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Form 990-PF

## Return of Private Foundation

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

2011

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

For calendar year 2011, or tax year beginning 10-01-2011, and ending 09-30-2012

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

Name of foundation  
HUTTO PATTERSON CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) 13949 VENTURA BLVD SUITE 215 Room/suite

City or town, state, and ZIP code SHERMAN OAKS, CA 91423

**H** Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 9,346,285** **J** Accounting method  Cash  Accrual  
 Other (specify) (Part I, column (d) must be on cash basis.)

**A** Employer identification number 95-4181302  
**B** Telephone number (see page 10 of the instructions) (818) 921-3988

**C** If exemption application is pending, check here

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

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

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

**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 page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> <input checked="" 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. . . . .	371,312	371,312		
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10	290,908			
b Gross sales price for all assets on line 6a 3,072,338				
7 Capital gain net income (from Part IV, line 2) . . . . .		210,652		
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 <b>Total.</b> Add lines 1 through 11 . . . . .	662,220	581,964		

<b>Revenue</b>	13 Compensation of officers, directors, trustees, etc	87,974	43,988	43,988
<b>Operating and Administrative Expenses</b>	14 Other employee salaries and wages . . . . .			
	15 Pension plans, employee benefits . . . . .			
	16a Legal fees (attach schedule) . . . . .	11,046	11,046	
	b Accounting fees (attach schedule) . . . . .	38,974	19,487	19,487
	c Other professional fees (attach schedule) . . . . .	705	705	
	17 Interest . . . . .			
	18 Taxes (attach schedule) (see page 14 of the instructions)	17,779	15,078	
	19 Depreciation (attach schedule) and depletion . . . . .			
	20 Occupancy . . . . .			
	21 Travel, conferences, and meetings . . . . .			
	22 Printing and publications . . . . .			
	23 Other expenses (attach schedule) . . . . .	5,081	4,260	821
	<b>24 Total operating and administrative expenses.</b>			
	Add lines 13 through 23 . . . . .	161,559	94,564	64,296
	25 Contributions, gifts, grants paid . . . . .	1,123,500		1,123,500
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	1,285,059	94,564	1,187,796
	<b>27 Subtract line 26 from line 12</b>			
	<b>a Excess of revenue over expenses and disbursements</b>	-622,839		
	<b>b Net investment income</b> (if negative, enter -0-) . . . . .		487,400	
	<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .			

	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 . . . . .	342,109	329,779	329,779	
	2 Savings and temporary cash investments . . . . .				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable . . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the 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 . . . . .				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) . . . . .	5,683,167	6,468,640	8,095,592	
	c Investments—corporate bonds (attach schedule) . . . . .	1,628,748	940,080	920,914	
	11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►	707,314				
12 Investments—mortgage loans . . . . .					
13 Investments—other (attach schedule) . . . . .					
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►					
15 Other assets (describe ►					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,361,338	7,738,499	9,346,285		
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	
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds . . . . .	8,361,338	7,738,499		
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions) . . . . .	8,361,338	7,738,499			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	8,361,338	7,738,499			
Net Assets or Fund Balances					

**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	8,361,338
2	Enter amount from Part I, line 27a . . . . .	2	-622,839
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	7,738,499
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	7,738,499

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }		<b>2</b>	210,652
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			<b>3</b>	-54,982
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8				

**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 page 18 of 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	495,538	9,974,737	0 049679
2009	514,322	8,703,164	0 059096
2008	330,174	7,343,855	0 044959
2007	553,376	10,652,836	0 051946
2006	525,300	11,695,522	0 044915

<b>2</b> <b>Total</b> of line 1, column (d).	<b>2</b>	0 250595
<b>3</b> 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	<b>3</b>	0 050119
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	<b>4</b>	8,579,856
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	430,014
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	4,874
<b>7</b> Add lines 5 and 6.	<b>7</b>	434,888
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	1,187,796

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 on page 18

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1	1	4,874
Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>			
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	4,874
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	4,874
6	<b>Credits/Payments</b>		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,000
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	3,000
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	42
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	1,916
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <input checked="" type="checkbox"/> 0   <b>Refunded</b> <input checked="" type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b	No
<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>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input checked="" type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input checked="" type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> CA		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
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 on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

**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 page 20 of the instructions). . . . .	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	Yes	
Website address ► N/A				
14	The books are in care of ► HW LLP	Telephone no ► (818) 921-3988		
	Located at ► 13949 VENTURA BLVD SUITE 215 SHERMAN OAKS CA	ZIP +4 ► 91423		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ►	15		
and enter the amount of tax-exempt interest received or accrued during the year. . . . . ►				
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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

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

**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  <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(2)</b> 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 <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(4)</b> 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 page 22 of the instructions). . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(5)</b> 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	5b
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/> Yes	
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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	6b
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? . . . . . <i>If "Yes" to 6b, file Form 8870.</i>	7b
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? . . . . .	

## 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 page 22 of the instructions)**

List of officers, directors, trustees, foundation managers and their compensation (See page 22 of the instructions.)				
<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account other allowances</b>
CATHERINE HUTTO GORDON 	PRESIDENT 2 50	21,994	0	
PO BOX 80880 SAN MARINO, CA 91118				
EILEEN C HUTTO 	VICE PRESIDE 2 50	21,994	0	
PO BOX 80880 SAN MARINO, CA 91118				
HARRY L HATHAWAY 	TRUSTEE 2 50	21,993	0	
PO BOX 80880 SAN MARINO, CA 91118				
DOUGLAS JOHNSON 	TRUSTEE 2 50	21,993	0	
PO BOX 80880 SAN MARINO, CA 91118				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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				
<b>Total</b> number of other employees paid over \$50,000.				

**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 page 23 of the 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	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . .	

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	8,374,570
b Average of monthly cash balances. . . . .	1b	335,944
c Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
<b>d Total</b> (add lines 1a, b, and c). . . . .	1d	8,710,514
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	8,710,514
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	130,658
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,579,856
<b>6 Minimum investment return.</b> Enter 5% of line 5. . . . .	6	428,993

**Part XI Distributable Amount** (see page 25 of the 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	428,993
2a Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	4,874
b Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c Add lines 2a and 2b. . . . .	2c	4,874
3 Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	424,119
4 Recoveries of amounts treated as qualifying distributions. . . . .	4	
5 Add lines 3 and 4. . . . .	5	424,119
6 Deduction from distributable amount (see page 25 of the instructions). . . . .	6	
<b>7 Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	424,119

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	1,187,796
b Program-related investments—total from Part IX-B. . . . .	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required). . . . .	3a	
b Cash distribution test (attach the required schedule). . . . .	3b	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,187,796
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 page 26 of the instructions). . . . .	5	4,874
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	1,182,922

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				424,119
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006. . . . .				
<b>b</b> From 2007. . . . .				
<b>c</b> From 2008. . . . .				
<b>d</b> From 2009. . . . .	55,256			
<b>e</b> From 2010. . . . .				
<b>f Total</b> of lines 3a through e. . . . .	55,256			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 1,187,796				
<b>a</b> Applied to 2010, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . .				
<b>d</b> Applied to 2011 distributable amount. . . . .				424,119
<b>e</b> Remaining amount distributed out of corpus	763,677			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>	818,933			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . . . .				
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .				
<b>9</b> <b>Excess distributions carryover to 2012.</b> Subtract lines 7 and 8 from line 6a . . . . .	818,933			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007. . . . .				
<b>b</b> Excess from 2008. . . . .				
<b>c</b> Excess from 2009. . . . .	55,256			
<b>d</b> Excess from 2010. . . . .				
<b>e</b> Excess from 2011. . . . .	763,677			

**Part XIV** **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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. <span style="float: right;">►</span>				
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5).				
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year <span style="float: right;">(e) Total</span>			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008
b 85% of line 2a.				
c Qualifying distributions from Part XII, line 4 for each year listed.				
d Amounts included in line 2c not used directly for active conduct of exempt activities.				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets.				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).				
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

**Part XV** **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**

## 1 Information Regarding Foundation Managers:

**2. 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) )
- 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

## 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 page 28 of the 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	1,123,500
<b>b Approved for future payment</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3b	673,000

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**

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 or**

**b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization. . . . .
- (2) Purchases of assets from a noncharitable exempt organization. . . . .
- (3) Rental of facilities, equipment, or other assets. . . . .
- (4) Reimbursement arrangements. . . . .
- (5) Loans or loan guarantees. . . . .
- (6) Performance of services or membership or fundraising solicitations. . . . .

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.**

**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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

**(a) Line No**      **(b) Amount involved**      **(c) Name of noncharitable exempt organization**      **(d) Description of transfers, transactions, and sharing arrangements**

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  Yes  No

**b** If "Yes," complete the following schedule

**(a) Name of organization** \_\_\_\_\_ **(b) Type of organization** \_\_\_\_\_ **(c) Description of relationships** \_\_\_\_\_

<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 or fiduciary) is based on all information of which preparer has any knowledge.</p>				
<p>***** Signature of officer or trustee</p>		<p>2013-05-10 Date</p>	<p>***** Title</p>	
<p><b>Paid Preparer's Use Only</b></p>	<p>Preparer's Signature  LOUIS N HAMEL CPA</p>		<p>Date 2013-05-15</p>	<p>Check if self-employed <input checked="" type="checkbox"/></p>
	<p>Firm's name </p>		<p>Firm's EIN </p>	
	<p>Firm's address </p>		<p>Phone no (818) 921-3980</p>	

May the IRS discuss this return with the preparer shown above? See instructions . . . . .  Yes  No

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
ABBOTT LABS	P	2011-09-20	2011-11-21
CHEVRON CORP	P	2011-09-20	2011-10-04
GE CAPITAL INTERNOTES	P	2007-09-25	2012-09-15
KIMBERLY CLARK CORP	P	2004-03-19	2012-01-20
SOUTHERN CO	P	1997-02-04	2011-11-18
ABBOTT LABS	P	1992-06-19	2012-01-10
CHEVRON CORP	P	1995-07-07	2011-11-15
	P		
KIMBERLY CLARK CORP	P	2009-05-22	2012-01-20
TOTAL S A FRANCE	P	2010-09-09	2011-11-18
ABBOTT LABS	P	1997-01-16	2012-01-10
CHEVRON CORP	P	2011-10-06	2011-11-21
GENERAL MOTORS	P	2012-01-27	2012-03-21
KINDER MORGAN ENERGY	P	2012-02-10	2012-07-06
TRANSOCEAN LTD	P	2012-01-27	2012-03-21
ABBOTT LABS	P	2004-03-19	2012-01-10
CHEVRON CORP	P	1995-01-07	2012-01-20
GENL ELEC CAP CORP	P	2004-03-19	2011-11-09
LEGACY RESERVES	P	2011-11-08	2012-03-09
UBS AG	P	2010-10-27	2011-10-31
ABBOTT LABS	P	2004-03-19	2012-01-10
CRESTWOOD MIDSTREAM	P	2012-01-10	2012-03-09
GENL ELECTRIC CO	P	2011-09-20	2011-11-21
MARKWEST ENERGY	P	2011-12-14	2012-03-09
VANGUARD NAT RESOURCES	P	2012-01-19	2012-03-09
ANNALY CAPITAL	P	2011-10-04	2011-10-01
DENTSPLY INTL INC	P	2005-07-13	2012-01-20
HSBC FIN CORP INTERNOTES	P	2009-07-23	2012-07-15
NOVARTIS AG SPON AD	P	2011-09-20	2011-11-21
VERIZON COMMUNICATION	P	2011-08-18	2011-11-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
ANNALY CAPITAL	P	2011-10-07	2011-11-21
DENTSPLY INTL INC	P	2011-09-20	2011-10-04
JP MORGAN CHASE	P	2011-08-18	2011-10-04
NOVARTIS AG SPON AD	P	2011-11-22	2012-01-23
VERIZON COMMUNICATIONS	P	2009-12-29	2012-01-05
ANNALY CAPITAL	P	2011-07-11	2011-12-16
DEUTSCHE BANK AG	P	2011-05-13	2011-11-18
JP MORGAN CHASE	P	2010-10-13	2011-10-19
ONEOK PARTNERS LP	P	2012-02-28	2012-03-09
VERIZON COMMUNICATIONS	P	2010-04-07	2012-01-05
ANNALY CAPITAL	P	2011-10-06	2011-12-16
DEUTSCHE BANK AG	P	2011-02-14	2012-02-21
JP MORGAN CHASE	P	2011-08-29	2012-02-29
PLAINS ALL AMER	P	2012-02-10	2012-07-06
VERTEX PHARMACEUTICAL	P	2012-03-09	2012-08-21
BANK OF MONTREAL	P	2011-10-04	2011-10-04
DU PONT DE NEMOURS	P	2011-09-20	2011-10-04
JP MORGAN CHASE	P	2011-08-12	2012-08-17
ROYAL BANK OF CANADA	P	2011-07-22	2012-01-27
ADJUSTMENT TO CURRENT YEAR BASIS	P	2010-10-01	2011-10-01
BANK OF MONTREAL	P	2011-10-06	2011-11-21
ENERGY TRANSFER	P	2011-12-07	2012-07-06
JP MORGAN CHASE	P	2011-08-19	2012-08-24
ROYAL BANK OF CANADA	P	2011-09-23	2012-03-29
WYNN RESORTS	P	2012-08-10	2012-08-13
BANK OF MONTREAL	P	2011-11-22	2011-12-19
ENERGY TRANSFER PAR	P	2011-08-18	2011-10-04
JP MORGAN CHASE CO	P	2011-10-06	2011-11-21
ROYAL BANK OF CANADA	P	2011-09-16	2012-09-21
BNP PARIBAS US LLC	P	2010-04-05	2011-11-04

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
ENERGY TRANSFER PRTN	P	2011-05-25	2012-01-20
KAYNE ANDERSON	P	2012-02-29	2012-03-09
ROYAL DUTCH SHELL PLC	P	1997-09-04	2012-01-20
CERNER CORP	P	2012-03-09	2012-05-21
EXXON MOBIL CORP	P	2011-09-20	2011-11-21
KELLOGG CO	P	2010-10-27	2012-01-18
ROYAL DUTCH SHELL PLC	P	2004-03-19	2012-01-20
CHESAPEAKE ENERGY	P	2012-04-16	2012-05-14
EXXON MOBIL CORP	P	1994-03-30	2012-01-20
KIMBERLY CLARK CORP	P	2011-09-20	2011-11-21
ROYAL DUTCH SHELL PLC	P	2009-05-22	2012-01-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
614			614
1,597		489	1,108
50,000		50,380	-380
21,154		18,471	2,683
43,237		13,504	29,733
27,404		6,720	20,684
30,174		8,034	22,140
49,359		36,675	12,684
97,057		100,288	-3,231
10,962		5,264	5,698
1,207			1,207
21,557		23,736	-2,179
80,631		88,370	-7,739
21,557		23,736	-2,179
5,481		3,848	1,633
73,727		18,746	54,981
150,000		152,254	-2,254
20,272		20,195	77
49,956		49,956	
10,962		7,688	3,274
8,433		9,219	-786
986			986
17,968		16,275	1,693
13,830		13,855	-25
395		132	263
35,368		26,722	8,646
50,000		50,000	
1,499			1,499
1,490			1,490

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
445			445
1,837		439	1,398
2,465		56	2,409
597			597
37,094		31,826	5,268
15,956		17,700	-1,744
49,957		49,957	
99,929		99,929	
16,720		17,781	-1,061
37,094		28,848	8,246
15,956		16,253	-297
24,985		24,985	
49,979		49,979	
81,574		79,826	1,748
32,198		25,527	6,671
1,254		244	1,010
737		94	643
49,990		49,990	
24,970		24,970	
		35,382	-35,382
1,107		244	863
66,756		67,195	-439
24,948		24,948	
99,917		99,917	
35,227		42,488	-7,261
1,352			1,352
509		69	440
1,097			1,097
99,988		99,988	
98,995		102,375	-3,380

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
90,760		92,665	-1,905
15,118		15,755	-637
21,272		4,105	17,167
30,864		31,330	-466
772			772
101,365		98,783	2,582
35,453		24,047	11,406
23,356		45,186	-21,830
80,551		16,140	64,411
566			566
14,181		10,538	3,643

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

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

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			614
			1,108
			-380
			2,683
			29,733
			20,684
			22,140
			12,684
			-3,231
			5,698
			1,207
			-2,179
			-7,739
			-2,179
			1,633
			54,981
			-2,254
			77
			3,274
			-786
			986
			1,693
			-25
			263
			8,646
			1,499
			1,490

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			445
			1,398
			2,409
			597
			5,268
			-1,744
			-1,061
			8,246
			-297
			1,748
			6,671
			1,010
			643
			-35,382
			863
			-439
			-7,261
			1,352
			440
			1,097
			-3,380

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-1,905
			-637
			17,167
			-466
			772
			2,582
			11,406
			-21,830
			64,411
			566
			3,643

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
LOS ANGELES COUNTY BAR FOUNDATION1055 W SEVENTH ST 2700 LOS ANGELES, CA 90017			DOMESTIC VIOLENCE/DISPUTE RESOLUTION	10,000
OCCIDENTAL COLLEGE1600 CAMPUS RD LOS ANGELES, CA 90041			ACADEMIC LIBRARY ARCHITECTURAL EXP	50,000
VERBUM DEI HIGH SCHOOL11100 S CENTRAL AVE LOS ANGELES, CA 90059			ADOPT-A-STUDENT PROGRAM	4,500
UC BERKELEY-HEWLETT CHALLENGE2080 ADDISON STREET BERKELEY, CA 94720			FACULTY, STUDENT, DEPARTMENTS, PROGR	800,000
UC BERKELEY EARLY CHILDHOOD ED2440 BANCROFT WAY STE 203 BERKELEY, CA 94720			SCHOLARSHIPS FOR EARLY CHILDHOOD ED	100,000
THE FACULTY CLUB CAMPAIGN-BERKELEY1 FACULTY CLUB BERKELEY, CA 94720			RENOVATION/PRESERVATION OF FACILITY	25,000
USC SCHOOL OF SOCIAL WORK USC- SCHOOL OF SOCIAL WOR LOS ANGELES, CA 90089			STUDENT SCHOLARSHIP IN MSW PROGRAM	50,000
CALIFORNIA SCIENCE CENTER 700 EXPOSITION PARK DRIVE LOS ANGELES, CA 90037			COMMUNITY YOUTH PROGRAMS	20,000
PASADENA CITY COLLEGE1570 E COLORADO BLVD PASADENA, CA 91106			DEVELOPMENT OF CENTER FOR ARTS	50,000
UC BERKELEY-CLASS OF 1973 2080 ADDISON STREET BERKELEY, CA 94720			REUNION CAMPAIGN	6,000
CALTECH551 S HILL AVENUE PASADENA, CA 91106			AID CALTECH ONGOING OPERATION	3,000
LIBRARY FOUNDATION OF LOS ANGELES63 WEST FIFTH STREET LOS ANGELES, CA 90071			COMMUNITY PROGRAM	5,000
<b>Total . . . . .</b>			<b>► 3a</b>	<b>1,123,500</b>

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b Approved for future payment</b>				
CALIFORNIA SCIENCE CENTER 700 EXPOSITION PARK DRIVE LOS ANGELES, CA 90037			COMMUNITY YOUTH PROGRAMS	20,000
CALTECH 551 S HILL AVENUE PASADENA, CA 91106			AID CALTECH'S ONGOING OPERATIONS	9,000
GOOD SAMARITAN HOSPITAL 1225 WILSHIRE BLVD LOS ANGELES, CA 90017			COMMUNITY PROGRAM	40,000
LIBRARY FOUNDATION OF LOS ANGELES 63 WEST FIFTH STREET LOS ANGELES, CA 90071			COMMUNITY PROGRAM	15,000
LOS ANGELES COUNTY BAR 1055 W 7TH ST STE 2700 LOS ANGELES, CA 90017			DOMESTIC VIOLENCE PROJECT	10,000
MONROVIA SCHOOLS FOUNDATION PO BOX 2447 MONROVIA, CA 91017			MUSIC PROGRAM	20,000
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD LOS ANGELES, CA 90041			ACADEMIC COMMONS PROGRAM	50,000
PASADENA CITY COLLEGE 1570 E COLORADO BLVD PASADENA, CA 91106			DEVELOPMENT OF THE CTR FOR THE ARTS	150,000
UC BERKELEY SOCIAL WELFARE SCH 2080 ADDISON STREET BERKELEY, CA 94720			SCHOOL OF SOCIAL WELFARE	150,000
UC BERKELEY CTR FOR EARLY CHILD ED 2080 ADDISON STREET BERKELEY, CA 94720			SCHOLARSHIPS FOR LOW INCOME CHILDREN	200,000
VERBUM DEI HIGH SCHOOL 11100 S CENTRAL AVE LOS ANGELES, CA 90059			ADOPT-A-STUDENT PROGRAM	9,000
<b>Total</b>				673,000
			<b>► 3b</b>	

## TY 2011 Accounting Fees Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	38,974	19,487		19,487

## TY 2011 Compensation Explanation

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Person Name	Explanation
CATHERINE HUTTO GORDON	
EILEEN C HUTTO	
HARRY L HATHAWAY	
DOUGLAS JOHNSON	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2011 Depreciation Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	2009-05-28	707,314			30 0000				

**Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.**

## **TY 2011 Gain/Loss from Sale of Other Assets Schedule**

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

## TY 2011 Investments Corporate Bonds Schedule

**Name:** HUTTO PATTERSON CHARITABLE FOUNDATION  
**EIN:** 95-4181302

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ESCROW GENL MOTORS CORP		
JPMORGAN CHASE& CO NTS 5.75% 1-02-13	112,754	101,303
FORD MOTOR CREDIT CO 7.00% 10-01-13	101,255	105,704
HSBC FIN COP INTENOTES 5.00%07-15-14	50,000	51,761
BK OF AMER CORP NTS B/E 03-31-21	50,303	48,421
PRUDENTIAL FIN INC 5.85% 09/15/42	104,683	102,500
BLACKROCK HIGH YLD BOND C	135,622	142,377
HIGHMARK BOND FND CLASS C	131,279	133,183
ESCROW GENERAL MOTORS		
BARCLAYS DBL SHORT LEV SEC BCAP 30YR	49,728	19,090
PIMCO ALL ASSETS ALL AUTH-C	101,419	105,052
PRINCIPAL GLOBAL DIVERSIFIED INCOME	103,037	111,523
FROM PRIOR YEAR		

**TY 2011 Investments Corporate  
Stock Schedule**

**Name:** HUTTO PATTERSON CHARITABLE

FOUNDATION

**EIN:** 95-4181302

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ABBOTT LABS	53,540	68,560
AIR PROD & CHEMICAL INC	42,282	41,350
ALLIANZ SE ADR	126,381	118,700
ALL STATE CORP	19,973	39,610
AMER NATL INSURANCE CO	46,298	35,915
AQUA AMER INC	43,125	61,900
ASTRAZENECA PLC SPON ADR	95,873	95,720
AT&T INC	57,480	75,400
ATLANTIC PWR CORP NEW CAD	34,153	37,400
ATMOS ENERGY CORP	89,734	107,370
AUS & NZLD BKG GRP LTD SPONSRD ADR	80,905	128,465
BANK OF MONTREAL CANADA	123,648	177,120
BANK OF NOVA SCOTIA CANADA CAD	81,406	164,460
BANK OF AMER CORP	332,436	169,801
BARCLAYS PLC ADR	328,906	166,440
BASF SE SPON ADR	61,260	169,060
BAXTER INTL INC	17,049	72,324
BAYER A G SPON ADR	60,251	85,890
BHP BILLITON LTD SPON ADR	43,832	68,610
BNP PARIBAS SA ADR	83,710	71,130
BRISTOL MYERS SQUIBB CO	55,720	67,500
CHEVRON COPR	45,060	116,560
CLEAN HARBORS INC	49,121	48,850
CLOROX CO	70,826	72,050
COCA COLA CD COM	31,585	37,930
COLGATE PALMOLIVE	59,950	107,220
DENT SPLY INTL INC	54,250	76,280
DEUTSCHE BANK AG REG SHS ORD EUR	47,629	32,908
DIAGEO PLC NEW GB SPON ADR	86,600	112,730
DOW CHEMICAL	107,513	101,343

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DU PONT DE NEMOURS	73,935	100,540
ENI SPA IT SPON ADR	151,875	131,520
EXXON MOBIL CORP	32,280	182,900
FORD MOTOR CO COM NEW	46,077	29,393
GALLAGHER ARTHUR J & CO	80,355	143,280
GENERAL MOTORS CO	178	410
GENL ELECTRIC CO	194,118	136,260
GLAXO SMITHKLINE PLC ADR	45,946	46,240
HARTFORD FINCL SERVICES GROUP INC	95,351	69,517
HAWAIIAN ELECTRIC INDS INC	78,528	78,930
HONEYWELL INTL INC	75,191	119,500
HSBC HOLDINGS PLC NEW GB SPON ADR	108,613	104,535
ILLUMINA INC	25,650	24,095
INTL BUSINESS MACH	28,648	207,450
JOHNSON & JOHNSON COM	25,398	68,910
JP MORGAN CHASE & CO	201,386	242,880
KIMBERLY CLARK CORP	95,652	128,670
LILLY ELI & CO	144,517	189,640
MERCK & CO INC NEW COM	24,975	112,738
METLIFE INC	78,806	68,920
NATIONAL GRID PLC NEW SPON ADR	86,640	110,720
NESTLE 5 A SPONSORED ADR	79,302	316,050
NEW YORK CMNTY BANCORP	81,286	84,960
NOVARTIS AG SPON ADR	164,252	245,040
OLD REPUBLIC INTL CORP	70,462	46,500
PRZER INC	87,022	99,400
PROLOGISINC COM	47,091	46,905
RAYTHEON CO NEW	9,505	22,864
ROCHE HLDG LTD SPONS ADR SWITZ ADR	43,166	46,990
ROYAL BANK OF CANADA CAD	158,708	172,230

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROYAL DUTCH SHELL PLC CL A SPON ADR	174,234	208,230
SCOR SPON ADR	111,989	100,000
SEADRILL LTD US LINE	43,886	78,440
SEMPRA ENERGY	80,700	161,225
SOUTHERN CO	62,003	92,180
STERICYCLE CYCLE	44,172	45,242
SWISS RE LTD SPON ADR	174,875	225,995
TELEFONICA S A SPON ADR	42,852	27,888
TOTAL S.A. FRANCE SPON ADR	103,263	100,200
TRANSCANADA CORP (HOLDING CO) CAD	44,317	45,500
VODAFONE GROUP PLC NEW SPON ADR	57,904	57,000
WALT DISNEY CO(HOLDING CO) DISNEYCOM	11,480	104,560
WASTE MGMT INC NEW	38,660	32,080
WELLS FARGO & CO NEW	28,858	34,530
3M CO	72,740	138,630
JP MORGAN CHASE 10/19/12 8.00%	99,997	100,085
JP MORGAN CHASE 10/31/12 9.20%	49,961	50,007
UBS AG 12/10/2012 13.45%	99,969	102,563
FAMCO MLP& ENERGY INCOME FND CLASS C	100,000	104,954
HIGHMARK GENEVA GROWTH CLASS C	35,796	39,816
WP CAREY & CO LLC MLP	89,083	98,000
WRNTS GENERAL MOTORS CO	206	234
WRNTS GENERAL MOTORS CO	160	140
HIGHMARK GENEVA SMALL CAP C	36,126	41,510
FROM PRIOR YEAR		

## TY 2011 Investments - Land Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category / Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
907 DOMINGO PROPERTY				

## TY 2011 Legal Fees Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	11,046			

## TY 2011 Other Expenses Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ACCRUED INTEREST	-207	-207		
INVESTMENTS PROPERTY EXPENSE	1,600	1,600		
BANK CHARGES	711	711		
BOARD MEETINGS	1,643	822		821
MEMBERSHIP DUES	1,259	1,259		
OTHER EXPENSE	75	75		

## TY 2011 Other Professional Fees Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ACCOUNT SERVICE FEES	164	164		
MANAGEMENT FEES	541	541		

## TY 2011 Taxes Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL	2,691			
FOREIGN	15,078	15,078		
STATE	10			

## TY 2011 IRS Payment

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

**Routing Transit Number:**

**Bank Account Number:**

**Type of Account:** Checking

**Payment Amount in Whole  
Dollars:** 1,916

**Requested Payment Date:** 2013-05-15

**Taxpayer's Daytime Phone  
Number:** (818) 921-3988