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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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

CARL E. WYNN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

444 SOUTH FLOWER ST.

Room/suite

1700

City or town, state, and ZIP code

LOS ANGELES, CA 90071-2901

G Check all that apply:

Initial return       Initial return of a former public charity  
 Final return       Amended return  
 Address change       Name change

H Check type of organization:

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust       Other taxable private foundationI Fair market value of all assets at end of year  
(from Part II, col. (c), line 16)J Accounting method:  Cash       Accrual  
 Other (specify) \_\_\_\_\_

► \$ 24,635,952. (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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	Revenue			N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments					
3					
4 Dividends and interest from securities		661,366.	661,366.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		284,061.►			
b Gross sales price for all assets on line 6a		4,057,853.			
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 (loss)					
11 Other income					
12 Total! Add lines 1 through 11		377,305.	661,366.		
13 Compensation of officers, directors, trustees, etc		200,000.	60,000.		140,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 2	11,145.	0.		11,145.
c Other professional fees	STMT 3	149,642.	149,642.		0.
17 Interest					
18 Taxes	STMT 4	5,652.	5,652.		0.
19 Depreciation and depletion		39.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 5	3,906.	0.		3,906.
24 Total operating and administrative expenses. Add lines 13 through 23		370,384.	215,294.		155,051.
25 Contributions, gifts, grants paid		1,053,024.			1,053,024.
26 Total expenses and disbursements Add lines 24 and 25		1,423,408.	215,294.		1,208,075.
27 Subtract line 26 from line 12:		<1,046,103.►			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			446,072.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
Assets	Liabilities	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments		1,072,434.	1,113,132.
3	Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U.S. and state government obligations	STMT 6	1,820,713.	1,604,289.
b	Investments - corporate stock	STMT 7	13,758,744.	13,054,023.
c	Investments - corporate bonds	STMT 8	6,974,011.	6,808,394.
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment basis ►	2,382.		
	Less accumulated depreciation	STMT 9 ►	2,323.	
15	Other assets (describe ►)		98.	59.
16	Total assets (to be completed by all filers)		23,626,000.	22,579,897.
				24,635,952.
Liabilities	17	Accounts payable and accrued expenses		
	18	Grants payable		
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>		
	and complete lines 24 through 26 and lines 30 and 31.			
25	Unrestricted			
26	Temporarily restricted			
27	Permanently restricted			
28	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
29	and complete lines 27 through 31.			
30	Capital stock, trust principal, or current funds		23,626,000.	22,579,897.
31	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
32	Retained earnings, accumulated income, endowment, or other funds		0.	0.
33	Total net assets or fund balances		23,626,000.	22,579,897.
34	Total liabilities and net assets/fund balances		23,626,000.	22,579,897.

## 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	23,626,000.
2	Enter amount from Part I, line 27a	2	<1,046,103.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	22,579,897.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,579,897.

**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.)
<b>1a SCHWAB - WEST OAK CAPITAL, LLC</b>			P	VARIOUS	VARIOUS
<b>b SCHWAB - WEST OAK CAPITAL, LLC</b>			P	VARIOUS	VARIOUS
<b>c SCHWAB - WEST OAK CAPITAL, LLC</b>			P	VARIOUS	VARIOUS
<b>d LEGAL RECOVERIES RE INVESTMENT ASSETS</b>			P	VARIOUS	VARIOUS
<b>e CAPITAL GAINS DIVIDENDS</b>					
(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)		
<b>a 308,932.</b>		<b>311,176.</b>	<b>&lt;2,244.&gt;</b>		
<b>b 3,700,471.</b>		<b>4,030,738.</b>	<b>&lt;330,267.&gt;</b>		
<b>c 14,937.</b>			<b>14,937.</b>		
<b>d 14,011.</b>			<b>14,011.</b>		
<b>e 19,502.</b>			<b>19,502.</b>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>(i) F.M.V. as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
2 Capital gain net income or (net capital loss)			2	<b>&lt;284,061.&gt;</b>	
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				<b>N/A</b>	

**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	<b>1,148,174.</b>	<b>24,612,709.</b>	<b>.046650</b>
2009	<b>1,366,438.</b>	<b>23,044,609.</b>	<b>.059295</b>
2008	<b>1,510,578.</b>	<b>27,247,317.</b>	<b>.055440</b>
2007	<b>1,182,667.</b>	<b>30,486,737.</b>	<b>.038793</b>
2006	<b>713,788.</b>	<b>28,452,716.</b>	<b>.025087</b>

2 Total of line 1, column (d)

**2 .225265**

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 .045053**

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

**4 25,582,838.**

5 Multiply line 4 by line 3

**5 1,152,584.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6 4,461.**

7 Add lines 5 and 6

**7 1,157,045.**

8 Enter qualifying distributions from Part XII, line 4

**8 1,208,075.**

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	1	4,461.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	4,461.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	4,461.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6	<b>Credits/Payments:</b>		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,751.
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	7,751.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	3,290.
11	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> ►	11	0.

**Part VII-A1 Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	X	
<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>			
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1)	On the foundation. ► \$ _____ 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?	X	
<i>If "Yes," attach a detailed description of the activities.</i>			
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	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	X	
<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	N/A	
●	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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year?	X	
<i>If "Yes," complete Part II, col. (c), and Part XV.</i>			
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 <i>General Instruction G?</i> If "No," attach explanation	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	X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/>
Website address ► <b>N/A</b>			
14	The books are in care of ► <b>CARL E. WYNN FOUNDATION</b> Located at ► <b>444 SO. FLOWER ST, SUITE 1700, LOS ANGELES, CA</b>	Telephone no. ► <b>(877) 686-9215</b> ZIP+4 ► <b>90071-2901</b>	
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	<input type="checkbox"/> <b>N/A</b>
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	<input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b>

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

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

**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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 Yes  No Yes  No Yes  No 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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

► 

5b

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?

If "Yes" to 6b, file Form 8870.

 Yes  No

6b

X

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?

 Yes  No

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
SEE STATEMENT 10		200,000.	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

Form 990-PF (2011)

**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
WEST OAK CAPITAL, LLC - 2801 TOWNSGATE RD, SUITE 112, WESTLAKE VILLAGE, CA 91361	INVESTMENT MGMT	149,642.

**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.

1	N/A	Expenses
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.

1	N/A	Amount
2		
3		
	All other program-related investments. See instructions.	
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	24,819,644.
b	Average of monthly cash balances	1b	1,152,780.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	25,972,424.
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	25,972,424.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	389,586.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,582,838.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,279,142.

**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	1,279,142.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,461.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,461.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,274,681.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,274,681.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,274,681.

**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	1,208,075.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,208,075.
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	4,461.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	1,203,614.

**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				1,274,681.
2 Undistributed income, if any, as of the end of 2011			1,053,024.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 1,208,075.			1,053,024.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2011 distributable amount				155,051.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				1,119,630.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE SCHEDULE ATTACHED			VARIOUS PROGRAMS	1,053,024.
<b>Total</b>			► 3a	1,053,024.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	0.

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

Enter gross amounts unless otherwise indicated.

#### **Part XVI-B<sup>3</sup> Relationship of Activities to the Accomplishment of Exempt Purposes**

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

	<b>Yes</b>	<b>No</b>
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.		

**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**

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

Signature of officer or trustee

17-27.12

Date

**PRESIDENT**

### Title

Signature of officer or trustee		Date	Date		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self- employed	PTIN
	<b>RUDOLPH J. FUCHS</b>		<b>07/26/12</b>		<b>P00280153</b>
	Firm's name ► <b>TALLEY &amp; COMPANY</b>			Firm's EIN ► <b>33-0689542</b>	
Firm's address ► <b>600 CITY PARKWAY WEST #650 ORANGE, CA 92868</b>			Phone no. <b>714-867-2200</b>		

**Form 990-PF (2011)**

Depreciation and Amortization Detail FORM 990-PF PAGE 1

990-PF

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB-WEST OAK CAPITAL, LLC-DIVIDENDS	328,743.	19,502.	309,241.
WEST OAK CAPITAL, LLC - INTEREST	357,444.	0.	357,444.
WEST OAK CAPITAL, LLC- LESS ACCRUED INTEREST PAID	<5,319.>	0.	<5,319.>
TOTAL TO FM 990-PF, PART I, LN 4	680,868.	19,502.	661,366.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL & PROFESSIONAL FEES	11,145.	0.		11,145.
TO FORM 990-PF, PG 1, LN 16B	11,145.	0.		11,145.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISOR FEE	149,642.	149,642.		0.
TO FORM 990-PF, PG 1, LN 16C	149,642.	149,642.		0.

## FORM 990-PF

## TAXES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	5,652.	5,652.		0.
TO FORM 990-PF, PG 1, LN 18	5,652.	5,652.		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
TELEPHONE	1,117.	0.		1,117.
MEETING/TRAVEL	258.	0.		258.
INSURANCE	1,575.	0.		1,575.
OFFICE EXPENSE	88.	0.		88.
MEMBERSHIP FEE	695.	0.		695.
POSTAGE	88.	0.		88.
STATE FILING FEES - FTB	10.	0.		10.
STATE FILING FEES - CA AG	75.	0.		75.
TO FORM 990-PF, PG 1, LN 23	3,906.	0.		3,906.

## FORM 990-PF

## U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

## STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL AGENCY	X		1,604,289.	1,687,614.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,604,289.	1,687,614.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,604,289.	1,687,614.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET
		VALUE
EQUITIES	8,086,494.	9,836,922.
EQUITIES FUND	4,396,067.	4,095,762.
OTHERS	571,462.	968,444.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>13,054,023.</b>	<b>14,901,128.</b>

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET
		VALUE
FIXED INCOME	6,808,394.	6,934,019.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10C</b>	<b>6,808,394.</b>	<b>6,934,019.</b>

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT

9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED	BOOK VALUE
		DEPRECIATION	
COMPUTER EQUIPMENT	1,704.	1,704.	0.
COMPUTER EQUIPMENT	678.	619.	59.
<b>TOTAL TO FM 990-PF, PART II, LN 14</b>	<b>2,382.</b>	<b>2,323.</b>	<b>59.</b>

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB	ACCOUNT
DOROTHY L. FREY 444 S. FLOWER #1700 LOS ANGELES, CA 900712901	TREASURER 20.00	70,000.	0.	0.	
WILLIAM CHRISTIAN 444 S. FLOWER #1700 LOS ANGELES, CA 900712901	PRESIDENT 20.00	100,000.	0.	0.	
BILLIE A. FISCHER 444 S. FLOWER #1700 LOS ANGELES, CA 900712901	VICE PRESIDENT 20.00	10,000.	0.	0.	
MEL MASUDA 444 S. FLOWER #1700 LOS ANGELES, CA 900712901	TRUSTEE 20.00	10,000.	0.	0.	
JAKI FISCHER 444 S. FLOWER #1700 LOS ANGELES, CA 900712901	TRUSTEE 20.00	10,000.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		200,000.	0.	0.	

**2011 APPROVED DISTRIBUTION LIST**

NAME AND ADDRESS	PURPOSE	APPROVED 2011
The Achievable Foundation 5901 Green Valley Circle, Suite 320 Culver City, CA 90230	Improve the quality of life for persons with developmental disabilities such as autism, intellectual disability, epilepsy, cerebral palsy and/or other developmental disability.	1,000
A Place Called Home 2830 South Central Avenue Los Angeles, California 90011	Provides at-risk teenagers services for a productive lifestyle	7,000
Alexandria House 426 S. Alexandria Ave. Los Angeles, CA 90020	A transitional residence and house of hospitality providing safe and supportive housing for women and children in the process of moving from emergency shelter to permanent housing	1,000
Alzheimer's Family Services Center 9451 Indianapolis Ave. Huntington Beach, CA 92646	Dedicated to improving quality of life for families affected by Alzheimer's disease through services tailored to meet individual needs.	1,000
Angels Charity 2549-B Eastbluff Drive, #432 Newport Beach, CA 92660	Enhance the physical, emotional and social development of children with special needs.	5,000
Angel Harvest 5461 W. Jefferson Blvd. Los Angeles, California 90016	Programs to feed the hungry	10,000
Angels Way P O Box 70 Woodland Hills, CA 91365	Provide a Christian home with a nurturing environment where pregnant women receive education and training in making life choices.	1,000
Animals Rule Placement Foundation 305 North Harbor Blvd. San Pedro, CA 90731	Rescue stray, neglected, abandoned or abused dogs from local animal shelters, provide training to animals rescued, provide care for sick or injured animals, and work to prevent pet overpopulation by providing free spay and neuter procedures for all rescues.	2,500
ARC of Southeast Los Angeles County 12049 Woodruff Ave. Downey, California 90241-5669	Employment center for developmentally disabled	2,500

ARC Riverside 8138 Mar Vista Court Riverside, California 92504-4324	Center for developmentally disabled	15,000
Arthritis National Research Foundation 200 Oceangate, Suite 830 Long Beach, California 90802	Arthritis research	1,000
Aseltine School 4027 Normal St. San Diego, CA 92103	Assist K-12 students with emotional disturbances and learning disabilities who are also at risk for homelessness, crime, addiction and institutionalization	1,000
Assistance League of Santa Ana 1037 W. 1 <sup>st</sup> St. Santa Ana, CA 92703	Addressing the needs of K-12 students enrolled in Santa Ana Unified School District	1,000
Autism Speaks 5455 Wilshire Blvd., Suite 2250 Los Angeles, CA 90036	Increasing awareness of autism and raising money to fund scientists searching for a cure	20,000
Azusa Pacific University 901 East Alosta Avenue Post Office Box 7000 Azusa, California 91702-7000	Conversion and maintenance of the Carl E. Wynn Science Center (continued name)	60,000
Bet Tzedek Legal Services 145 S. Fairfax Ave., Suite 200 Los Angeles, CA 90036	Provide Legal assistance to all eligible needy residents throughout L.A.	1,500
Bethune Theatredanse 3342 Barham Boulevard Los Angeles, California 90068	Special needs dance	1,000
Beverly Hospital Foundation 309 W. Beverly Boulevard Montebello, California 90640	Hospital programs	2,000
Big Brothers/Big Sisters of Orange County 14131 Yorba Street, 2 <sup>nd</sup> Floor Tustin, California 92780-2053	Programs for at-risk children	1,000
Blind Children's Learning Center 18542-B Vanderlip Ave. Santa Ana, CA 92705	Service to the blind	10,000
Boy Scouts of America Orange County Council 1211 East Dyer Road Santa Ana, CA 92705-5605	Support for Outdoor Education Center	5,000

Boys and Girls Club of Buena Park, Inc. 7758 Knott Avenue Buena Park, California 90620	Programs for at-risk children	2,000
Boys and Girls Club of Stanton 11050 Cedar Street Stanton, CA 90680	To enable all young people to reach their full potential as productive, caring, responsible citizens	1,000
Boys and Girls Club of Santa Clarita Valley 24909 Newhall Ave. Newhall, CA 91231	To enable all young people to reach their full potential as productive, caring, responsible citizens	1,000
Boys and Girls Club of Venice 2232 Lincoln Blvd. Venice, CA 90291	To enable all young people to reach their full potential as productive, caring, responsible citizens.	2,000
Boys Republic 3493 Grand Avenue Chino Hills, California 91709	Youth programs and transitional housing	2,000
Boys Town California, Inc. 2740 North Grand Avenue, 2 <sup>nd</sup> Floor Santa Ana, CA 92705	Programs for families in Orange County whose children are at risk of being removed from their homes due to abuse or neglect.	1,000
Brinnegar Charitable Foundation P O Box 863 1301 East Road La Habra Heights, CA 90633-0863	Broadening the base of education background and concepts through seminar programs	20,000
Brothers' Helpers, Inc. 215 Foothill Blvd. La Canada, CA 91011	Meal preparation and delivery to the poor in downtown Los Angeles	1,000
C5 Youth Foundation of Southern California 1334 South Central Avenue Los Angeles, CA 90021-2210	Prepares at-risk youth from under-resourced environments in Los Angeles County for college, work and life.	5,000
Camp Ronald McDonald for Good Times 1954 Cotner Avenue Los Angeles, CA 90025	To create a positive, long lasting impact on children with cancer and their families by providing fun-filled, medically supervised, cost-free, year-round camp programs.	1,000
Canine Companions for Independence 2312 Westwood Blvd. Los Angeles, CA 90064	Enhances the lives of people with disabilities by providing highly trained assistance dogs.	1,000

Canyon Acres Children and Family Services 1845 W. Orangewood Ave., Suite 330 Orange, CA 92868	Services for abused and neglected children and their families	3,000
CASA 1615 East Seventeenth Street, Suite 100 Santa Ana, California 92705	Advocates for troubled youth	10,000
Casa Colina 255 East Bonita Avenue Pomona, California 91769	Rehabilitation center for the physically disabled and injured	4,000
Casa Teresa P O Box 429 Orange, CA 92856	Provide a temporary home and ongoing support for pregnant women 18 and over who are homeless	1,000
Center for Alaskan Coastal Studies Post Office Box 2225 Homer, Alaska 99603	Carl E. Wynn Nature Center – Wildlife project in Alaska, general purposes. For salary supplement	100,000 5,000
Children's Bureau of Southern California Orange County Division 50 South Anaheim Boulevard, Suite. 241 Anaheim, California 92805	Prevention and treatment of abused children	1,000
Children's Hospital Foundation of Orange County 455 South Main Street Orange, California 92868-3874	Pediatric medical programs	20,000
Children's Museum at La Habra 301 S. Euclid Street La Habra, CA 90631	To encourage enthusiasm about learning in a hands-on environment that opens the world to even the youngest child.	1,000
Children of the Night 14530 Sylvan Street Van Nuys, California 91411	Help for child prostitution	10,000
Children's Hospital Los Angeles 4650 Sunset Boulevard, Suite 29 Los Angeles, California 90027	Pediatric medical programs	60,000
CHIME Institute 18330 Halsted St. Northridge, CA 91330	Education programs that support all children includint those with moderate to severe disabilities	1,000
Citrus Valley Health Foundation 1115 South Sunset Boulevard West Covina, California 91790	Hospital programs serving local communities to assist in programs and operations of the hospital facility in West Covina	10,000

<b>City of Hope 1055 Wilshire Boulevard Los Angeles, California 90017</b>	<b>Cancer research</b>	<b>5,000</b>
<b>CLARE Foundation 909 Pico Blvd. Santa Monica, CA 90405</b>	<b>Treatment and recovery services for alcoholism and substance abuse</b>	<b>1,000</b>
<b>College Summit 5601 W. Slauson Ave., Suite 265 Culver City, CA 90230</b>	<b>Works with low income high schools to increase enrollment rates and build their college going culture.</b>	<b>1,000</b>
<b>Convalescent Aid Society 3255 E. Foothill Blvd. Pasadena, CA 91107</b>	<b>Provide free loan of medical equipment in-home use to residents of San Gabriel Valley.</b>	<b>1,000</b>
<b>David and Margaret Home, Inc. 1350 Third Street La Verne, California 91750</b>	<b>Abused and battered shelter</b>	<b>5,000</b>
<b>The Discovery Eye Foundation 6222 Wilshire Blvd., Suite 260 Los Angeles, CA 90048</b>	<b>Support research, education and advocacy related to sight-threatening eye diseases and their treatments, improving the quality of life for patients and their families.</b>	<b>1,000</b>
<b>Downtown Women's Center 325 S. Los Angeles Street Los Angeles, CA 90013</b>	<b>Housing and meals for homeless women</b>	<b>2,000</b>
<b>Exceptional Children's Foundation 8740 Washington Blvd. Culver City, CA 90232</b>	<b>Provides services to children and adults who are challenged with developmental, learning and emotional disabilities.</b>	<b>7,000</b>
<b>Families Forward 9221 Irvine Blvd. Irvine, CA 92618</b>	<b>Housing and services to families in crisis.</b>	<b>1,000</b>
<b>Food Bank of Southern California 1444 San Francisco Avenue Long Beach, California 90813</b>	<b>Food for the poor</b>	<b>5,000</b>
<b>Food on Foot 9663 Santa Monica Blvd., #743 Beverly Hills, CA 90210</b>	<b>Providing the poor and homeless of Los Angeles with meals, clothing, job opportunities and assistance in the transition to employment</b>	<b>1,000</b>
<b>The Foothill Presbyterian Hospital 250 South Grand Avenue Glendora, California 91741</b>	<b>Hospital programs service local communities</b>	<b>50,000</b>

Foothill Unity Center 415 West Chestnut Monrovia, California 91016	Food distribution to the needy and hungry	5,000
Foundation for Glendora Unified Schools 114 N. Glendora Avenue, Suite 171 Glendora, CA 91741	Provide financial support, facilitate community involvement and enhance student learning for the Glendora Unified School District: coordination with Citrus Christmas program	2,500
Friends of the Homer Public Library 500 Hazel Avenue Homer, AK 99603	Volunteer support for library programs and services	35,000
Fristers P O Box 5790 Newport Beach, CA 92662	Provides support and education to young moms age 13-25	1,000
The Girls Against Abuse Foundation 41682 Crown Canyon Ct. Murrieta, CA 92562	To help women and youth recognize, resist and recover from abuse and mistreatment.	5,000
Girl Scouts of Greater Los Angeles 801 S. Grand Ave., Suite 300 Los Angeles, CA 90017	After school enrichment program for at-risk girls.	1,000
Glendale Association for the Retarded 6512 San Fernando Road Glendale, California 91201	Programs for developmentally disabled adults	3,000
Glendora Public Library Friends Foundation 140 South Grand Avenue Glendora, California 91741	Community library	10,000
Good Shepherd Shelter 2581 West Venice Boulevard Los Angeles, California 90019-6233	Serving battered women and their children, Sister Anne Kelly	5,000
Goodwill of Orange County 410 North Fairview Santa Ana, CA 92703	Assist people with disabilities to reach personal and economic independence	1,000
Guide Dogs of America 13445 Glenoaks Boulevard Sylmar, CA 91342	Provides guide dogs to blind individuals 18 years of age or older, free of charge, throughout the United States and Canada	7,000
Harambee Ministries 1609 Navarro Avenue Pasadena, CA 91103	Working with low-income African American and Latino children and families to provide for a safe place where children and youth can learn and develop into indigenous leaders for Pasadena and beyond.	1,000

Harriett Buhai Center for Family Law 3250 Wilshire Blvd., Suite 710 Los Angeles, CA 90010	Providing family law assistance to low income families in Los Angeles County through the efforts of volunteer lawyers, law students and paralegals.	1,000
Hear Center 301 E. Del Mar Blvd. Pasadena, CA 91101	Help individuals with hearing loss or speech and language impairments by providing them with auditory and communication skills	1,000
HELP c/o HNF (Hereditary Neurotherapy Foundation) 1751 2 <sup>nd</sup> Ave, Suite 103 New York, NY 10128	Researching to find a cure for CMT, a disease that affects the peripheral nerves causing the muscles to eventually atrophy.  <b>We are to direct that funding will be allocated for the research programs located in San Francisco.</b>	15,000
Hillsides 940 Avenue 64 Pasadena, CA 91105-2711	To create safe places for children by treating abuse, neglect and mental illness; strengthening families; providing special education and advocating for children	1,000
Hillview AcresSTOP PAYMENT ON CK. 3683 Chino Avenue Org.closed 03/11 Chino, CA 91710	24-hour residential treatment center for abused children	1,000 – Stopped Payment on check
Hoag Hospital Foundation One Hoag Drive Post Office Box 6100 Newport Beach, California 92658-6100	Circle 1000 – \$20,000	10,000
Hollygrove 815 N El Centro Ave. Los Angeles, CA 90038	Help children, strengthen families, build community and advocate for systems change, to ensure that our families thrive	1,000
Homer Society of Natural History, Inc. Pratt Museum 3779 Bartlett Street Homer, Alaska 99603	Educational programs and Remote Camera Program	30,000
House of Ruth Post Office Box 459 Claremont, California 91711	Battered women and children	1,000
Huntington Hospital 100 West California Boulevard Pasadena, California 91109	Hospital programs	5,000
Intervention Center for Early Childhood 1538 East Warner Ave., Suite A Santa Ana, California 92705	At-risk children programs	1,000

Jewish Family & Children's Services 3801 E. Willow Street Long Beach, CA 90815	To help individuals, couples and families face life's challenges through the provision of a wide variety of social services, mental health programs and protective services.	1,000
John Wayne Cancer Institute at Saint John's Health Center 2200 Santa Monica Boulevard Santa Monica, CA 90404	Cancer research.	1,000
KIPP L.A. Prep. 2810 Whittier Blvd. Los Angeles, CA 90023-1527	Prepare low income students with skill, work habits and traits necessary for success in school	5,000
KOCE-TV 15751 Gothard Street Post Office Box 2476 Huntington Beach, California 92647	Public television broadcasting	1,000
L.A. Goal 4911 Overland Blvd. Culver City, CA 90230	Educational, vocational, life skills, visual/performing arts, and counseling programs for adults with developmental disabilities.	1,000
Laura's House 999 Corporate Dr., Suite 225 Ladera Ranch, CA 92694	Domestic violence for children	1,000
Laurel House 13722 Fairmont Way Tustin, CA 92780	To support teens in crisis and their families, and to encourage family reconciliation or resolution by providing temporary residential care.	2,000
LeRoy Haynes Center 233 West Baseline Road, Box 400 La Verne, California 91750	Home for Abused/At-risk Children	5,000
Living Free P.O. Box 5 Mountain Center, CA 92561	Animal protection for unadopted pets.	2,000
Long Beach BLAST 737 Pine Ave., Suite 201 Long Beach, CA 90813	Academic mentoring program that provides at-risk children and youth with trained college student volunteers who provide tutoring and homework assistance	1,000
Los Angeles Women in Music 11664 National Blvd., #280 Los Angeles, CA 90064	Works toward fostering equal opportunity for women and men in the music industry and promoting the advancement of women through empowerment, support, education and recognition of their achievements.	3,500

Los Angeles Regional Foodbank 1734 East 41 <sup>st</sup> Street Los Angeles, California 90058-1502	Foodbank for the needy	4,000
Making the Right Connections, Inc. 3250 Wilshire Blvd., Suite 1010 Los Angeles, CA 90010	Six-week summer education program for gang prevention.	1,000
The Frostig Center 710 N. Altadena Dr. Pasadena, CA 91107	To conduct research on the causes/effects of learning disabilities; offer services to children with learning disorders; and provide parent, tutor, professional educator training and consultation in how to work with students with learning disabilities.	1,000
Memorial Medical Center Foundation 2801 Atlantic Avenue Long Beach, CA 90801-1428	Improve health of children through patient care, education and research	10,000
MEND, Inc. 10641 San Fernando Road Pacoima, CA 91331	Provides services that meet the basic human needs of individuals who reside in the northeast San Fernando Valley.	1,000
Methodist Hospital of Southern California 300 W. Huntington Dr. Arcadia, CA 91007	Provide high quality healing services while caring for the patient with emotional and spiritual dimensions as well as physical needs.	1,000
Mission Hospital Regional Medical Center 27700 Medical Center Rd. Mission Viejo, CA 92691	Catholic healthcare ministry	1,000
National Multiple Sclerosis Society Southern California Chapter 2440 W. Sepulveda Blvd., Suite 115 Los Angeles, CA 90064	Support clinical trial of female hormone estriol for treatment of MS	1,000
New Horizons Caregivers Group 3129 S. Hacienda Blvd., #809 Hacienda Heights, California 91745	General education for the disadvantaged	1,000
New Village Charter School 147 No. Occidental Blvd. Los Angeles, CA 90026	Charter high school for severely challenged at-risk girls from downtown L.A.	2,500
Olive Crest Abused Children's Foundation 2130 East Fourth Street, Suite 200 Santa Ana, California 92705	Programs for abused children	15,000

Operation Safe House 9685 Hayes Street Riverside, California 92503	Programs for abused children	2,000
Orange County ARC 225 West Carl Karcher Way Anaheim, California 92801-2499	Center for developmentally disabled	6,000
Orange County Child Abuse Prevention Center 500 South Main, Suite 1100 Orange, California 92868	Child Abuse Program	5,000
Orangewood Children's Foundation 1575 East 17 <sup>th</sup> Street Santa Ana, California 92705	Home for homeless children	15,000
Our House 1663 Sawtelle Blvd., FL 3 Los Angeles, CA 90025	Provides grief support, services, education and resources.	2,500
Pasadena Child Development Associates 620 N. Lake Avenue Pasadena, CA 91101	Provides services for children using the DIR/Floortime approach.	1,000
Peppermint Ridge 825 Magnolia Avenue Corona, California 91719-3129	Residential program for developmentally* disabled – In memory of Wesley E. Bellwood	60,000*
Peppermint Ridge 825 Magnolia Avenue Corona, California 91719-3129	Wynn Home Repair Fund Wynn Home Recreational Fund	20,000
Peter Michael Foundation 1 Gate Six Rd. Building B, Suite 201 Sausalito, CA 94965	Discover and underwrite the most promising tools and technologies for the identification, treatment & expansion of prostate cancer.	1,000
P. F. Bresee Foundation 184 Bimini Pl. Los Angeles, CA 90004	Community and youth development, health services, and urban leadership training.	1,000
Pomona College 550 N. College Ave. Claremont, CA 91711	To educate men and women of exceptional promise, irrespective of financial circumstance.	1,000
P.O.P.S. Pratt Museum 3779 Bartlett Street Homer, Alaska 99603	Museum expansion	50,000

Project Dignity 12020 Chapman Avenue, PMB #257 Garden Grove, CA 92840	Provide physical, emotional and spiritual assistance to the homeless with special attention given to children, families and the elderly.	1,000
PossAbilities at LLUMCEC 25455 Barton Rd., Suite 109A Loma Linda, CA 92354	Offer disabled individuals a sense of community and provide activities and practical help to re-integrate them as productive members of the community	1,000
Providence Speech and Hearing Center 1301 Providence Ave. Orange, CA 92868	Provides specialized programs addressing auditory, speech and language skills, thought processing and other developmental needs in order to enhance the self-sufficiency of young children.	1,000
PVW (Pomona Valley Workshop 4650 Brooks St. Montclair, CA 91763	Programs that provide specialized training and educational opportunities for disabled clients.	1,000
Ramona Convent Secondary School 1701 West Ramona Road Alhambra, California 91803	Private Catholic college preparatory school for girls	1,000
Rancho Santa Ana Botanic Garden at Claremont 1500 N. College Avenue Claremont, CA 91711-3157	Botanical gardens and education programs	5,000
Reach Out and Read 10 Carolyn Way Mission Hills, CA 91345	Prepares our youngest children to succeed in school by partnering with doctors to prescribe books and encourage families to read together.	1,000
Resonate, Inc. (DBA Spark) 251 Rhode Island St., Suite 205 San Francisco, CA 94103	Provide life-changing apprenticeships to youth in underserved communities.	1,000
Return To Freedom P.O. Box 926 Lompoc, CA 93438	Protection of wild horse herds	5,000
The Richstone Family Center 13620 Cordary Ave. Hawthorne, CA 90250	Preventing and treating child abuse, strengthening families and preventing violence in families, schools and communities.	5,000
Safe Alternatives For Everyone 28816 Pujol Street Temecula, CA 92590-2829	Provides services for children, youth and families who have experienced or are at risk of abuse and violence.	3,000
Santa Barbara Botanical Garden 1212 Mission Canyon Road Santa Barbara, CA 93105	Advance knowledge and understanding of plant life.	1,000

School on Wheels P.O. Box 2283 28128 PCH #192 Malibu, CA 90265	To enhance the educational opportunities for homeless children – children living in shelters, motels, group foster homes, downtown hotels, cars or on the streets.	1,000
Second Harvest Food Distribution Center of Orange County 8014 Marine Way Irvine, California 92618	Programs to feed the hungry	7,500
Serenity Infant Care Homes, Inc. 600 S. Grant Ave. Covina, CA 91724	Supplies quality foster care homes for abused, abandoned and neglected children in Southern California	1,000
Serve the People 1206 E. 17 <sup>th</sup> Street, Suite 101 Santa Ana, CA 92701	Provide the physical, mental, emotional and mentoring needs of the poor, children, sick, needy, uneducated, oppressed, lost people.	1,000
S.H.A.W.L. Post Office Box 948 San Pedro, CA 90733	Residence, substance abuse and related treatments for homeless women	12,000
Shoes That Fit 1420 Claremont Boulevard, Suite 107B Claremont, California 91711	Shoes and clothing for indigent school children	1,000
Special Olympics Southern California P. O. Box 359 Sun City, California 92586	Olympics for the handicapped	1,000
Speech and Language Development Center 8699 Holder Buena Park, CA 90620	To assist children and adults with special needs maximize their potential through education and therapy provided in an environment nurturing growth and inspiring achievement.	1,000
St. Anne's 155 North Occidental Blvd. Los Angeles, CA 90026-4641	A residential program to provide a safe home during pregnancy and following childbirth for vulnerable young women and their babies.	1,000
St. Francis Medical Center Foundation 3630 E. Imperial Highway Lynwood, CA 90262	Health Benefits Resource Center serving impoverished families and children	1,000
Star, Inc. Post Office Box 1075 Torrance, California 90505	Care for the developmentally disabled And new home fund. Building Fund - \$107,024; Replacement of Needed Appliances - \$4,000. PLUS12/16/11 \$1,000 for Building Fund	107,024 4,000 + 1,000 112,024

Travelers Aid Society of Los Angeles 1507 Winona Blvd. Los Angeles, CA 90027	Provide assistance and support to families in crisis due to mobility, homelessness or other disruptive circumstances.	1,000
Union Station Homeless Services 825 E. Orange Grove Blvd. Pasadena, CA 91104	To offer homeless individuals and families the resources they need to transform their lives and become productive, stable and self-supporting.	1,000
Valley Village 20830 Sherman Way Winnetka, CA 91306-2782	To protect, foster and advance the rights and interests of people with developmental disabilities.	1,000
Venice Family Clinic 604 Rose Ave. Venice, CA 90291	Provide free, quality health care to people in need.	1,000
Villa Esperanza Services 2060 East Villa Street Pasadena, California 91107-2340	Residential programs for developmentally disabled	1,000
Visiting Nurse Association & Hospice of Southern California 150 West First Street, Suite 270 Claremont, CA 91711	To provide care for the ill and disabled in the community who are underinsured, and/or not covered and have no means to pay for care.	1,000
The Volunteer Center 1230 Cravens Avenue Torrance, CA 90501	Various volunteer programs: Specific for Operation Teddy Bear (help for disadvantaged children)	8,000
Women's Cancer Research Foundation 351 Hospital Road, Suite 507 Newport Beach, California 92663	Women's cancer research	3,500
Young and Healthy P. O. Box 93397 Pasadena, California 91109-3397	Health care services for low income and under or uninsured children	1,000
YMCA – San Gabriel Valley Family 412 East Rowland Avenue Covina, California 91723	Family and youth programs	1,000
YWCA – North Orange County 215 Commonwealth, Suite F Fullerton, CA 92832	Family and youth programs to empower women by addressing their changing needs through strategic partnerships; equip individuals to achieve and maintain social, physical, financial, intellectual and spiritual well being.	1,000
YWCA of San Gabriel Valley 943 N. Grand Ave. Covina, CA 91724	Healthy relationships for teens programs.	1,000

YWCA 1200 N. Fair Oaks Ave. Pasadena, CA 91103	Eliminating racism and empowering women.	1,000
Zoological Society of San Diego P.O. Box 120551 San Diego, CA 92112-0551	The Zoological Society is a conservation, education and recreation organization dedicated to the reproduction, protection and exhibition of animals, plants and their habitats.	1,500
1736 Family Crisis Center 2116 Arlington Avenue, Suite 200 Los Angeles, California 90018	Homeless runaway youth, battered women and their children	2,000
(150 organizations)	<b>2011 CONTRIBUTION TOTAL</b>	<b>\$1,053,024</b>
	<b>2011 REQUIRED DISTRIBUTION</b>	<b>\$1,053,024</b>

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# WEST OAK CAPITAL LLC

West Oak Capital, LLC  
2801 Townsgate Road, Suite 112  
Westlake Village, CA 91361  
(805) 230-8282

Wynn, Carl E. Wynn Foundation      Foundation      Acct #. 41668407  
William Christian  
444 S Flower St Ste 1700  
Los Angeles, CA 90071

## Realized Gains and Losses

From 01/01/2011 to 12/31/2011

### Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Applied Materials Inc	02/03/2006	744	11,946	13,956.93			2,011	-2,011
41668407	Applied Materials Inc	02/03/2006	1,056	16,956	19,811.94			2,856	-2,856
			1,800	28,902	33,768.87			4,867	-4,867
41668407	Banco Santander	12/29/2009	2,800	33,936	46,986.79			-13,051	-13,051
41668407	Banco Santander	12/29/2009	1,260	15,271	21,144.05			5,873	-5,873
41668407	Banco Santander	12/29/2009	1,500	18,180	25,171.49			6,992	-6,992
			2,760	33,451	46,315.54			-12,864	-12,864
41668407	Banco Santander	12/29/2009	140	1,697	2,349.34			-653	-653
41668407	Banco Santander	12/29/2009	400	4,848	6,712.24			-1,864	-1,864
41668407	Banco Santander	12/29/2009	1,100	13,332	18,459.09			-5,127	-5,127
41668407	Banco Santander	02/08/2010	1,060	12,847	13,716.65			-869	-869
			2,700	32,724	41,237.32			-7,644	-7,644
41668407	Banco Santander	02/08/2010	1,000	12,120	12,940.24			-821	-821
41668407	Banco Santander	02/08/2010	900	10,908	11,646.21			-739	-739

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

Wynn, Carl E Wynn Foundation

Foundation Acct # 41668407

**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Banco Santander	02/08/2010	02/03/2011	240	2,909	3,105.66	-197			-197
41668407	Banco Santander	02/08/2010	02/03/2011	200	2,424	2,588.05	-164			-164
41668407	Banco Santander	02/08/2010	02/03/2011	200	2,424	2,588.05	-164			-164
41668407	Banco Santander	02/08/2010	02/03/2011	100	1,212	1,294.02	-82			-82
41668407	Banco Santander	02/08/2010	02/03/2011	100	1,212	1,294.02	-82			-82
41668407	Banco Santander	02/08/2010	02/03/2011	100	1,212	1,294.03	-82			-82
41668407	Banco Santander	02/08/2010	02/03/2011	100	1,212	1,294.02	-82			-82
				11,200	135,743	172,583.95	-3,282			-3,282
								-33,559		-36,841
41668407	Bank Of Pacific	02/13/2009	08/23/2011	90,000	90,000	90,000.00			0	0
	08/23/2011 2.50%									
41668407	Branch Banking	03/18/2009	03/25/2011	90,000	90,000	90,000.00			0	0
	03/25/2011 2.25%									
41668407	Cameco Corp	07/07/2009	02/03/2011	300	12,745	7,158.54			5,586	5,586
41668407	Cameco Corp	07/07/2009	02/03/2011	200	8,496	4,772.36			3,724	3,724
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,386.18			-286	-286
41668407	Cameco Corp	07/07/2009	10/14/2011	700	14,699	16,703.25			-2,004	-2,004
41668407	Cameco Corp	04/19/2011	10/14/2011	300	6,300	8,458.61	-2,159			-2,159
				1,100	23,099	27,548.04	-2,159			-2,159
								-2,290		-2,290
41668407	Cameco Corp	07/07/2009	10/14/2011	700	14,699	16,703.25			-2,004	-2,004
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,386.18			-286	-286

## Realized Gains and Losses

From 01/01/2011 to 12/31/2011

Wynn Carl E Wynn Foundation Foundation Asst #: A1668A07

Acc# 4100840 /

## Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total L/T Gains	Qualified 5 Year Gains	Total Gains
41668407	Cameco Corp	07/07/2009	10/14/2011	300	6,299	7,158.53		-859		-859
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.18		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,385.15		-285		-285
41668407	Cameco Corp	07/07/2009	10/14/2011	100	2,100	2,384.15		-284		-284
41668407	Cameco Corp	07/07/2009	10/14/2011	1,400	29,397	33,406.50		-4,009		-4,009
				2,100	44,096	50,101.70		-6,006		-6,006
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	200	4,200	5,639.08		-1,439		-1,439
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
41668407	Cameco Corp	04/19/2011	10/14/2011	100	2,100	2,819.54		-720		-720
				5,900	134,632	146,843.54		-10,076		-12,211

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

Wynn, Carl E Wynn Foundation      Foundation      Acct #. 41668407

**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Caterpillar Inc	10/20/2008	02/03/2011	100	9,859	3,956.20			5,903	5,903
41668407	Caterpillar Inc	10/20/2008	02/03/2011	50	4,929	1,978.10			2,951	2,951
				150	14,788	5,934.30			8,854	8,854
41668407	ChevronTexaco Corp	02/09/2006	04/19/2011	400	42,051	23,241.59			18,809	18,809
41668407	Cisco Systems Inc	02/03/2006	10/21/2011	330	5,768	6,006.59			-239	-239
41668407	Cisco Systems Inc	12/10/2010	10/21/2011	170	2,971	3,341.49	-370		-370	-370
				500	8,739	9,348.08	-370		-239	-609
41668407	Cisco Systems Inc	02/03/2006	10/21/2011	200	3,496	3,640.36			-145	-145
41668407	Cisco Systems Inc	02/03/2006	10/21/2011	100	1,748	1,820.18			-72	-72
41668407	Cisco Systems Inc	02/03/2006	10/21/2011	800	13,983	14,561.42			-579	-579
41668407	Cisco Systems Inc	01/23/2008	10/21/2011	500	8,739	11,527.25			-2,788	-2,788
41668407	Cisco Systems Inc	01/23/2008	10/21/2011	170	2,971	3,919.27			-948	-948
41668407	Cisco Systems Inc	12/10/2010	10/21/2011	30	524	589.68	-65		-65	-65
				200	3,496	4,508.95	-65		-948	-1,013
41668407	Cisco Systems Inc	02/03/2006	10/21/2011	800	13,983	14,561.42			-579	-579
41668407	Cisco Systems Inc	02/06/2006	10/21/2011	800	13,983	14,393.95			-411	-411
41668407	Cisco Systems Inc	10/22/2008	10/21/2011	1,100	19,226	19,345.85			-119	-119
41668407	Cisco Systems Inc	12/01/2008	10/21/2011	400	6,991	6,077.59			914	914
				3,100	54,183	54,378.81			-195	-195
41668407	Cisco Systems Inc	12/01/2008	10/21/2011	500	8,739	7,596.99			1,142	1,142
41668407	Cisco Systems Inc	12/01/2008	10/21/2011	300	5,244	4,558.19			685	685

## Realized Gains and Losses

From 01/01/2011 to 12/31/2011

From 01/01/2011 to 12/31/2011

Wynn Carl E Wynn Foundation Foundation Acct #: 41668407

Acct #: 41668407

## Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

## Realized Gains and Losses

From 01/01/2011 to 12/31/2011

From 01/01/2011 to 12/31/2011

Wynn, Carl E. Wynn Foundation Foundation Acct #: 41668407

Acct #: 41668407

## Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gain
41668407	DFA Large Cap Intl P	02/03/2006	02/03/2011	5,769	120,000	119,767.44	
41668407	DFA Large Cap Intl P	02/03/2006	10/04/2011	10,533	168,395	218,680.93	
41668407	DFA Large Cap Intl P	02/09/2006	10/04/2011	6,355	101,605	131,392.85	
				16,889	270,000	350,073.78	
				22,658	390,000	469,841.22	
41668407	Edison International	06/27/2008	08/24/2011	1,800	64,921	90,527.37	
41668407	Edison International	10/22/2008	08/24/2011	1,200	43,280	39,545.35	
41668407	Edison International	04/24/2009	08/24/2011	100	3,607	2,800.66	
41668407	Edison International	04/24/2009	08/24/2011	100	3,607	2,800.65	
41668407	Edison International	04/24/2009	08/24/2011	100	3,607	2,800.65	
41668407	Edison International	04/24/2009	08/24/2011	100	3,607	2,800.65	
41668407	Edison International	04/24/2009	08/24/2011	100	3,607	2,800.65	
41668407	Edison International	04/24/2009	08/24/2011	100	3,607	2,800.64	
41668407	Edison International	04/24/2009	08/24/2011	500	18,034	14,003.98	
				4,000	144,268	158,079.95	
41668407	Equity Residential	02/03/2006	02/03/2011	100	5,383	4,210.57	
41668407	Equity Residential	02/03/2006	02/03/2011	100	5,383	4,210.57	
				200	10,765	8,421.14	
41668407	Exxon Mobil Corporat	02/08/2010	04/19/2011	300	25,077	19,579.37	
41668407	Federal Home Loan B	02/13/2009	06/10/2011	200,000	200,000	206,849 24	
41668407	General Electric Capital	02/25/2008	08/15/2011	212,000	212,000	214,416 80	
	08/15/2011 4.40%						

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

Wynn, Carl E. Wynn Foundation

Foundation

Acct #: 41668407

**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	General Electric Capit	11/13/2007	11/15/2011	200,000	200,000	202,544.00			-2,544	-2,544
41668407	General Electric Capit	11/15/2011	5.00%							
41668407	General Electric Capit	11/21/2011	4.375%							
41668407	General Electric Comp	01/27/2006	02/03/2011	300	6,142	12,938.26			-6,796	-6,796
41668407	General Electric Comp	01/27/2006	02/03/2011	200	4,095	8,625.50			-4,531	-4,531
41668407	General Electric Comp	01/27/2006	02/03/2011	200	4,095	8,625.51			-4,531	-4,531
41668407	General Electric Comp	01/27/2006	02/03/2011	100	2,048	4,312.75			-2,265	-2,265
41668407	General Electric Comp	01/27/2006	02/03/2011	100	2,048	4,312.75			-2,265	-2,265
41668407	General Electric Comp	01/27/2006	02/03/2011	100	2,048	4,312.75			-2,265	-2,265
41668407	General Electric Comp	01/27/2006	02/03/2011	100	2,048	4,312.75			-2,265	-2,265
41668407	General Electric Comp	01/27/2006	02/03/2011	100	2,048	4,312.75			-2,265	-2,265
41668407	General Electric Comp	01/27/2006	02/03/2011	100	2,047	4,312.75			-2,265	-2,265
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	1,200	24,570	51,753.02			-27,183	-27,183
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	1,200	29,649	42,950.57			-13,301	-13,301
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	800	19,766	28,633.72			-8,867	-8,867
41668407	Hewlett-Packard Com			1,100	27,179	39,371.35			-12,193	-12,193
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

Wynn, Carl E. Wynn Foundation   Foundation   Acct #: 41668407

**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
41668407	Hewlett-Packard Com	12/16/2008	09/02/2011	100	2,471	3,579.21			-1,108	-1,108
				3,400	84,006	121,692.23			-37,686	-37,686
41668407	Host Hotels & Resorts	10/27/2009	02/03/2011	600	11,338	6,150.98			5,187	5,187
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	1,400	15,734	14,352.28			1,382	1,382
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	1,400	15,734	14,352.28			1,382	1,382
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	200	2,248	2,050.32			197	197
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	200	2,248	2,050.33			197	197
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99

**Realized Gains and Losses**  
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**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.17			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.17			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
41668407	Host Hotels & Resorts	10/27/2009	09/02/2011	100	1,124	1,025.16			99	99
				4,700	57,416	48,182.65			9,234	9,234
41668407	Huntington National B 03/21/2011 2.45%	03/16/2009	03/21/2011	90,000	90,000	90,000.00			0	0
41668407	Intl Business Machine	02/03/2006	02/03/2011	100	16,335	8,047.53			8,287	8,287
41668407	Intl Business Machine	02/03/2006	02/03/2011	50	8,167	4,023.76			4,144	4,144
41668407	Intl Business Machine	02/03/2006	10/19/2011	275	49,204	22,130.69			27,073	27,073
				425	73,706	34,201.98			39,504	39,504
41668407	Keybank National 09/19/2011 2.60%	03/16/2009	09/19/2011	90,000	90,000	90,000.00			0	0
41668407	Lennar Corp	12/29/2009	02/03/2011	1,000	19,475	12,730.77			6,744	6,744
41668407	Lennar Corp	12/29/2009	02/03/2011	100	1,948	1,273.08			675	675

**Realized Gains and Losses**  
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**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total LT Gains</u>	<u>Total Gains</u>
41668407	Lennar Corp	12/29/2009	02/03/2011	100	1,947	1,273.08			674	674
41668407	Lennar Corp	12/29/2009	02/03/2011	100	1,947	1,273.08			674	674
41668407	Lennar Corp	12/29/2009	02/03/2011	100	1,947	1,273.08			674	674
				1,400	27,266	17,823.09			9,443	9,443
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,913	3,037.07			-124	-124
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,913	3,037.07			-125	-125
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,913	3,037.07			-125	-125
41668407	Liberty Property Trust	10/27/2009	10/14/2011	400	11,650	12,148.29			-498	-498
41668407	Liberty Property Trust	10/27/2009	10/14/2011	600	17,475	18,222.43			-747	-747
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,912	3,037.07			-125	-125
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,912	3,037.07			-125	-125
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,913	3,037.07			-124	-124
41668407	Liberty Property Trust	10/27/2009	10/14/2011	100	2,914	3,037.07			-123	-123
41668407	Liberty Property Trust	10/27/2009	10/14/2011	200	5,827	6,074.14			-247	-247
				1,900	55,342	57,704.35			-2,362	-2,362
41668407	Lloyds Tsb Bk 01/21/2016 4.875%	03/29/2011	06/17/2011	150,000	154,285	154,944.00			-659	-659
41668407	Lockheed Martin Corp	09/24/2009	10/19/2011	75	5,738	5,811.57			-73	-73

**Realized Gains and Losses**  
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**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Lockheed Martin Corp	10/28/2009	10/19/2011	25	1,913	1,731.09			182	182
				100	7,651	7,542.66			108	108
41668407	Lockheed Martin Corp	10/28/2009	10/19/2011	100	7,651	6,924.36			726	726
41668407	Lockheed Martin Corp	10/28/2009	10/19/2011	100	7,648	6,924.36			723	723
41668407	Lockheed Martin Corp	10/28/2009	10/19/2011	100	7,648	6,924.35			723	723
				400	30,597	28,315.73			2,281	2,281
41668407	Lowes Companies Inc	01/23/2008	10/14/2011	3,400	70,714	84,931.97			-14,218	-14,218
41668407	Lowes Companies Inc	06/27/2008	10/14/2011	2,200	45,756	46,516.95			-761	-761
41668407	Lowes Companies Inc	07/07/2009	10/14/2011	800	16,639	14,936.15			1,702	1,702
				6,400	133,108	146,385.07			-13,277	-13,277
41668407	Mc Donalds Corp	10/23/2008	08/24/2011	200	17,892	10,925.04			6,966	6,966
41668407	Medtronic Inc	01/27/2006	10/14/2011	750	24,575	37,574.47			-12,999	-12,999
41668407	Medtronic Inc	02/01/2006	10/14/2011	400	13,107	20,353.10			-7,246	-7,246
41668407	Medtronic Inc	01/27/2006	10/14/2011	220	7,209	11,021.84			-3,813	-3,813
41668407	Medtronic Inc	02/01/2006	10/14/2011	380	12,452	19,335.45			-6,884	-6,884
				600	19,661	30,357.29			-10,696	-10,696
41668407	Medtronic Inc	01/27/2006	10/14/2011	430	14,090	21,542.69			-7,453	-7,453
41668407	Medtronic Inc	05/11/2006	10/14/2011	620	20,316	30,241.15			-9,926	-9,926
41668407	Medtronic Inc	10/23/2008	10/14/2011	100	3,277	3,876.39			-600	-600
41668407	Medtronic Inc	10/23/2008	10/14/2011	200	6,553	7,755.98			-1,203	-1,203
41668407	Medtronic Inc	06/08/2009	10/14/2011	200	6,553	7,752.78			-1,199	-1,199
41668407	Medtronic Inc	06/08/2009	10/14/2011	100	3,277	3,331.28			-55	-55
41668407	Medtronic Inc	06/08/2009	10/14/2011	100	3,277	3,331.28			-55	-55

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**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Qualified 5 Year Gains	Total L/T Gains	Total Gains
41668407	Medtronic Inc	06/08/2009	10/14/2011	500	16,384	16,653.89			-270	-270
				2,250	73,726	94,485.44			-20,759	-20,759
				4,000	131,069	182,770.30			-51,701	-51,701
41668407	Petroleo Brasileiro Ad	06/10/2010	10/05/2011	100	2,177	3,849.22			-1,672	-1,672
41668407	Petroleo Brasileiro Ad	06/10/2010	10/05/2011	100	2,177	3,849.12			-1,672	-1,672
41668407	Petroleo Brasileiro Ad	06/10/2010	10/05/2011	200	4,353	7,698.25			-3,345	-3,345
41668407	Petroleo Brasileiro Ad	06/10/2010	10/05/2011	200	4,353	7,698.25			-3,345	-3,345
41668407	Petroleo Brasileiro Ad	06/10/2010	10/05/2011	1,600	34,828	61,601.98			-26,774	-26,774
41668407	Petroleo Brasileiro Ad	06/10/2010	10/05/2011	1,800	39,181	69,302.23			-30,121	-30,121
41668407	Petroleo Brasileiro Ad			4,000	87,069	153,999.05			-66,930	-66,930
41668407	Stanley Works	07/29/2010	02/03/2011	100	7,195	5,667.33			1,528	1,528
41668407	Stanley Works	07/29/2010	02/03/2011	100	7,195	5,667.33			1,528	1,528
41668407	Stanley Works	07/29/2010	02/03/2011	50	3,598	2,833.67			764	764
41668407	Stanley Works	07/29/2010	02/03/2011	50	3,598	2,833.67			764	764
41668407	Stanley Works	07/29/2010	02/03/2011	50	3,598	2,833.67			764	764
				350	25,184	19,835.67			5,348	5,348
41668407	Starbucks Corp	07/29/2010	04/19/2011	800	28,864	19,609.19			9,255	9,255
41668407	Sysco Corporation	02/03/2006	04/19/2011	100	2,869	3,103.21			-234	-234
41668407	Sysco Corporation	02/03/2006	04/19/2011	700	20,083	21,722.45			-1,640	-1,640
41668407	Sysco Corporation	02/03/2006	04/19/2011	1,200	34,428	37,238.49			-2,811	-2,811
				2,000	57,379	62,064.15			-4,685	-4,685

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**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Sysco Corporation	02/03/2006	04/19/2011	1,000	28,689	31,032.07			-2,343	-2,343
41668407	Sysco Corporation	02/03/2006	04/19/2011	200	5,738	6,204.41			-467	-467
41668407	Sysco Corporation	02/03/2006	04/19/2011	700	20,082	21,722.45			-1,640	-1,640
				900	25,820	27,926.86			-2,107	-2,107
41668407	Sysco Corporation	02/03/2006	04/19/2011	100	2,869	3,101.21			-232	-232
41668407	Sysco Corporation	02/03/2006	04/19/2011	800	22,951	24,817.66			-1,867	-1,867
				900	25,820	27,918.87			-2,099	-2,099
				4,800	137,707	148,941.95			-11,235	-11,235
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	130	5,128	5,023.50			105	105
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	70	2,761	2,704.96			56	56
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	100	3,945	3,864.23			80	80
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	100	3,945	3,864.23			80	80
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	100	3,944	3,864.23			80	80
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	30	1,183	1,159.27			24	24
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	70	2,761	2,704.96			56	56
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	200	7,887	7,728.45			159	159
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	200	7,887	7,728.45			159	159
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	200	7,887	7,728.45			159	159
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	270	10,648	10,433.41			215	215
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	330	13,014	12,751.94			262	262
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	400	15,775	15,456.90			318	318
				1,600	63,099	61,827.60			1,272	1,272

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**Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	27	1,065	1,043.34			21	21
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	27	1,065	1,043.34			21	21
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	60	2,366	2,318.53			48	48
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	86	3,392	3,323.23			68	68
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	103	4,062	3,980.15			82	82
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	170	6,704	6,569.18			135	135
41668407	Teva Pharm Inds Ltd	05/11/2006	10/19/2011	227	8,952	8,771.75			180	180
41668407	Teva Pharm Inds Ltd			700	27,605	27,049.52			556	556
				2,900	114,371	112,062.50			2,308	2,308
41668407	U S Bancorp Del New	02/01/2006	02/03/2011	300	8,177	9,000.70			-823	-823
41668407	U S Bancorp Del New	02/01/2006	02/03/2011	200	5,452	6,000.46			-549	-549
41668407	U S Bancorp Del New	02/01/2006	02/03/2011	100	2,726	3,000.23			-274	-274
41668407	U S Bancorp Del New	12/16/2008	02/03/2011	100	2,726	2,487.89			238	238
41668407	U S Bancorp Del New			200	5,452	5,488.12			-37	-37
				700	19,080	20,489.28			-1,409	-1,409
41668407	Vodafone Group Plc A	02/03/2006	02/03/2011	500	14,357	11,772.23			2,585	2,585
41668407	Vulcan Materials Com	09/21/2006	04/19/2011	1,400	59,148	106,492.55			-47,345	-47,345
41668407	Vulcan Materials Com	10/31/2006	04/19/2011	150	6,337	12,006.73			5,669	5,669
41668407	Vulcan Materials Com	09/06/2007	04/19/2011	150	6,337	13,038.31			-6,701	-6,701
41668407	Vulcan Materials Com	12/27/2007	04/19/2011	400	16,899	31,805.55			-14,906	-14,906
41668407	Vulcan Materials Com	02/22/2008	04/19/2011	100	4,225	6,669.47			-2,445	-2,445
				2,200	92,947	170,012.61			-77,066	-77,066
41668407	Vulcan Materials Com	02/22/2008	04/19/2011	100	4,225	6,668.48			-2,444	-2,444
41668407	Vulcan Materials Com	01/29/2009	04/19/2011	300	12,674	15,662.95			-2,989	-2,989

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<u>Account Number</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Qualified 5 Year Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	Vulcan Materials Com	10/28/2009	04/19/2011	200	8,450	9,431.17			-982	-982
				600	25,348	31,762.60			-6,414	-6,414
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	100	4,226	4,434.24			-208	-208
41668407	Vulcan Materials Com	10/28/2009	04/19/2011	100	4,226	4,715.58			-490	-490
				200	8,452	9,149.82			-698	-698
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	100	4,226	4,434.24			-208	-208
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	6	254	266.05			-13	-13
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	94	3,972	4,168.18			-196	-196
				100	4,226	4,434.23			-208	-208
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	55	2,325	2,438.72			-114	-114
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	44	1,859	1,950.98			-92	-92
41668407	Vulcan Materials Com	06/08/2009	04/19/2011	1	42	44.34			-2	-2
				3,300	139,424	224,227.54			-84,803	-84,803
41668407	Wells Fargo	11/13/2007	08/26/2011	200,000	200,000	202,898.00			-2,898	-2,898
		08/26/2011 5.30%								
41668407	Wells Fargo & Co Ne	03/02/2006	02/03/2011	600	19,683	19,171.99			511	511
41668407	Zimmer Holdings Inc	02/03/2006	04/19/2011	200	12,538	13,551.11			-1,013	-1,013
41668407	Zimmer Holdings Inc	02/03/2006	04/19/2011	300	18,807	20,329.66			-1,523	-1,523
41668407	Zimmer Holdings Inc	02/03/2006	04/19/2011	300	18,807	20,326.66			-1,520	-1,520
41668407	Zimmer Holdings Inc	02/03/2006	04/19/2011	350	21,941	23,714.43			-1,773	-1,773
41668407	Zimmer Holdings Inc	02/03/2006	04/19/2011	500	31,344	33,882.76			-2,538	-2,538

## Realized Gains and Losses

From 01/01/2011 to 12/31/2011

From 01/01/2011 to 12/31/2011

Wynn, Carl E Wynn Foundation Foundation Acct #: 41668407

Acct #: 41668407

## Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

**Realized Gains and Losses**  
From 01/01/2011 to 12/31/2011

Wynn, Carl E. Wynn Foundation

Foundation

Acct #: 41668407

**Capital Gain Distributions in Non-Taxable or Tax Deferred Accounts**

<u>Account Number</u>	<u>Description</u>	<u>Pay Date</u>	<u>Short Term Gains</u>	<u>Total L/T Gains</u>	<u>Total Gains</u>
41668407	DFA Emerging Market	12/13/2011			
	<b>Total (Distributions)</b>			<b>14,937</b>	<b>14,937</b>
	<b>Total Gains</b>			<b>-315,330</b>	<b>-317,574</b>

This report has been prepared based upon information deemed reliable, although not independently verified. West Oak Capital, LLC does its best to provide accurate reporting but cannot guarantee the accuracy of tax information. We encourage you to compare our reports with the account statements you receive directly from your custodian. Please contact us if you have any questions, or if you are not receiving your account statements from your custodian.

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- 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](http://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  <b>CARL E. WYNN FOUNDATION</b>	Employer identification number (EIN) or  <input checked="" type="checkbox"/> <b>95-6136231</b>
	Number, street, and room or suite no. If a P.O. box, see instructions  <b>444 SOUTH FLOWER ST., NO. 1700</b>	Social security number (SSN)  <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.  <b>LOS ANGELES, CA 90071-2901</b>	

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

**CARL E. WYNN FOUNDATION - 444 SO. FLOWER ST, SUITE 1700**

- The books are in the care of ► **- LOS ANGELES, CA 90071-2901**
- Telephone No ► **(877) 686-9215** 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:

►  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	\$ <b>4,460.</b>
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	\$ <b>7,751.</b>
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	\$ <b>0.</b>

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)