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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

06/30/2012

For calendar year 2011 or tax year beginning

07/01/2011, and ending

Name of foundation THE TURPIN FAMILY CHARITABLE FOUNDATION		A Employer identification number 95-4419892			
		B Telephone number (see instructions) (714) 225-8092			
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 645		Room/suite			
City or town, state, and ZIP code CYPRESS, CA 90630		C If exemption application is pending, check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,589,531.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	568,761.			
	7 Capital gain net income (from Part IV, line 2) .				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total Add lines 1 through 11	96,976.	96,976.		
	13 Compensation of officers, directors, trustees, etc		0		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ^{ATC 2}	1,977.	1,977.		
	c Other professional fees (attach schedule) *	11,187.	11,187.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) *	275.			
	19 Depreciation (attach schedule) and depletion .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses (attach schedule) ^{ATC 5}	5,175.	5,175.			
24 Total operating and administrative expenses.					
Add lines 13 through 23	18,614.	18,339.			
25 Contributions, gifts, grants paid	81,300.			81,300.	
26 Total expenses and disbursements Add lines 24 and 25	99,914.	18,339.	0	81,300.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements . . .	-2,938.				
b Net investment income (if negative, enter -0-)		78,637.			
c Adjusted net income (if negative, enter -0-)					

*ATC 3 JSA ** ATC 4 Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		15,373.	15,373.
	2	Savings and temporary cash investments	25,748.	58,272.	58,272.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10	a Investments - U S and state government obligations (attach schedule)			
		b Investments - corporate stock (attach schedule) ATCH. 6	1,398,607.	1,343,275.	1,515,886.
		c Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,424,355.	1,416,920.	1,589,531.
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 (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,419,858.	1,416,920.	
	30	Total net assets or fund balances (see instructions)	1,419,858.	1,416,920.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,419,858.	1,416,920.	

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	1,419,858.
2	Enter amount from Part I, line 27a	2	-2,938.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,416,920.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,416,920.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	58,544.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	61,400.	1,612,571.	0.038076
2009	67,153.	1,427,150.	0.047054
2008	99,787.	1,415,112.	0.070515
2007	91,325.	2,011,748.	0.045396
2006	99,185.	1,965,224.	0.050470
2 Total of line 1, column (d)			2 0.251511
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.050302
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,595,411.
5 Multiply line 4 by line 3			5 80,252.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 786.
7 Add lines 5 and 6			7 81,038.
8 Enter qualifying distributions from Part XII, line 4			8 81,300.

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	786.
'	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		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	786.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	786.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,788.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,600.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	3,388.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10	10	2,602.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► 11	11	Refunded

Part VII-A 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 page 19 of the 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 ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
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? If "Yes," attach a conformed copy of the changes	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	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 ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA,		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► NONE			
14	The books are in care of ► STEPHEN RACK, CPA Telephone no ► 714-225-8092 Located at ► P.O. BOX 645, CYPRESS, CA	ZIP + 4 ► 90630	
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		
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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 ► 1b		
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?		<input checked="" type="checkbox"/>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
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)		
3b			<input checked="" type="checkbox"/>
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?		
4b			<input checked="" type="checkbox"/>

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 7		0	0	0

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

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

Total number of other employees paid over \$50,000				► <input type="checkbox"/>

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3 ►		

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	1,556,443.
b	Average of monthly cash balances	1b	63,264.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,619,707.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,619,707.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	24,296.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,595,411.
6	Minimum investment return. Enter 5% of line 5	6	79,771.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6	1	79,771.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	786.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	786.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	78,985.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	78,985.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	78,985.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	81,300.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	81,300.
b	Cash distribution test (attach the required schedule)	5	786.
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	80,514.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				78,985.
2 Undistributed income, if any, as of the end of 2011			78,183.	
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 08, 20 07				
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				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 81,300.			78,183.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				3,117.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				75,868.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

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

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

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

GEORGE AND PAULINE TURPIN

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

N/A

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

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE ATTACHMENT 8				81,300.
Total				81,300.
<i>b Approved for future payment</i>				
Total				81,300.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

<p>Sign Here</p> 	<p>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</p> <p>✓ President 5-14-13</p>
<p>Signature of officer or trustee</p>	<p>Date</p>
<p>✓ President</p>	<p>Title</p>
<p>May the IRS discuss this return with the preparer shown below (see instructions)?</p>	
<p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

Paid Preparer Use Only	Print/Type preparer's name GARY POLICH	Preparer's signature 	Date 5/8/13	Check <input type="checkbox"/> if self-employed	PTIN P00953753
	Firm's name ► WILSONMORGAN LLP			Firm's EIN ► 33-0817985	
	Firm's address ► 1920 MAIN STREET, SUITE 950 IRVINE, CA		92614-8216	Phone no	949-428-7400

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

OMB No 1545-0092

2011

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

Name of estate or trust

Employer identification number

THE TURPIN FAMILY CHARITABLE FOUNDATION

95-4419892

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales pnce	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-27,217.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5	-27,217.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales pnce	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	85,761.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12	85,761.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13 Net short-term gain or (loss)	13			-27,217.
14 Net long-term gain or (loss):				
a Total for year	14a			85,761.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ►	15			58,544.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of		
a The loss on line 15, column (3) or	b \$3,000	16 ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ►	21		
22 Subtract line 21 from line 20 If zero or less, enter -0-	22		
23 Subtract line 22 from line 17 If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24?			
<input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box			
<input type="checkbox"/> No. Enter the amount from line 23			
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same?			
<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31			
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22			
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (15)	30		
31 Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

Department of the Treasury
Internal Revenue Service

- See instructions for Schedule D (Form 1041).
- Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

THE TURPIN FAMILY CHARITABLE FOUNDATION

Employer identification number
95-4419892

Part I Short-Term

95-4419892

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b -27,217.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D-1 (Form 1041) 2011

15
ISA

JSA
1E1221 2 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II | Long-Term Capital Gains and Losses - Assets Held More Than One Year

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 85,761.

Schedule D-1 (Form 1041) 2011

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
7,250.		4,000 SHS BYD CO LDT PROPERTY TYPE: SECURITIES 29,157.				P	09/27/2010 -21,907.	09/14/2011
41,087.		400 SHS CHEVRON CORP PROPERTY TYPE: SECURITIES 21,220.				P	01/19/2005 19,867.	05/11/2012
17,188.		170 SHS CHEVRON CORP PROPERTY TYPE: SECURITIES 7,995.				P	08/19/2004 9,193.	06/26/2012
20,407.		380 SHS CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 15,601.				P	12/18/2008 4,806.	06/26/2012
20,649.		250 SHS EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 14,722.				P	07/15/2010 5,927.	06/26/2012
51,200.		1,905.471 SHS FAIRHOLME FUNDS INC PROPERTY TYPE: SECURITIES 38,090.				P	04/07/2009 13,110.	09/15/2011
12,030.		300 SHS ISHARES MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES 11,864.				P	02/17/2010 166.	05/11/2012
48,291.		1,290 SHS ISHARES MSCI EMERGING MKTS IND PROPERTY TYPE: SECURITIES 28,750.				P	03/10/2009 19,541.	06/26/2012
4,118.		110 SHS ISHARES MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES 4,541.				P	03/25/2010 -423.	06/26/2012
51,670.		800 SHS JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 52,552.				P	06/10/2008 -882.	03/02/2012
55,054.		1,590 SHS KRAFT FOODS INC PROPERTY TYPE: SECURITIES 49,657.				P	02/19/2008 5,397.	11/22/2011
21,518.		250 SHS MCDONALDS CORP PROPERTY TYPE: SECURITIES 19,239.				P	03/10/2011 2,279.	09/13/2011

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
33,603.		2,048.976 SHS OAKMARK INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 41,000.				P	03/10/2011	08/10/2011 -7,397.
19,032.		600 SHS PHILLIPS 66 PROPERTY TYPE: SECURITIES 14,641.				P	12/18/2008	05/11/2012 4,391.
43,233.		1,200 SHS SANOFI PROPERTY TYPE: SECURITIES 36,492.				P	05/28/2010	06/26/2012 6,741.
21,616.		600 SHS SANOFI PROPERTY TYPE: SECURITIES 21,003.				P	03/10/2011	06/26/2012 613.
2,421.		112.697 SHS TWEEDY BROWNE OPEN END PROPERTY TYPE: SECURITIES 3,140.				P	06/03/2008	08/10/2011 -719.
10,017.		466.322 SHS TWEEDY BROWNE OPEN END PROPERTY TYPE: SECURITIES 12,414.				P	06/11/2008	08/10/2011 -2,397.
1,563.		72.75 SHS TWEEDY BROWNE OPEN END PROPERTY TYPE: SECURITIES 1,133.				P	12/30/2008	08/10/2011 430.
36,913.		1,500 SHS US BANCORP DEL PROPERTY TYPE: SECURITIES 47,004.				P	11/22/2011	11/22/2011 -10,091.
19,402.		500 SHS VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 18,188.				P	01/20/2012	01/20/2012 1,214.
25,467.		860 SHS WILLIAMS COS INC DEL PROPERTY TYPE: SECURITIES 17,782.				P	02/03/2012	02/03/2012 7,685.
5,021.		286 SHS WPX ENERGY INC PROPERTY TYPE: SECURITIES 4,022.				P	01/05/2012	01/05/2012 999.
11.		0.667 SHS WPX ENERGY INC PROPERTY TYPE: SECURITIES 10.				P	01/30/2012	01/30/2012 1.
TOTAL GAIN(LOSS)								<u>58,544.</u>

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS - DOMESTIC	38,432.	38,432.
TOTAL	<u>38,432.</u>	<u>38,432.</u>

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	1,977.		1,977.	
TOTALS	<u>1,977.</u>		<u>1,977.</u>	

ATTACHMENT 2

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	11,187.	11,187.
TOTALS	<u>11,187.</u>	<u>11,187.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FED TAX ON NET INVEST. INCOME	275.	
TOTALS		<u>275.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CUSTODY FEES	3,597.	3,597.
CALIFORNIA ANNUAL FILING FEE	10.	10.
BANK CHARGES	1,153.	1,153.
REGISTERED AGENT FEES	365.	365.
CA REGISTRY OF CHARIT TRUSTS	50.	50.
TOTALS	<u>5,175.</u>	<u>5,175.</u>

The Turpin Charitable Foundation

EIN: 95-4419892

June 30, 2012

		Fair
	Book	Market
	Value	Value
Common Stocks Part II - Line 10b		
370 SHS ABBOTT LABS	17,966	23,854
650 SHS AT&T INC	18,651	23,179
1,870 SHS BANK OF AMERICA CORP	14,390	15,297
1,000 SHS BERKSHIRE HATHAWAY INC DEL	81,590	83,330
430 SHS CHEVRON CORP	20,223	45,365
2,090 SHS CISCO SYS INC.	33,320	35,885
820 SHS CONOCOPHILLIPS	33,665	45,822
530 SHS DEVON ENERGY CORP	29,023	30,735
1,000 SHS DIRECT TV CL A	46,567	48,820
350 SHS EATON CORP	16,158	13,871
700 SHS EXXON MOBIL CORP	41,222	59,899
2,295.26 SHS FAIRHOLME FUNDS INC	48,674	66,264
300 SHS INTERNATIONAL BUSINESS MACHINES	54,520	58,674
1,480 ISHARES EMERGING MKTS INDEX FD	59,724	57,920
1,240 JPMORGAN CHASE & CO.	44,425	44,305
4,187.87 SHS MATTHEWS ASIA DIVIDEND FD INVESTOR	58,431	55,992
2,390 SHS MICROSOFT CORP	64,078	73,110
300 SHS PROCTOR & GAMBLE CO	18,458	18,375
550 SHS REPUBLIC SVCS INC.	16,326	14,553
2,600 SHS SELECT SECTOR SPDR TR TECHNOLOGY	60,138	74,685
1,000 SHS SPDR S&P 500 ETF TR UNIT SER 1	101,211	136,105
3,000 SHS STAPLES, INC.	44,809	39,150
4,966.242 SHS HUSSMAN INVT STRATEGIC GROWTH FUND	66,200	57,062
4,418.13 SHS TWEEDY BROWN OPEN END GLOBAL VALUE FD	113,288	103,561
1,430 SHS ULTRA PETE CORP	30,756	32,990
970 SHS VALEANT PHARMACEUTICALS INT'L INC	44,582	43,446
2,000 VANGUARD TOTAL STK MKT VIPERS	109,384	139,400
2,220 WELLS FARGO & CO.	55,497	74,237
TOTAL	1,343,275	1,515,886

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER ALLOWANCES
GEORGE B. TURPIN P.O. BOX 645 CYPRESS, CA 90630	DIR./CHAIRMAN .25	0	0	0
PAULINE H. TURPIN P.O. BOX 645 CYPRESS, CA 90630	DIR./PRESIDENT .25	0	0	0
PAUL H. TURPIN P.O. BOX 645 CYPRESS, CA 90630	DIR./CFO .25	0	0	0
GEORGE B. TURPIN, JR. P.O. BOX 645 CYPRESS, CA 90630	DIR./SECRETARY .25	0	0	0
BRIER S. TURPIN P.O. BOX 645 CYPRESS, CA 90630	DIR./VICE PRESIDENT .25	0	0	0
KENT ALLEBRAND P.O. BOX 645 CYPRESS, CA 90630	DIRECTOR .25	0	0	0

THE TURPIN FAMILY CHARITABLE FOUNDATION

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

95-4419892

ATTACHMENT 7 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION		CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
		0	0		
EVAN TURPIN P.O. BOX 645 CYPRESS, CA 90630	DIRECTOR .25				
	GRAND TOTALS	0	0	0	0

The Turpin Charitable Foundation
Summary of Donations
July 1, 2011 through June 30, 2012
EIN: 95-4419892

Date	Name	Paid Amount
06/27/2012	Heal the Ocean	1,000.00
06/27/2012	Heal the Ocean	500.00
06/27/2012	Direct Relief International	250.00
06/27/2012	Cancer Center of Santa Barbara	250.00
06/27/2012	Heal the Ocean	500.00
06/27/2012	Surfaid	500.00
06/27/2012	Storyteller Childrens Center	1,000.00
06/27/2012	Direct Relief International	1,000.00
06/27/2012	United Way - Santa Barbara County	1,000.00
06/27/2012	Transition House	1,000.00
06/27/2012	OX Fam America	1,000.00
06/27/2012	Special Olympics	1,000.00
06/27/2012	Foodbank of Santa Barbara County	500.00
06/27/2012	Family Service Agency of Santa Barbara	500.00
06/27/2012	Colorado College	500.00
06/27/2012	Habitat for Humanity	1,000.00
06/27/2012	Crane Country Day School	500.00
06/27/2012	Santa Barbara Community Foundation	500.00
06/27/2012	The Fund of Santa Barbara	500.00
06/27/2012	Fairview Gardens	500.00
06/27/2012	Westridge School	500.00
06/06/2012	Cal Poly San Luis Obispo	1,000.00
06/06/2012	Santa Barbara Botanic Gardens	1,000.00
06/06/2012	Visiting Nurse and Hospice Care	1,000.00
06/06/2012	Santa Barbara City College Foundation	1,000.00
06/06/2012	Santa Barbara Neighborhood Clinics	1,000.00
06/06/2012	Unity Shoppe Inc.	1,000.00
06/06/2012	Mercy Corps	1,000.00
06/06/2012	Nuclear Age Peace Foundation	1,000.00
06/06/2012	CASA	500.00
06/06/2012	Habitat for Humanity	500.00
06/06/2012	CASA Eeperanza Homeless Center	500.00
06/06/2012	Community Kitchen	500.00
06/06/2012	Child Abuse Listening Mediation (CALM)	500.00
06/06/2012	Transition House	500.00
06/06/2012	Heal the Ocean	500.00
06/06/2012	Family Service Agency of Santa Barbara	500.00
06/06/2012	American Red Cross	500.00

The Turpin Charitable Foundation
Summary of Donations
July 1, 2011 through June 30, 2012
EIN: 95-4419892

Date	Name	Paid Amount
06/06/2012	Easy Lift Transportation	500.00
06/06/2012	Surfaid	500.00
06/06/2012	CEC	500.00
06/06/2012	Foodbank of Santa Barbara County	1,000.00
03/28/2012	Westridge School	2,000.00
04/24/2012	Santa Barbara Art Musem	500.00
04/24/2012	Music Academy of the West	1,500.00
06/07/2012	Parkinson's Institute	100.00
06/07/2012	United Way - Santa Barbara County	2,000.00
06/07/2012	Santa Barbara Museum of Natural History	2,500.00
06/07/2012	Angel Flight West	3,000.00
06/07/2012	Santa Barbara Botanic Gardens	150.00
06/07/2012	Glaza	1,500.00
06/07/2012	Lotusland	500.00
06/07/2012	Lobero Theatre Company	500.00
06/07/2012	Santa Barbara Zoological Foundation	1,000.00
06/07/2012	Habitat for Humanity	450.00
06/07/2012	Cottage Hospital	2,000.00
06/29/2012	Choate Rosemary Hall Foundation	100.00
06/29/2012	Cancer Center of Santa Barbara	4,400.00
06/29/2012	Direct Relief International	5,000.00
06/29/2012	Heal the Ocean	100.00
06/30/2012	Santa Barbara Maritime Museum	1,000.00
06/30/2012	Teddy Bear Cancer Foundation	1,000.00
06/30/2012	Hospice of Santa Barbara	6,000.00
06/30/2012	Santa Barbara Neighborhood Clinics	3,000.00
06/27/2012	United Way - Santa Barbara County	1,500.00
06/27/2012	Direct Relief International	7,000.00
06/27/2012	Heal the Ocean	500.00
06/27/2012	Land Trust for Santa Barbara County	500.00
06/27/2012	Foodbank of Santa Barbara County	500.00
06/27/2012	Fund for Santa Barbara	500.00
06/27/2012	Santa Barbara Museum of Natural History	1,000.00
06/27/2012	Wilderness Youth Project	500.00
06/27/2012	Cancer Center of Santa Barbara	1,000.00
06/27/2012	Amnesty International USA	1,000.00
TOTAL CONTRIBUTIONS		<u>81,300.00</u>