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Form 990-PF

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

cale	ndar year 2011 or tax year beginning JUI	1, 2011	, and ending	JUN 30, 201	.2
ame (of foundation			A Employer identificati	on number
	RL B. & LORAINE H. MILLE		· · · · · · · · · · · · · · · · · · ·	95-250054	5
	and street (or P O box number if mail is not delivered to street	address)	Room/suite	B Telephone number	
	MARINA DRIVE			(562)493-	
	town, state, and ZIP code IG BEACH, CA 90803			C If exemption application is	s pending, check here
Chec	k all that apply Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organization	ons, check here
	Final return	Amended return		Forman organizations	monting the QEB/ test
	Address change	Name change		Foreign organizations 2. check here and attach	computation
\neg	k type of organization X Section 501(c)(3) ex			E If private foundation s	
	ection 4947(a)(1) nonexempt charitable trust narket value of all assets at end of year J Accounti	Other taxable private foundaring method X Cash		under section 507(b)(
	· 1 —	ther (specify)	Accrual	F If the foundation is in	
• \$	38,732,663. (Part I, colu		basis.)	under section 507(b)((1)(B), check here
art	Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	income	for chantable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received		-1	N/A	
2	Check X if the foundation is not required to attach Sch. B			_	
3	Interest on savings and temporary cash investments	15.	15.		STATEMENT 1
4	Dividends and interest from securities	1,027,065.	1,027,065.		STATEMENT 2
5	a Gross rents				
	Net rental income or (loss)	1 050 705	*	W	
6	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all Q 1 1 7 1 1 5	1,252,705.	***************************************		
_	assets on line 6a		1,252,705.		
7			1,232,703.		
8	Net short-term capital gain Income modifications				
5 10:	Gross sales less returns				
	and allowances Uses Cost of goods sold		n Maria		
	Gross profit or (loss)				
11	Other income	2,500.	<149.	>	STATEMENT 3
12	Total. Add lines 1 through 11	2,282,285.	2,279,636.		
13	Compensation of officers, directors, trustees, etc	93,500.	5,844.		87,656.
14	Other employee salaries and wages	56,478.	3,530.		52,948.
15	Pension plans, employee benefits				
16	a Legal fees STMT 4	92,855.	92,855.		0.
	Accounting fees STMT 5	61,079.	40,486.		20,593.
17 18 19 20 21	Other professional fees STMT 6	120,048.	120,048.		0.
1/ 12	IntereRECEIVED STMT 7	87 , 586.	<u>0.</u> 4,571.		276.
10	Representation and depletion	702.	<u>4,3/1.</u>	· · · · · · · · · · · · · · · · · · ·	11,030.
2N	Depreciation and depletion Geographics B 0 8 2013 Travel, conferences, and meetings	23,448.	1,466.		21,982.
21	Travel, conferences, and meetings		1,100.		21/302.
22	Printing @@Ediahs UT	4,804.	300.		4,504.
23	Other expenses STMT 8	21,119.	512.		19,263.
24	Total operating and administrative				
	expenses. Add lines 13 through 23	561,895.	269,612.		218,252.
25	Contributions, gifts, grants paid	3,101,250.			3,101,250.
26	·	2 662 145	0.50 5.5		
23 24 25 26 27	Add lines 24 and 25	3,663,145.	269,612.		3,319,502.
27		<1 200 060			
	Excess of revenue over expenses and disbursements	<1,380,860.			
1	Net investment income (if negative, enter -0-)		2,010,024.	N/A	-
	Adjusted net Income (if negative, enter -0-)	·		IN / FA	Form 990-PF (2011)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year			
column should be f	or end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
1 Cash - non-interest-bearing		546,381.	293,394.	293,394		
2 Savings and temporary cash investments						
3 Accounts receivable ►				Neuroin (-maniania		
Less allowance for doubtful accounts						
4 Pledges receivable ►			·	THE PARTY OF THE P		
Less allowance for doubtful accounts						
5 Grants receivable						
6 Receivables due from officers, directors, tru	istees, and other		110			
disqualified persons						
7 Other notes and loans receivable	•					
Less allowance for doubtful accounts						
- H						
9 Prepaid expenses and deferred charges						
10a Investments - U.S. and state government of	oligations					
b Investments - corporate stock	STMT 9	37,196,370,	36,066,702.	38.394.622		
c Investments - corporate bonds		0.,200,000	3070007702.	30/374/022		
11 Investments - land, buildings, and equipment basis	,		7171711111	· · · · · · · · · · · · · · · · · · ·		
Less accumulated depreciation						
12 Investments - mortgage loans						
13 Investments - other	STMT 10	586,486.	588,985.	44,647		
14 Land, buildings, and equipment basis	30,806.	300,100	3007303.	44,047		
Less accumulated depreciation STMT 11	30,806.	704.	0.	0.		
15 Other assets (describe ►	307000	704.		<u> </u>		
TO Other assets (describe >	/					
16 Total assets (to be completed by all filers)		38,329,941.	36,949,081.	38,732,663		
17 Accounts payable and accrued expenses		30/323/341.	30,343,001.	30,732,003		
18 Grants payable						
20 Loans from officers, directors, trustees, and other d	1.5					
Deferred revenue Loans from officers, directors, trustees, and other d Mortgages and other notes payable	squaimed persons		v			
22 Other liabilities (describe	1					
22 Other nabilities (describe	/					
23 Total liabilities (add lines 17 through 22)		0.	0.			
Foundations that follow SFAS 117, check I	2010		V •			
•						
and complete lines 24 through 26 and line 24 Unrestricted	S 30 and 31.					
ē						
25 Temporarily restricted						
26 Permanently restricted	check here 🕨 🗓					
Foundations that do not follow SFAS 117,	CHECK Here					
and complete lines 27 through 31.		29 220 041	26 040 001			
27 Capital stock, trust principal, or current fund		38,329,941.	36,949,081.			
28 Paid-in or capital surplus, or land, bidg, and		0.	0.			
Retained earnings, accumulated income, en	dowment, or other tunds		0.			
2 30 Total net assets or fund balances		38,329,941.	36,949,081.			
24 Total liabilities and and accept the desired		20 220 041	26 040 001			
31 Total liabilities and net assets/fund balance	:es	38,329,941.	36,949,081.			
Part III Analysis of Changes in N	et Assets or Fund B	alances				
Total net assets or fund balances at beginning of	/gar - Part II column (a) line	30				
(must agree with end-of-year figure reported on p		JU		30 220 041		
Enter amount from Part I, line 27a	noi year s return)		1	38,329,941.		
	•		2	<1,380,860.		
			3	<u> </u>		
			4	36,949,081.		
 Decreases not included in line 2 (itemize) ► Total net assets or fund balances at end of year (li 	no 4 minus line El De-411	lump (h) luce 00	5	0.		
Total het assets of fully balances at end of year (II	no - minus ime 5) - rait II, Co	numm (D), inte 30		36,949,081. Form 990-PF (2011)		

Part IV Capital Gains	and Losses for Tax on I	nvestmen					
	ribe the kind(s) of property sold (e garehouse, or common stock, 200 sh			b) How acq) P - Purcha D - Donati	uired ase ion	c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a SECURITIES - S	EE ATTACHED			P		ARIOUS	VARIOUS
b MUTUAL FUNDS -	SEE ATTACHED		***	F		ARIOUS	VARIOUS
c CAPITAL GAINS	DIVIDENDS						
d							
e				•			
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale		<u> </u>	(h) Gain or (los (e) plus (f) minus	
a 6,572,683.		 	5,561,498	3 .			
b 2,490,000.			2,332,942				1,011,185. 157,058.
c 84,462.							84,462.
d		1					01/102.
е		<u> </u>		 	 		
· · · · · · · · · · · · · · · · · · ·	ng gain in column (h) and owned by	the foundation	on 12/31/69	 	(1)	Gains (Col (h) gai	o minus
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Ex	cess of col (I)		col (k), but not less th Losses (from col	an -0-) or
a	***************************************						1,011,185.
b		1					157,058.
C		1					84,462.
d		-					01/102.
е		 					
2 Capital gain net income or (net ca	ipital loss) If gain, also ente	er in Part I, line D- in Part I, line	7 7	} 2			1,252,705.
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,		nd (6)	,				
If (loss), enter -0- in Part I, line 8	colariii (c)) ₃		N/A	A
Part V Qualification U	nder Section 4940(e) for	r Reduced	Tax on Net I	nvestme	ent Inco		
If section 4940(d)(2) applies, leave to Was the foundation liable for the sec If "Yes," the foundation does not qual 1. Enter the appropriate amount in	tion 4942 tax on the distributable an	omplete this pa	rt				Yes X No
(a)		ructions before				1	/4\
Base period years Calendar year (or tax year beginni			Net value of nonc			(col (b) di	(d) bution ratio vided by col (c))
2010		13,948.		0,393			.060503
2009		0,955.		8,432			.080166
2008		33,506.	3	3,425	<u>,696.</u>		.078787
2007		9,109.		1,962			.064322
2006	2,63	30,343.	4	2,602	<u>,669.</u>		.061741
2 Total of line 1, column (d)						2	.345519
3 Average distribution ratio for the the foundation has been in existent		on line 2 by 5,	or by the number of	f years		3	.069104
4 Enter the net value of noncharitab	ele-use assets for 2011 from Part X,	line 5				4 3	39,085,020.
5 Multiply line 4 by line 3						5	2,700,931.
6 Enter 1% of net investment incom	ne (1% of Part I, line 27b)					6	20,100.
7 Add lines 5 and 6						7	2,721,031.
8 Enter qualifying distributions fron	n Part XII, line 4					8	3,319,502.
If line 8 is equal to or greater than See the Part VI instructions	line 7, check the box in Part VI, line	e 1b, and comp	lete that part using a	a 1% tax rat	e 	····	
123521 12-02-11			_			i	orm 990-PF (2011)

	990-PF (2011) EARL B. & LORAINE H. MILLER FOUNDATION 95-25 rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - se			Page 4
		ee mst	ructio	ons)
12	Exempt operating foundations described in section 4940(d)(2), check here and enter N/A" on line 1			
	Date of ruling or determination letter (attach copy of letter if necessary-see instructions) Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%		20	100
Ŋ	the state of the s	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	20,	100.
_	of Part I, line 27b			
_	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) Add lines 1 and 2		20	100.
3	——————————————————————————————————————		20,	00.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 4 Tax beard as investment income. Subtract less 4 from the 2 Manuary less 3 Manuary less 3 Manuary less 4 from the 2 Manuary less 4 from the 2 Manuary less 4 from the 3		20,	100
_	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		20,	100.
6	Credits/Payments			
	2011 estimated tax payments and 2010 overpayment credited to 2011 5a 36,200.			
	Exempt foreign organizations - tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld 6d		~ .	
_	Total credits and payments Add lines 6a through 6d		36,	$\frac{200.}{12.}$
8	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached			<u>12.</u>
	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		16,0	88.
	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► 16,088. Refunded ► 11			<u>0.</u>
	rt VII-A Statements Regarding Activities	·		1
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
	any political campaign?	1a	_	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b	<u> </u>	X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or			
	distributed by the foundation in connection with the activities.			
	Did the foundation file Form 1120-POL for this year?	10		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation \blacktriangleright \$ (2) On foundation managers \blacktriangleright \$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
	managers ► \$ O .			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	<u> </u>	<u> X</u>
	If "Yes," attach a detailed description of the activities.	Ì		1
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or			
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	_	X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		Х
	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		<u> </u>
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law			
	remain in the governing instrument?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?	7	X	<u></u>
	If "Yes," complete Part II, col. (c), and Part XV			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	CA		Ì	
þ	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)			
	of each state as required by General Instruction G? If "No," attach explanation	8b	X	L
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar			
	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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	1990-PF (2011) EARL B. & LORAINE H. MILLER FOUNDATION 95-250 Art VII-A Statements Regarding Activities (continued)	0545		Page 5
	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of	<u></u>	Υ	
••	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		x
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?	-''-	-	<u> </u>
	If "Yes," attach statement (see instructions)	12		x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ► EANDLMILLERFDN.COM	10		<u> </u>
14	The books are in care of ► WALTER M. FLORIE, JR. Telephone no ► (562)	493	-47	11
	Located at ▶ 192 MARINA DRIVE, LONG BEACH, CA ZIP+4 ▶ 9			 -
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		•	T
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign			
	country			
Pa	art 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
1 a	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person? Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? L Yes X 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)?			
	(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)			
þ	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	_1b		
	Organizations relying on a current notice regarding disaster assistance check here			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
•	before the first day of the tax year beginning in 2011?	10		<u>X</u>
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))			
а	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			
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		1	
	statement - see instructions) N/A	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
За	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
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		1	
	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,		1	
	Form 4720, to determine if the foundation had excess business holdings in 2011.)	3ь	1	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	1	Х
	Fo	rm 990	-PF (

orm 990-PF (2011) EARL B. & LORAINE H. MIL			95-25005	45	Page 6
Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be I	Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to					
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Ye	es X No		
(2) Influence the outcome of any specific public election (see section 4955), o	r to carry on, directly or indir				
any voter registration drive?		Ye	es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Ye	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organizatio	n described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y _E	es X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t				
the prevention of cruelty to children or animals?		Ye	es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described	ın Regulations	1		
section 53 4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h	ere		▶ 🗀 📑		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi	rom the tax because it mainta	ined			
expenditure responsibility for the grant?	N	I/A 🔲 Yı	es 🛄 No		
If "Yes," attach the statement required by Regulations section 53.4945	5-5 <i>(d)</i> .				1.
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				1
a personal benefit contract?		Ye	s X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b	X
If "Yes" to 6b, file Form 8870.					
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Ye	es X No		
b if "Yes," did the foundation receive any proceeds or have any net income attribu	table to the transaction?		N/A	7b	
Part VIII Information About Officers, Directors, Trust	ees, Foundation Ma	nagers, Highly	y		
raid Employees, and Contractors					
List all officers, directors, trustees, foundation managers and their	compensation.	T	1 7 18		
(a) Nama and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Ex	xpense nt, other
(a) Name and address	to position	enter -0-)	compensation	allow	ances
SEE STATEMENT 12		93,500.	0.		0.
			<u> </u>		
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	(d) Contributions to	(a) F:	
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	employee benefit plans and deferred	accour	kpense nt, other
NONE	devoted to position	 	compensation	allow	rances
NONE					
	<u> </u>	 		<u> </u>	
		 			
		ļ			
	<u> </u>	<u></u>	<u></u>		
Total number of other employees paid over \$50,000				200 ==	0
			Form \$	990-PF	(2011)

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Part VIII Information About Officers, Directors, Trustees, Foundation Mana Paid Employees, and Contractors (continued)	gers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	 	
		
Total number of others recovered over \$50,000 for any football annual		D 0
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information	n cuch as the	
number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	1 Such as the	Expenses
1 N/A		
2		
3		
A		
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1 N/A		
2		
		
All other program-related investments. See instructions		
3		
Total. Add lines 1 through 3	•	0.
		Form 990-PF (2011)

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations	, 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	39,037,837.
b	Average of monthly cash balances	1b	571,251.
C	Fair market value of all other assets	10	71,135.
đ	Total (add lines 1a, b, and c)	1d	39,680,223.
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	39,680,223.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	595,203.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	39,085,020.
6	Minimum investment return. Enter 5% of line 5	6	1,954,251.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	d certain	
— 1	Minimum investment return from Part X, line 6	1	1,954,251.
2a	Tax on investment income for 2011 from Part VI, line 5 20, 100.		
b	Income tax for 2011 (This does not include the tax from Part VI) 2b		
C	Add lines 2a and 2b	2c	20,100.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,934,151.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,934,151.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,934,151.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	3,319,502.
þ	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	· · · · · · · · · · · · · · · · · · ·
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,319,502.
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	20,100. 3,299,402.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,299,402.
	Note. The amount on line 6 will be used in Part V. column (h), in subsequent years when calculating whether the foundation of	ualifiae fi	or the section

Form **990-PF** (2011)

4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

Form 990-PF (2011)

1 Distributable amount for 2011 from Part XI, Imp 2 2 Undestabled score day, so are see and 2011 a Enter amount for 2010 only b Total for prior years 3 Excess distributions carryover, if any, to 2011 a From 2006 b From 2007 c From 2008 c From 2009 c From 2		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2. Understoward sozers, date, as of the end of 2011	· •		- I O HI MINEN I IV		1,934,151.
3 Excess distributions carryover, if any, to 2011 a From 2006 From 2007 From 2009 5 8 3 , 6 3 5 . From 2010 1 Total of lone s 3a through e 4 Qualifying distributions for 2011 from Part XII, lane 4 h s 3 , 3 19 5 02 . Applied to 2010, but not more than line 2 a Applied to undistributed more of prior years (Election required - see instructions) 1 Treated as distributions out of corpus (Election required - see instructions) 2 Treated as distributions out of corpus (Election required - see instructions) 5 Excess distributions comprove supplier to 2011 fits in semantial search and testificated out corpus 6 Election for equired - see instructions) 5 Excess distributions carryover supplier to 2011 fits in semantial search and testificated below: 2 Corpus And time 3 (4 a, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4 to from in a 2 to 1 and	2 Undistributed income, if any, as of the end of 2011	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	······································	
S Excess distributions carryover, if any, to 2011 a From 2006 b From 2007 c From 2008 d From 2009 d Z, 443, 948. 1 Total of lines 3 sthrough e 4 Qualitying distributions for 2011 from Part XI, line 4 ► ≤ 3, 219, 502. a Applied to 2010, but not more than ine 2a Applied to 2010, but not more than ine 2a Applied to 2010, but not more than ine 2a Applied to 2010, but not more than ine 2a Applied to 2010 for instructions of cropus (Election required - see instructions) c Treated as distributions carryover spirits (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) c Treated as distributed out of corpus (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) c Treated as distributed out of corpus (Election required - see instructions) c Treated as distributed out of corpus (Election required - see instructions) c Treated as distributed out of corpus (Election required - see instructions) c Treated as distributed out of corpus c Trea	a Enter amount for 2010 only			0.1	
3 Excess distributions carryover, if any, to 2011 a From 2006 b From 2007 c From 2009	b Total for prior years		0		· ir's the ' or's Helesest seek or to
b From 2007 c Frim 2009	3 Excess distributions carryover, if any, to 2011	·- · · · · · · · · · · · · · · · · · ·		**************************************	
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4a from line 2a Taxable amount - see instr 1 Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010 2 Excess from 2011 3 , 319 , 502 .	amount - see instructions		0.		
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8. Excess distributions carryover from 2006 not applied on line 5 or line 7 9. Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 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 3, 319, 502.	e Undistributed income for 2010 Subtract line				
lines 4d and 5 from line 1 This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 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 3,3319,502.	4a from line 2a Taxable amount - see instr			0.	
be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 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 3, 319, 502.	f Undistributed income for 2011. Subtract				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010 excess from 2011 3, 319, 502.	lines 4d and 5 from line 1. This amount must				
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8	be distributed in 2012	··· <u>·</u>			0.
section 170(b)(1)(F) or 4942(g)(3) 8	7 Amounts treated as distributions out of			`	
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 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 3,319,502.					
not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2007 b Excess from 2008 c Excess from 2010 d Excess from 2011 3,319,502.	section 170(b)(1)(F) or 4942(g)(3)	0.			······································
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2007 b Excess from 2008 c Excess from 2010 d Excess from 2011 3,319,502.	8 Excess distributions carryover from 2006				
Subtract lines 7 and 8 from line 6a	Г	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 3,319,502.		4 412 024			
a Excess from 2007 b Excess from 2008 c Excess from 2010 d Excess from 2011 3,319,502.		4,412,934.			·····
b Excess from 2008 c Excess from 2009 d Excess from 2010 e Excess from 2011 3,319,502.	· I				
c Excess from 2009 d Excess from 2010 e Excess from 2011 3,319,502.	- ··				
d Excess from 2010 1,093,432. e Excess from 2011 3,319,502.	<u> </u>				
e Excess from 2011 3, 319, 502.					
	2 212 522				
	6 EYC622 HOHI SOLL 2 / 2 1 2 / 2 0 5	** SEE STATEN	1ENT 13		Form QQO DE (2011)

	& LORAINE			95-25	00545 Page 10
Part XIV Private Operating F	oundations (see In	structions and Part VII	·A, question 9)	N/A	
1 a If the foundation has received a ruling o	r determination letter that	t it is a private operating			-
foundation, and the ruling is effective fo	r 2011, enter the date of t	the ruling	•		
b Check box to indicate whether the found	dation is a private operation	ng foundation described i	n section	4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	7.1.22.2	Prior 3 years	T	
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
investment return from Part X for		1		ļ	
each year listed					
b 85% of line 2a	<u> </u>				
c Qualifying distributions from Part XII,					
line 4 for each year listed					
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities		 			
e Qualifying distributions made directly					
for active conduct of exempt activities					
Subtract line 2d from line 2c 3 Complete 3a, b, or c for the					
alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
, , , , , , , , , , , , , , , , , , , ,				-	
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return					
shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross					
investment income (interest, dividends, rents, payments on					
securities loans (section					
512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt					
organizations as provided in					
section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income		to this work seller	 	h 1 &C 000	
Part XV Supplementary Info at any time during t	rmation (Comple he vear-see instr	te this part only i	it the foundation	nad \$5,000 or mo	ore in assets
1 Information Regarding Foundation		dottoris.,	······································		
a List any managers of the foundation wh	=	than 2% of the total cont	ributions received by the	foundation before the elec	on of any toy
year (but only if they have contributed in	nore than \$5,000) (See s	ection 507(d)(2))	illuditoris received by the	Touridation before the clos	e of any tax
NONE					
b List any managers of the foundation wh	o own 10% or more of th	e stock of a corporation (or an equally large portion	on of the ownership of a na	ertnershin or
other entity) of which the foundation has			,,,,g. p		
NONE					
2 Information Regarding Contributi	ion, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:		
Check here 🕨 🗶 If the foundation o	nly makes contributions t	to preselected charitable (organizations and does r	ot accept unsolicited requ	ests for funds If
the foundation makes gifts, grants, etc	(see instructions) to indiv	iduals or organizations u	nder other conditions, co	omplete items 2a, b, c, and	d
a The name, address, and telephone num	ber of the person to whor	n applications should be	addressed		
SEE STATEMENT 14					
b The form in which applications should b	e submitted and informat	ion and materials they sh	rould include		
c Any submission deadlines					
d Any restrictions or limitations on awards	s, such as by geographica	al areas, charitable fields,	kınds of institutions, or o	other factors	
123601 12-02-11					Form 990-PF (2011)

Form **990-PF** (2011)

Enter gross amounts unless otherwise indicated	Unrelated business income			d by section 512, 513, or 514	(e)		
·	Business Amount s		(C) Exclu- sion code	(d) Amount	Related or exempt function income		
1 Program service revenue	Code		1 -				
a b			 				
c		·····	\vdash				
d							
е							
1							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash			}				
investments			14	15.			
4 Dividends and interest from securities		·	14	1,027,065.			
5 Net rental income or (loss) from real estate		···	-				
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal			1 1				
property			1.6	2 500			
7 Other investment income			16	2,500.			
8 Gain or (loss) from sales of assets other			18	1 252 705			
than inventory			1.0	1,252,705.			
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory		· · · · · · · · · · · · · · · · · · ·	 				
11 Other revenue			}				
a			+-				
							
d	 		 				
θ		 -			······································		
12 Subtotal Add columns (b), (d), and (e)		0.		2,282,285.	0.		
13 Total. Add line 12, columns (b), (d), and (e)				13			
(See worksheet in line 13 instructions to verify calculations)							
Part XVI-B Relationship of Activities	to the Accor	nplishment of Ex	empt	Purposes			
·							
Explain below how each activity for which income the foundation's exempt purposes (other than			contribui	ed importantly to the accomp	DIISNMENT OF		
the foundation's exempt purposes (other than	by providing fand	is for such purposes;					
							
					 		
							
					······································		
					<u></u>		
							
				_			
		·					
				· · · · · · · · · · · · · · · · · · ·			
							
20000					 		
123621 12-02-11					Form 990-PF (2011)		

		Exempt Organ			ina mansacuons a			uiitabit	•	
1	Did the or			f the followin	g with any other organizati	on described in secti	on 501(c) of	1,	Yes	No
•		•			7, relating to political organ		on 50 ((5) or			
а		from the reporting found			• •					
	(1) Cash	• • • • • • • • • • • • • • • • • • • •		, ,	•			1 <u>a(1)</u>		X
	(2) Other	assets						1a(2)		X
b	Other tran	sactions								
	(1) Sales	of assets to a noncharita	ble exempt organization	on				1b(1)		X
	(2) Purch	ases of assets from a no	ncharitable exempt or	ganization				1b(2)		X
	(3) Renta	I of facilities, equipment,	or other assets					1b(3)		X
	(4) Reimi	bursement arrangements						1b(4)		X
	(5) Loans	s or loan guarantees						1b(5)		X
	(6) Perfo	rmance of services or me	embership or fundraisi	ıng solicitatio	ns			1b(6)		X
C	Sharing of	f facilities, equipment, ma	uling lists, other assets	s, or paid em	ployees			10		X
d	If the answ	ver to any of the above is	"Yes," complete the fo	ollowing sche	dule Column (b) should at	lways show the fair n	narket value of the goods	, other ass	ets,	
					ed less than fair market val	ue in any transaction	or sharing arrangement,	show in		
) the value of the goods,								
(a) r	ine no	(b) Amount involved	(c) Name of r		exempt organization	(d) Description	of transfers, transactions, an	d sharing ar	rangeme	nts
		· · · · · · · · · · · · · · · · · · ·		N/A						
		,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,,				 				
		,,							_	
										
										
						 			_	
			-							
						 				
		~**				- 				
			 -			 			_	
							 			
						-				
		·	 			 				
				· · · · · ·						
	is the four	adation directly or indirec	tly affiliated with or re	lated to one	or more tax-exempt organ	izations described				
Lu		501(c) of the Code (othe	•		, ,	12410113 403011504	1	Yes	X] No
h		omplete the following sch		-,, -,			·			
_ -	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(a) Name of org			(b) Type of organization		c) Description of relation	ship		
		N/A						<u> </u>		
									_	
					g accompanying schedules and n taxpayer) is based on all inform			lay the IRS	discuss t	his
Sig	gn 📐	siler/it is true, correct, and con	Implete Declaration of pres	Parer (Other than	P		nas any knowledge	tum with th nown below	e prepan	er
He	 	MACUAL	Jun 3	<i>-</i>	2-1-13	PRESID	ENT	X Yes		No
	Sign	ature of officer or trustee			Date	Title	<u> </u>			
		Print/Type preparer's na	ame	Preparer's si	gnature	Date	Check if PTIN			
				(A)	nin	1/29/13	self- employed			
Pa			JOSEPH	<u> </u>	V 100			0286		
	eparer	Firm's name WIN	IDES & MCCI	LAUGHR	Y ACCT. CORP	'•	Firm's EIN ► 95-3	20017	19	
US	e Only	Firm's address ▶ P .	O BOY 07							
			O. BOX 87	CN Q0	801_0097		Dhanna 1567	. 42	5 1	101
		1.0	MG DEACH,	CA 30	001-0007		Phone no (562	orm 990	<u>5-1</u>	

2011 DEPRECIATION AND AMORTIZATION REPORT FORM $990-PF\ PAGE\ 1$

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Current Year Deduction	0 0	9 9 0	702.	
Current Sec 179			Ó	
Accumulated Depreciation	3,502.	2,183.	27,622.	
Basis For Depreciation	2,290.	183 774	• •	
Reduction In Basis	1,501.		2,482.	
Bus % Excl				
Unadjusted Cost Or Basis	3,271.	2,183.	30,806.	
No	17	16) 	
Life	3.00	5.00	•	
Method	0DB			
Date Acquired	112301200DB5.0	101504SL 101504SL		
Description	1COMPUTER SOFTWARE - 2ESSENTIAL GIFTS	3COMPUTER WALTERS OFFICE 4FURNITURE PAMS OFFICE	* TOTAL 990-PF PG 1 DEPR	
Asset No	7	ന എ സ)	

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

									_
FORM 990-PF INTEREST ON SAV	INGS A	ND TEM	PORAF	RY CF	ASH :	INVEST	MENTS	STATEMENT	1
SOURCE								TNUOMA	
FARMERS & MERCHANTS BANK							_		15.
TOTAL TO FORM 990-PF, PART I	, LINE	3, CO	LUMN	A			=		15.
FORM 990-PF DIVIDEN	DS AND	INTER	EST F	ROM	SEC	URITIE	S	STATEMENT	2
SOURCE		GROSS	AMOU	INT		PITAL (COLUMN (A	A)
MUTUAL FUNDS & COMMON STOCKS		1,	111,5	27.		84	,462.	1,027,	065.
TOTAL TO FM 990-PF, PART I,	LN 4	1,	1,111,527. 84,462.			,462.	1,027,065		
FORM 990-PF	O'	THER I	NCOME]			· · · · · · · · · · · · · · · · · · ·	STATEMENT	3
DESCRIPTION			(<i>P</i> REVE PER E	NUE	5	NET I	B) NVEST- INCOME	(C) ADJUSTI NET INCO	
SULLY-MILLER LAND - OTHER LO SULLY-MILLER LAND - DIVIDEND SULLY-MILLER LAND - ADJUST T	INCOM		<150.> 1. 2,649.			50.> 1. 0.			
TOTAL TO FORM 990-PF, PART I	, LINE	11	2,500. <14			<149.	>		
FORM 990-PF		LEGAL	FEES	===== }				STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	NET MENT			AD	(C) JUSTED INCOME	(D) CHARITA PURPOS	
LEGAL	9:	2,855.		92,	855	<u> </u>		-	0.
TO FM 990-PF, PG 1, LN 16A	9:	2,855.		92,	855	•			0.
						=			

FORM 990-PF	ACCOUNTI	NG FEES	STATEMENT 5			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING	61,079.	40,486.		20,593.		
TO FORM 990-PF, PG 1, LN 16B	61,079.	40,486.	20			
FORM 990-PF	OTHER PROFES	SIONAL FEES	S	TATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT FEES CUSTODIAN FEES	97,011. 23,037.			0.		
TO FORM 990-PF, PG 1, LN 16C	120,048.	120,048.		0.		
FORM 990-PF	TAX	ES	S	PATEMENT 7		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
PAYROLL TAXES FEDERAL EXCISE TAX FOREIGN TAXES WITHHELD ON	11,765. 71,985.	735.		11,030.		
FOREIGN TAXES WITHHELD ON DIVIDENDS	3,836.	3,836.		0.		
TO FORM 990-PF, PG 1, LN 18	87,586.	4,571.		11,030.		

OTHER E	XPENSES	STATEMENT			
(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM			
1,866. 911. 705. 814. 3,892. 3,624. 13. 427. 7,523. 1,344.	117. 57. 44. 51. 243. 0. 0. 0.		1,749. 854. 661. 763. 3,649. 3,624. 13. 427. 7,523. 0.		
21,119.	512.		19,263.		
CORPORAT	E STOCK		STATEMENT 9		
DESCRIPTION SECURITIES (SEE ATTACHED SCHEDULE) PIMCO TOTAL RETURN MUTUAL FUND PIMCO ALL ASSETS FUND PIMCO REAL RETURN FUND EUROPACIFIC GROWTH FUND DFA EMERGING MARKETS CREDIT SUISSE COMMODITY VANGUARD EXTENDED MARKET DODGE & COX INCOME FUND TOUCHSTONE SANDS CAPITAL INSTL GROWTH FUND TOTAL TO FORM 990-PF, PART II, LINE 10B					
	(A) EXPENSES PER BOOKS 1,866. 911. 705. 814. 3,892. 3,624. 13. 427. 7,523. 1,344. 21,119. CORPORAT DULE) D	EXPENSES PER BOOKS MENT INCOME 1,866. 117. 911. 57. 705. 44. 814. 51. 3,892. 243. 3,624. 0. 13. 0. 427. 0. 7,523. 0. 1,344. 0. 21,119. 512. CORPORATE STOCK BOOK BOOK CORPORATE STOCK BOOK BOOK CORPORATE STOCK	(A) (B) (C) EXPENSES NET INVEST- PER BOOKS MENT INCOME 1,866. 117. 911. 57. 705. 44. 814. 51. 3,892. 243. 3,624. 0. 13. 0. 427. 0. 7,523. 0. 1,344. 0. 21,119. 512. CORPORATE STOCK BOOK VALUE 7,529,981. 4,385,452. 4,051,505. 1,716,779. 6,179,080. 1,997,756. 1,430,689. 1,981,248. 4,202,257. 21, 1955.		

FORM 990-PF OTHE	R INVESTMENTS	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKE VALUE	Т
SULLY MILLER LAND CO	COST	588,985.	44,647	
TOTAL TO FORM 990-PF, PART II, LINE	13	588,985.	44,6	47.
FORM 990-PF DEPRECIATION OF ASSET	'S NOT HELD FOR	INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALU	E
COMPUTER SOFTWARE - ESSENTIAL GIFTS COMPUTER WALTERS OFFICE FURNITURE PAMS OFFICE FURNITURE	3,271. 5,003. 2,183. 10,774. 9,575.	3,271. 5,003. 2,183. 10,774. 9,575.		0.
TOTAL TO FM 990-PF, PART II, LN 14	30,806.	30,806.		0.

	IST OF OFFICERS, DI	STATEMENT 12		
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	
WALTER M. FLORIE, JR. 192 MARINA DRIVE LONG BEACH, CA 90803	PRESIDENT 24.00	93,500.	0.	0.
WARREN R. SCHULTEN 192 MARINA DRIVE LONG BEACH, CA 90803	VICE PRESIDENT 1.00	0.	0.	0.
JEANNE KARATSU 192 MARINA DRIVE LONG BEACH, CA 90803	TREASURER 1.00	0.	0.	0.
RON R. ARIAS 192 MARINA DRIVE LONG BEACH, CA 90803	TRUSTEE 1.00	0.	0.	0.
WILLIAM H. MARMION, PH.D. 192 MARINA DRIVE LONG BEACH, CA 90803	SECRETARY 1.00	0.	0.	0.
DR. NANCY KIMBER 192 MARINA DRIVE LONG BEACH, CA 90803	TRUSTEE 1.00	0.	0.	0.
WILLIAM R. MIZER 192 MARINA DRIVE LONG BEACH, CA 90803	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII	93,500.	0.	0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 13

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE EARL B. AND ELAINE H. MILLER FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

SIGNED:	
NAME AND	CITLE:

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WALTER M. FLORIE, JR, 192 MARINA DRIVE, LONG BEACH, CA 90803

TELEPHONE NUMBER

562-493-4711

FORM AND CONTENT OF APPLICATIONS

LETTER OF PROPOSAL, NOT EXCEEDING THREE PAGES, INCLUDING THE FOLLOWING: DESCRIPTION OF ORGANIZATION'S HISTORY, GOALS AND OBJECTIVES, AND CURRENT LONG BEACH PROGRAMS. APPLICANTS MUST ALSO INCLUDE THE AMOUNT OF REQUEST AND THE TOTAL OVERALL COST. APPLICANTS MUST DESCRIBE HOW THE REQUEST COMPLIMENTS THE MILLER FOUNDATION'S GOALS. FINALLY, APPLICANTS MUST PROVIDE EVIDENCE OF TAX-EXEMPT, NONPROFIT STATUS; MOST RECENT YEAR-END AND INTERIM FINANCIAL STATEMENTS; AND, A COPY OF THE CURRENT STRATEGIC OR BUSINESS PLAN AND BUDGET.

ANY SUBMISSION DEADLINES

BEFORE 6/30 YEAR END

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST BE QUALIFIED DOMESTIC CHARITY BENEFITTING THE GREATER LONG BEACH AREA. DRIVER MODEL IS HEALTH CARE FOR THE WHOLE CHILD WHICH INCLUDES EDUCATION, FAMILY AND CHILD DEVELOPMENT, MORAL CITIZENSHIP, AND THE ARTS.

2011 DEPRECIATION AND AMORTIZATION REPORT

— CURRENT YEAR FEDERAL —

EARL B. & LORAINE H. MILLER FOUNDATION

Current Year Deduction	0	0.	0	363,	339.	702.	
Current Sec 179			··· · · · ·			o	
Accumulated Depreciation	2,290.	3,502.	2,183.	10,411.	9,236.	27,622.	
Basis For Depreciation	2,290.	3,502.	2,183.	10,774.	9,575.	28,324.	
Reduction In Basis	981.	1,501.			, _ •••	2,482.	
Bus % Excl	,						
Unadjusted Cost Or Basis	3,271.	5,003.	2,183.	10,774.	9,575.	30,806.	
Line	17	16	16	9 1	16		
Life	2.00	3.00	5.00	7.00	7.00		
Method	000B						
Date Acquired	112301200DB5.0	112202SL	101504SL	101504SL	101504SL		
Description	1COMPUTER	<u></u>	3COMPUTER		FAMIN OFFICE SFURNITURE * TOWNST. 990 1	9	
Asset		~		4			

(D) - Asset disposed

128102 05-01-11

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

MILLER FOUNDATION INVESTMENTS CORPORATE STOCK 6/30/2012

FEIN 95-2500545 FORM 990-PF PART II STATEMENT 9

Identity of Issuer	Units/ Shares	Cost	Market Value
Abbott Laboratories	4,900	\$ 238,618	\$ 315,901
Accenture LTD	4,050	172,256	243,365
AES Corporation	15,900	163,078	203,997
Banco Santander Cent Hispano	23,979	191,365	157,302
Baxter International, Inc.	3,800	162,548	201,970
Bunge Limited	3,190	209,348	200,141
Charles Schwab Corporation	10,000	131,475	129,300
Covidien PLC	4,910	190,840	262,685
Deere & Co.	460	38,557	37,200
DOW Chemical Company	7,600	244,475	239,400
Ebay Inc.	8,400	245,694	352,884
EMC Corp.	12,800	285,501	328,064
First Republic Bank	7,200	228,600	241,920
General Dynamics Corp	3,900	232,858	257,244
General Electric Company	13,500	221,118	281,340
Haliburton	8,600	232,284	244,154
Heinz (H.J.)	5,100	260,430	277,338
Hershey Foods Corporation	4,790	286,734	345,024
Hess Corp	3,600	194,757	156,420
Hospira Inc.	4,400	137,868	153,912
JP Morgan Chase & CO	8,470	278,046	302,633
Lennar Corp	11,000	196,012	340,010
Lowes Cos Inc	8,630	188,023	245,437
Mitsubishi	36,600	177,121	173,850
M&T Bank Corp	2,700	202,090	222,939
Oracle Corp	7,800	218,833	231,660
Penny JC	7,100	248,512	165,501
Pioneer Natural Resources	2,600	150,426	229,346
QEP RES INC	4,590	130,246	137,562
Questar Corp	11,430	213,606	238,430
SPX Corp	3,800	182,054	248,216
Suntrust BKS Inc.	8,700	161,537	210,801
TE Connectivity LTD	10,600	163,073	338,246
Texas Instruments Inc	7,400	244,904	212,306
Time Warner Inc.	6,205	234,814	238,893
Unilever NV	9,000	284,456	300,150
Vodafone Group PLC	7,025	187,824	197,965
Total Stocks		<u>\$ 7,529,981</u>	<u>\$ 8,663,506</u>

MILLER FOUNDATION GAIN (LOSS) ON SALE OF SECURITIES 6/30/2012 FEIN: 95-2500545

					PER TAX			
	NUMBER DATE	DATE			GAIN			
ISSUER	OF SHARES ACQUIRED	SOLD	PROCEEDS	BASIS	(LOSS)			
Atol on the	22,600	07/01/11	338,496 28	319,231 37	- 19,264 91			
Yahoo Inc.	6,300	07/01/11	223,161 24	165,356.26	57,804 98			
Kraft Foods Inc				· ·	•			
Nalco Holdings Co	7,800	07/26/11	279,518 54	203,119 80	76,398 74			
Chesapeake Energy	5,400	08/02/11	180,715 62	110,695 14	70,020 48			
Pioneer Natural	1,400	08/02/11	130,569 05	74,178 74	56,390.31			
Boeing Company	5,800	08/08/11	389,217 76	373,001 64	16,216 12			
White Mountains Ins	482	09/01/11	193,276 30	142,677 87	50,598 43			
White Mountains Ins	568	09/06/11	227,578 86	124,256 08	103,322 78			
B F Goodneh	4,700	09/20/11	498,521 77	367,232 67	131,289 10			
Total, 1Q	55,050 00		2,461,055 42	1,879,749 57	581,305 85			
Loew's Corporation	5,100	10/07/11	171,124 66	183,876 93	(12,752 27)			
Berkshire Hathaway Class B	2,300	10/07/11	161,337 19	105,363 92	55,973 27			
ITT Industries Inc	6,400	10/13/11	280,542 44	333,105 75	(52,563 31)			
Life Technologies Corp	1,400	11/09/11	55,999 90	63,320 88	(7,320 98)			
Life Technologies Corp	5,300	11/10/11	213,474 06	239,714 76	(26,240 70)			
Tyco International LTD	3,800	11/16/11	169,445 96	115,462 81	53,983 15			
Bank New York Mellon Corp	12,100	12/12/11	238,467 05	310,999 04	(72,531 99)			
Chesapeake Energy	7,600	12/19/11	172,180 76	167,012 28	5,168 48			
Chesapeane Linigy	,,000	12/17/11	172,100 70	107,012 28	-			
Total, 2Q	44,000 00		1,462,572 02	1,518,856 37	(56,284 35)			
HSBC HLDG PLC	3,575	01/06/12	140,573 44	201,929 60	(61,356 16)			
	12,200	01/09/12		•				
Liberty Media HLDG Corp	2,200	01/09/12	202,473 40	156,593 47	45,879 93			
Parker-Hannifin	The state of the s		173,134 69	104,106 20	69,028 49			
Hewlett Packard	3,800	01/09/12	101,363 05	163,057 24	(61,694 19)			
Wal-Mart Stores	3,500	01/09/12	208,158 84	164,388 35	43,770 49			
3M Co	2,200	01/09/12	184,198 50	157,975 10	26,223 40			
Equifax Inc,	1,832	01/09/12	70,493 27	39,384 66	31,108 61			
Equifax Inc,	2,468	01/10/12	94,601 80	59,682 41	34,919 39			
AES Corporation	14,500	01/26/12	186,391 01	206,204 40	(19,813 39)			
Equifax Inc,	2,120	02/06/12	83,759 38	51,266 90	32,492 48			
Equifax Inc,	3,533	02/07/12	138,432 64	99,573 69	38,858 95			
Equifax Inc,	447	02/08/12	17,714 80	12,879 41	4,835 39			
Accenture PLC	2,650	02/13/12	151,140 64	70,556 25	80,584 39			
Lowes	3,400	02/13/12	91,476 26	72,630 46	18,845 80			
Covidien PLC	2,400	02/13/12	125,622 70	56,872 13	68,750 57			
Wal-Mart Stores	3,500	03/22/12	212,315 27	170,239 18	42,076 09			
Total, 3Q	64,325 00		2,181,849 69	1,787,339 45	394,510 24			
Lowes Companies Inc	3,270	04/18/12	103,776 35	69,853 41	33,922 94			
Covidien PLC	840	04/18/12	44,810 30	31,767 11	13,043 19			
Conagra incorporated	1,438	04/30/12	37,147 74	37,018 15	129 59			
Accenture PLC	1,200	04/30/12	76,635 32	31,950 00	44,685 32			
Conagra Incorporated	7,962	05/01/12	204,836 16	204,964 17	(128 01)			
Total, 4Q	14,710		467,206	375,553	91,653			
Total	178,085		6,572,683	5,561,498	1,011,185			
			0,572,000	5,501,750	.,011,103			

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MILLER FOUNDATION GAIN (LOSS) ON SALE OF MUTUAL FUNDS 6/30/12

FEIN: 95-2500545

					PER ?	ΓΑΧ	
	NUMBER	DATE	DATE			GAIN	
TYPE	OF SHARES	ACQUIRED	SOLD	PROCEEDS	BASIS	(LOSS)	
Vanguard Extended Market Index	5,288 21		07/15/11	200,000 00	193,283 97	6,716 03	
Pimco Total Return Fund	32,228 36		09/26/11	350,000 00	327,160 55	22,839 45	
Pimco All Assett Fund	21,570 32		09/26/11	250,000 00	277,296 04	(27,296 04)	
Pimco Real Return Fund	60,066 28		09/26/11	725,000 00	690,815 69	34,184 31	
Total, 1Q	119,153 17			1,525,000 00	1,488,556 25	36,443 75	
Total, 2Q							
Touchstone Sands Capital	16,873 28		01/05/12	245,000 00	237,744 49	7,255 51	
Total, 3Q	16,873 28			245,000 00	237,744 49	7,255 51	
Touchstone Sands Capital	5,608 53		04/05/12	100,000 00	79,024 12	20,975 88	
Vanguard Extended Market Index	5,801 69		04/13/12	220,000 00	212,051 70	7,948 30	
Touchstone Sands Capital	22,396 42		04/13/12	400,000 00	315,565 52	84,434 48	
Total, 4Q	33,806 63			720,000 00	606,641 34	113,358 66	
Total	169,833 08			2,490,000 00	2,332,942 08	157,057 92	
						,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Grand Total						157,057 92	

THE EARL B AND LORAINE H MILLER FOUNDATION GRANTS AND CONTRIBUTIONS FYE 6/30/12

RECIPIENT NAME & ADDRESS	STATUS	PURPOSE	AMOUNT
HEALTH CARE			
AMERICAN RED CROSS 2025 E STREET WASHINGTON, DC 20006	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000
ASSISTANCE LEAGUE OF LONG BEACH 6220 E SPRING STREET LONG BEACH, CA 90815-0664	EXEMPT	ORTHODONTIC PROGRAM	25,000
CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER 6801 LONG BEACH BLVD LONG BEACH, CA 90805-1133	EXEMPT	GENERAL SUPPORT FOR WATER AQUATIC THERAPY AND SWIM LESSONS	25,000
CHILDREN'S DENTAL HEALTH CLINIC 455 EAST COLUMBIA STREET LONG BEACH, CA 90806	EXEMPT	PEDIATRIC DENTAL PROGRAM	100,000
THE CHILDREN'S CLINIC 2790 ATLANTIC AVENUE LONG BEACH, CA 90806	EXEMPT	PROGRAM SUPPORT - SOCIAL SERVICES DEPARTMENT, COMMUNITY PARTNERS COUNCIL, HEALTH EDUCATION AND OUTREACH PROGRAM, AND HEALTHCARE DELIVERY FOR THE UNINSURED	160,000
FAMILIES IN GOOD HEALTH 1050 LINDEN AVENUE LONG BEACH, CA 90803	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
FOR THE CHILD 4565 CALIFORNIA AVENUE LONG BEACH, CA 90807-1507	EXEMPT	PROGRAM SUPPORT - PARENT CHILD INTERACTION THERAPY PROGRAM SUPPORT - TRUSTEE DIRECTED	79,000
THE GUIDANCE CENTER 4335 ATLANTIC AVENUE LONG BEACH CA 90807-2803	EXEMPT	MENTAL HEALTH SERVICES	75,000
LONG BEACH ALLIANCE FOR CHILDREN WITH ASTHMA 2651 ELM STREET, SUITE 100 LONG BEACH, CA 90806	EXEMPT	ASTHMA PROGRAM SUPPORT	50,000
MEMORIAL MEDICAL CENTER FOUNDATION PO BOX 1428 LONG BEACH CA 90801-1428	ЕХЕМРТ	CHILDREN'S HOSPITAL EXPANSION (MULTI-YEAR GRANT) CLINICAL RESEARCH, INSTRUCTIONAL SPECIALIST, NEURO-PSYCHOLOGIST, RESEARCH ASSOC, ENDOWMENT (MULTI-YEAR GRANTS) DANCING FOR OUR STARS	536,850
MILLER FAMILY HEALTH EDUCATION CENTER 2525 GRAND AVENUE LONG BEACH, CA 90815	ЕХЕМРТ	PROGRAM SUPPORT - HEALTH EDUCATION	79,000
NATIONAL FEDERATION OF THE BLIND OF ILLINOIS, INC 6919 W BERWYN CHICAGO, IL 60656	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000

NATIONAL HEALTH FOUNDATION 515 SOUTH FIGUEROA STREET, SUITE 1300 LOS ANGELES CA, 90071	EXEMPT	PROGRAM SUPPORT	900,9
NATIONAL MPS SOCIETY P O BOX 736 BANGOR, ME 04402-0736	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
PROVIDENCE TRINITY CARE HOSPICE 2601 AIRPORT DRIVE, SUITE 230 TORRANCE, CA 90505	EXEMPT	TRINITY KIDS CARE PROGRAM SUPPORT	20,000
RONALD MCDONALD HOUSE CHARITIES OF SO CAL 6919 W BERWYN CHICAGO, IL 90815	EXEMPT	PROGRAM SUPPORT - CAPITAL CAMPAIGN (MULTI-YEAR GRANT)\ PROGRAM SUPPORT - TRUSTEE DIRECTED	243,500
ST BALDRICK'S FOUNDATION 1333 SOUTH MAYFLOWER AVENUE, SUITE 400 MONROVIA, CA 91016	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
ST MARY MEDICAL CENTER FOUNDATION 1050 LINDEN AVENUE LONG BEACH, CA 90813	EXEMPT	SCHOOL FOR VISION SCREENING	25,000
WESTSIDE NEIGHBORHOOD CLINIC 2125 SANTA FE AVENUE LONG BEACH, CA 90810	EXEMPT	MEDICATIONS FOR LOW-INCOME ASTHMATIC CHILDREN	1,000
		HEALTH CARE TOTAL	1,435,350
EDUCATION			
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, SUITE 150 LONG BEACH, CA 90802-4200	EXEMPT	OCEAN SCIENCE CENTER (MULTI-YEAR GRANT) PROGRAM SUPPORT - TRUSTEE DIRECTED	253,000
BLAST - BETTER LEARNING AFTER SCHOOL 737 PINE AVENUE, SUITE 201 LONG BEACH, CA 90813	EXEMPT	AFTER SCHOOL EDUCATIONAL PROGRAM	47,500
CALIFORNIA STATE UNIVERSITY LONG BEACH 1250 BELLFLOWER BOULEVARD LONG BEACH, CA 90840	EXEMPT	YOUNG SCIENTIST CAMP CERAMIC ARTS	30,000
CHILDREN'S MARITIME FOUNDATION 4647 LAKEVIEW AVENUE, SUITE 109E YORBA LINDA, CA 92886	EXEMPT	GENERAL PROGRAM SUPPORT - AMERICAN PRIDE - OFFICIAL TALLSHIP OF LONG BEACH	35,000
CHILDREN TODAY 1301 W 12 STREET, PO BOX 16004 90806 LONG BEACH, CA 90813	EXEMPT	GENERAL PROGRAM SUPPORT - THE PLAY HOUSE WEST PRESCHOOL FACILITY FOR FAMILIES EXPERIENCING HOMELESSNESS	25,000
DRAMATIC RESULTS 3310 LIME AVENUE SIGNAL HILL, CA 90755	EXEMPT	WRITE-ON ARTS	25,000
EARL B MILLER JAPANESE GARDEN 1250 BELLFLOWER BLVD.	EXEMPT	LANDSCAPE PRESERVATION AND SUSTAINABILITY	55,000

LONG BEACH, CA 90840-0004			
INTERNATIONAL CITY THEATRE ONE WORLD TRADE CENTER, SUITE 300 LONG BEACH, CA 90832-2069	EXEMPT	PERFORMING ARTS AND CLASSROOM TEACHING	50,000
LONG BEACH JORDAN HIGH SCHOOL 6500 ATLANTIC AVE LONG BEACH, CA 90805	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
LONG BEACH PUBLIC LIBRARY FOUNDATION 101 PACIFIC AVE LONG BEACH, CA 90822-1003	EXEMPT	PROGRAM SUPPORT - DICTIONARY SUPPORT GRAPE EXPECTATIONS	20,000
LONG BEACH SYMPHONY 110 W OCEAN BLVD , SUITE 22 LONG BEACH, CA 90802	EXEMPT	ELEMENTARY ENSEMBLE PROGRAM & FAMILY CONCERT COMPUTER AND SOFTWARE UPGRADE CRESCENDO ON THE VINE PROGRAM SUPPORT - TRUSTEE DIRECTED	97,800
L B NONPROFIT PARTNERSHIP 4900 E CONANT, BUILDING O LONG BEACH, CA 90808	EXEMPT	CORE SERVICES PROGRAM AND NON-PROFIT LEADERSHIP INSTITUTE FOR EMERGING NON-PROFIT LEADERS	40,000
RANCHO LOS ALAMITOS FOUNDATION 6400 BIXBY HILL ROAD LONG BEACH, CA 90815-4706	EXEMPT	PROGRAM SUPPORT - TEACHERS RESOURCE PACKET (MULTI YEAR GRANT)	20,000
RANCHOS LOS CERRITOS FOUNDATION 4600 VIRGINIA ROAD LONG BEACH, CA 90807-1916	EXEMPT	VISITORS EDUCATION CENTER	40,000
WESTERLY SCHOOL OF LONG BEACH 2950 EAST 29TH STREET LONG BEACH, CA 90806	EXEMPT	FINANCIAL AID PROGRAM SUPPORT - TRUSTEE DIRECTED	2,500
OPERATION JUMP START 3515 LINDEN AVENUE LONG BEACH, CA 90807	EXEMPT	PROGRAM SUPPORT	25,000
		EDUCATION TOTAL	826,800
THE ARTS			
ARTS COUNCIL FOR LONG BEACH DBA PUBLIC CORPORATION FOR THE ARTS 110 PINE AVENUE, SUITE 1100 LONG BEACH, CA 90802	ЕХЕМРТ	EYE ON DESIGN	55,000
LONG BEACH CITY COLLEGE 4901 E CARSON STREET LONG BEACH, CA 90808	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	10,000
LONG BEACH CITY COLLEGE 4901 E CARSON STREET LONG BEACH, CA 90808	EXEMPT	B E S T ARTS CONFERENCE PROGRAM SUPPORT	30,000
LONG BEACH MUSEUM OF ART	EXEMPT	PROGRAM SUPPORT - KIDS VISIONS	75,000

2300 EAST OCEAN BLVD LONG BEACH CA 90803		
LONG BEACH JUNIOR CONCERT BAND 545 ROSE AVENUE LONG BEACH CA 90802	EXEMPT	PROGRAM SUPPORT
LONG BEACH OPERA 507 PACIFIC AVENUE LONG BEACH, CA 90802	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED
LONG BEACH PLAYHOUSE THEATRES 5021 EAST ANAHEIM STREET LONG BEACH, CA 90804	ЕХЕМРТ	PROGRAM SUPPORT
		ARTS TOTAL
MORAL CITIZENSHIP		
CALIFORNIA CONFERENCE FOR EQUALITY AND JUSTICE 444 WEST OCEAN BOULEVARD, SUITE 940 LONG BEACH, CA 90802	EXEMPT	BUILDING BRIDGES YOUTH HUMAN RELATIONS CAMP
DESERT COMMUNITY FOUNDATION 15105 MERLE DRIVE PALM DESERT, CA 92211	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED
LEADERSHIP LONG BEACH 3939 ATLANTIC AVENUE, SUITE 201 LONG BEACH, CA 90807	EXEMPT	LB YOUTH LEADERSHIP PROGRAM
LONG BEACH BAR FOUNDATION 3515 LINDEN AVENUE LONG BEACH, CA 90807	EXEMPT	SHORT STOP PROGRAM
FOOD FINDERS 3434 ATLANTIC AVE LONG BEACH, CA 90807	EXEMPT	FOOD RESCUE PROGRAM SUPPORT
LONG BEACH POLICE DEPARTMENT 400 WEST BROADWAY LONG BEACH, CA 90802	EXEMPT	BOXING AND JUMP PROGRAM
PARTNERS OF PARK 2760 N STUDEBAKER ROAD LONG BEACH, CA 90815	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET, NW WASHINGTON, DC 20036	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED
GUIDE STAR 1730 PENNSYLVANIA N W WASHINGTON, DC 20006	EXEMPT	GENERAL OPERATING SUPPORT

20,000

1,000

25,000

216,000

25,000

2,000

50,000

25,000

20,000

12,000

10,000

500

100

MORAL CITIZENSHIP TOTAL

144,600

FAMILY/CHILD DEVELOPMENT

BOYS & GIRLS CLUBS OF LONG BEACH 3635 LONG BEACH BLVD LONG BEACH CA 90807-4018	EXEMPT	GENERAL OPERATING SUPPORT	20,000
BOY SCOUTS OF AMERICA 401 E 37TH STREET, PO BOX 7338 LONG BEACH, CA 90807-0338	EXEMPT	SCOUT REACH PROGRAM	900'09
CAMPFIRE USA 7070 EAST CARSON ST LONG BEACH, CA 90808-2353	EXEMPT	CAMP SHIWAKA (MULTI-YEAR GRANT) PROGRAM SUPPORT	000'091
CENTRO CHA 121 PINE AVENUE, 2ND FLOOR LONG BEACH, CA 90813	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,500
LONG BEACH DAY NURSERY 1548 CHESTNUT AVE LONG BEACH CA 90813	EXEMPT	STEPPING STONES PROGRAM	34,000
NEW HOPE GRIEF SUPPORT COMMUNITY 3443 SAN ANSELINE AVENUE LONG BEACH, CA 90808- 2729	EXEMPT	SCHOLARSHIPS FOR GRIEF CAMP FOR KIDS	25,000
PATHWAYS VOLUNTEER HOSPICE 3701 MICHELSON STREET LAKEWOOD, CA 90712	EXEMPT	GENERAL PROGRAM SUPPORT - GRIEF COUNSELING	26,500
YMCA OF GREATER LONG BEACH 525 E 7TH STREET LONG BEACH CA 90813	EXEMPT	S A F E & RENAISSANCE PROGRAM YOUTH INSTITUTE COMMUNITY DEVELOPMENT FAIRFIELD FAMILY	125,500
COUNCIL ON FOUNDATIONS 1828 L STREET, NW, SUITE 300 WASHINGTON, DC 20036	EXEMPT	ANNUAL DUES IN EXCESS OF \$500	4,000
UNITED CAMBODIAN COMMUNITY 2201 E ANAHEIM LONG BEACH CA 90804	EXEMPT	COMMEMORATION DAY AND CAMBODIAN NEW YEAR OBSERVANCE	1,000

478,500	3,101,250
FAMILY/CHILD DEVELOPMENT TOTAL	GRANT & CONTRIBUTION TOTAL

Form **8868**

(Rev. January 2012) Department of the Treasury

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

internal Re	venue Service Prile a Sepa	ate appii	cation 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 Ext	ension, c	omplete only Part II (on page 2 of t	his form).			
Do not	complete Part II unless you have already been granted a	in automat	tic 3-month extension on a previous	y filed For	rm 8868.		
Electro	nic filing (e-file). You can electronically file Form 8868 if y	ou need a	3-month automatic extension of tim	e to file (6	months for a corp	oration	
required	to file Form 990-T), or an additional (not automatic) 3-mor	nth extens	ion of time. You can electronically fil	e Form 88	368 to request an e	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 filling of this form,							
visit www.rs.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	Name of exempt organization or other filer, see instruc	ctions.		Employer	r identification num	ber (EIN) or	
print	,		i	F 3			
·	EARL B. & LORAINE H. MILLER FOUNDATION X 95-2500545						
	File by the due date for Number, street, and room or suite no. If a P.O. box, see instructions. Social security number (SSN)						
Illing your 192 MARTNA DRIVE						•	
	return See Instructions. City, town or post office, state, and ZIP code. For a foreign address, see instructions.						
LONG BEACH, CA 90803							
Enter the Return code for the return that this application is for (file a separate application for each return)							
Applica	ation	Return	Application			Return	
Is For		Code	Is For			Code	
Form 9	20	01	Form 990-T (corporation)			07	
		Form 1041-A			08		
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							
WALTER M. FLORIE, JR.							
• The books are in the care of • 192 MARINA DRIVE - LONG BEACH, CA 90803							
	phone No. ► (562) 493-4711		FAX No. >				
	e organization does not have an office or place of business					▶	
	is is for a Group Return, enter the organization's four digit						
	. If it is for part of the group, check this box				ers the extension i	s for.	
1 1	request an automatic 3-month (6 months for a corporation						
_	FEBRUARY 15, 2013, to file the exemp	t organiza	tion return for the organization name	ed above.	The extension		
is	s for the organization's return for:						
calendar year or							
► X tax year beginning JUL 1, 2011 , and ending JUN 30, 2012 .							
2 1	the tax year entered in line 1 is for less than 12 months, o	heck reas	on: Initial return	Final retur	m		
Change in accounting period							
3a li	this application is for Form 990-BL, 990-PF, 990-T, 4720,	or 6069, e	enter the tentative tax, less any	1	_		
<u>r</u>	onrefundable credits. See instructions.			3a	s 2	0,100.	
b #	this application is for Form 990-PF, 990-T, 4720, or 6069,	, enter any	refundable credits and				
9	stimated tax payments made. Include any prior year overp	payment a	llowed as a credit.	3b	\$ 3	<u>6,200.</u>	
c E	Balance due. Subtract line 3b from line 3a. Include your pa	ayment wit	th this form, if required,				
t	y using EFTPS (Electronic Federal Tax Payment System).	See instru	ctions	3c	\$	0.	
Cautio	n, If you are going to make an electronic fund withdrawal	with this F	orm 8868, see Form 8453-EO and F	orm 8879	EO for payment in:	structions	
LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.							
123841 01-04-12				3	} [
				J	lesi		