB Pierce college	One SME Drive PO Box 930	Dearborn MI 48121 0930	Bart Aslin
10/21/11	1397	$5 000 00	The Teen Project	Aid in the build out of transitional housing for emancipated foster youth	22431 B160 Antonio Pkwy #527	Rancho Santa Margarita, CA 92688	Linda Morgan
11/4/11	1398	$500 00	Simi Valley PTA/PTSA Council	Grant	875 Cochran Street	Simi Valley CA 93063	Kathy Hinkle
11/8/11	1399	$500 00	Oxnard High School Girls Soccer Program	Grant for equipment & uniforms	3400 West Gonzales Rd	Oxnard CA 93030	Maggie Morrison
11/11/11	1400	$1,000 00	Children's Hospital of Pittsburgh	Walk-a-thon	4401 Penn Ave	Pittsburgh PA 15224	
11/16/11	1401	$100,000 00	Boys & Girls Club of Greater Oxnard & Port Hueneme	Grant	1900 West 5th Street	Oxnard CA 93030	Tim Blaylock
11/18/11	1403	$150 000 00	Society of Manufacturing Engineers Education Found	Scholarship program for machinist education	One SME Drive	Dearborn MI 48121-0930	Bart Aslin
12/16/11	1404	$150,000 00	Ryan Newman Foundation	Grant	P O Box 5998	Statesville, NC 28687	
12/16/11	1405	$500 000 00	Tony Stewart Foundation Inc	Grant	5644 West 74th Street	Indianapolis IN 46278	
12/16/11	1406	$2 500 00	Simi Havoc Baseball	Grant	3620 River Farm Drive	Westlake Village, CA 91361	Richard Graves
12/16/11	1407	$10 000 00	Ventura County Rescue Mission	Grant to feed homeless	234 East 6th Street	Oxnard CA 93031 5545	
12/16/11	1408	$10 000 00	The Teen Project	Aid in the build out of transitional housing for emancipated foster youth	22431 B160 Antonio Pkwy #527	Rancho Santa Margarita CA 92688	Linda Morgan
12/16/11	1409	$5 000 00	Boy Scouts of America	Scoutreach program	509 Daily Drive	Camarillo CA 93010	Kevin Patterson
12/16/11	1410	$10,000 00	Rensselaer Polytechnic Institute	Grant	110 8th St	Troy NY 12180 3590	Sam Chiappone
12/16/11	1411	$10 000 00	Food Share	Provide food to needy families throughout Ventura County	4156 Southbank Road	Oxnard CA 93036	Ann Sobel
12/16/11	1412	$10 000 00	Rain Project Transitional Living Center	Transitional living and training for famillies with no homes	1732 Lewis Road	Camarillo CA 93010	Tina McDonald
12/16/11	1413	$10 100 00	American Association of University Women	Tech Trek / scholarships	PO BOX 882	Camarillo, CA 93011	Betty Sullivan
12/16/11	1414	$3 000 00	Society of Hispanic Professional Engineers Cal Pol	Grant	Cal Poly State University	San Luis Obispo, CA 93407 0206	Cristal J Vasquez
12/16/11	1415	$5 000 00	Ventura County Office of Education	Support of Science Fairs	550 Airport Way	Camarillo CA 93010	John E Tarkany
12/16/11	1416	$5 000 00	El Centrito Family Learning Center	Support educational programs	PO Box 1613	Oxnard CA 93032 1613	
12/16/11	1417	$5 000 00	Kids to Kids	Children Christmas Gifts	PO Box 283	Camarillo CA 93011	Kris Giles
12/16/11	1418	$2 500 00	Segue Career Guidance Program	Career guidance to HS students	2127 Hyland Ave	Ventura, CA 93001	Jerry Beckerman
12/16/11	1419	$1 000 00	Pleasant Valley Swim Team	Grant	P O Box 892	Camarillo CA 93011-0992	Tim Hedrick
12/16/11	1420	$5 000 00	Children s Tumor Foundation	Grant	95 Pine St 16th Floor	New York NY 10005 4002	
12/16/11	1421	$5 000 00	Moose Charities Inc	Grant	155 So International Drive	Mooseheart IL 60539 1100	
12/16/11	1422	$50 000 00	California Polytechnic Mechanical Engineering Dept	Mfg Eng Scholarships & Enhance Robotics Automation Lab	Building 13 Room 233	San Luis Obispo CA 93407	Jose A Macedo
12/16/11	1423	$25 000 00	RSHM Provincial Center	Provide care for retired & infirmed sisters	441 North Garfield Ave	Montebello CA 90640 2901	Sister Catherine Minhoto
12/16/11	1424	$25 000 00	Byzantine Catholic Cathedral of Saint Mary	Grant	5329 Sepulveda Blvd	Sherman Oaks CA 91411 3441	Rev Melvin Rybarczyk
12/31/11	1245	($1 000 00)	Jamie McMurray Foundation	Void Check issued 8/29/2008			
12/31/11	1331	($2,500 00)	Hudson Valley Community College	Void Check issued 11/10/2009			
12/31/11	1355	($1 000 00)	American Diabetes Association	Void Check issued 10/22/2010			
		$1 268 130 00					

STATEMENT B

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

SOURCE	AMOUNT
CHARLES SCHWAB	1,009.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,009.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	405,224.	0.	405,224.
TOTAL TO FM 990-PF, PART I, LN 4	405,224.	0.	405,224.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	969.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	969.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSES	180.	0.		0.
FOREIGN TAX PAID	19,130.	19,130.		0.
EXCISE TAXES	3,871.	0.		0.
TO FORM 990-PF, PG 1, LN 18	23,181.	19,130.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	930.	0.		0.
TO FORM 990-PF, PG 1, LN 23	930.	0.		0.

FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED GAINS ON MARKETABLE SECURITIES	613,297.
TOTAL TO FORM 990-PF, PART III, LINE 3	613,297.

FORM 990-PF | CORPORATE STOCK | STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - EQUITY	14,284,442.	14,284,442.
CHARLES SCHWAB - EQUITY (MARKET CHANGE)	782,332.	782,332.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,066,774.	15,066,774.

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions GENE HAAS FOUNDATION	Employer identification number (EIN) or [X] 95-4724825
	Number, street, and room or suite no If a P O box, see instructions 2800 STURGIS ROAD	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions OXNARD, CA 93030	

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

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

COPY

- The books are in the care of ▶ HAAS HOLDINGS, INC. 2800 STURGIS ROAD - OXNARD, CA 93030

  Telephone No ▶ (805)278-1800 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012 , to file the exempt organization return for the organization named above The extension is for the organization's return for.

▶ [X] calendar year 2011 or

▶ [ ] tax year beginning ______, and ending ______

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$	3,871.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$	28,129.
c **Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$	0.

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