Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2012

For calendar year 2012, or tax year beginning , 2012, and ending ,

Marvin Buzz Oates Charitable Foundation
8615 Elder Creek Road
Sacramento, CA 95828

A Employer identification number
26-1481981

B Telephone number (see the instructions)
916 379-3800

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 ► ☐

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 15,031,657.

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

Part I	**Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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 (att sch)				
2	Ck ► ☒ if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	110,157.	110,157.	N/A	
4	Dividends and interest from securities	239,145.	239,145.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	6,155.			
b	Gross sales price for all assets on line 6a 1,659,896.				
7	Capital gain net income (from Part IV, line 2)		6,697.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	355,457.	355,999.		
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 sch) See St 1	9,321.	4,660.		4,661.
c	Other prof fees (attach sch) See St 2	49,183.	49,183.		
17	Interest				
18	Taxes (attach schedule)(see instrs) See Stm 3	2,061.	140.		591.
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 4	4,840.			4,840.
24	**Total operating and administrative expenses.** Add lines 13 through 23	65,405.	53,983.		10,092.
25	Contributions, gifts, grants paid Part XV	947,500.			947,500.
26	**Total expenses and disbursements.** Add lines 24 and 25	1,012,905.	53,983.		957,592.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-657,448.			
b	**Net investment income** (if negative, enter 0)		302,016.		
c	**Adjusted net income** (if negative, enter 0)				

(Side labels: REVENUE; OPERATING AND ADMINISTRATIVE EXPENSES)

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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	178,201.	151,101.	151,101.
	2	Savings and temporary cash investments	4,364,087.	1,014,913.	1,014,913.
	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 sch) ►			
		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) Statement 5	983,394.	259,376.	259,376.
	b	Investments – corporate stock (attach schedule) Statement 6	3,469,721.	4,913,099.	4,913,099.
	c	Investments – corporate bonds (attach schedule) Statement 7	2,453,095.	2,807,327.	2,807,327.
	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) Statement 8	3,562,977.	5,885,841.	5,885,841.
	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)	15,011,475.	15,031,657.	15,031,657.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	15,011,475.	15,031,657.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	15,011,475.	15,031,657.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	15,011,475.	15,031,657.	

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	15,011,475.
2	Enter amount from Part I, line 27a	2	-657,448.
3	Other increases not included in line 2 (itemize) ► See Statement 9	3	677,630.
4	Add lines 1, 2, and 3	4	15,031,657.
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	15,031,657.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Statement 10			
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (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	6,697.
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	3	-14,225.

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 (column (b) divided by column (c))
2011	806,437.	15,039,362.	0.053622
2010	798,670.	15,088,847.	0.052931
2009	769,217.	7,522,241.	0.102259
2008	246,182.	6,886,156.	0.035750
2007		18,890.	

2	**Total** of line 1, column (d)	2	0.244562
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	0.048912
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	15,313,517.
5	Multiply line 4 by line 3	5	749,015.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,020.
7	Add lines 5 and 6	7	752,035.
8	Enter qualifying distributions from Part XII, line 4	8	957,592.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1 Date of ruling or determination letter. _ _ _ _ _ _ _ **(attach copy of letter if necessary – see instrs)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ 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, column (b)			1	3,020.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	3,020.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,020.
6 Credits/Payments				
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	3,775.		
b Exempt foreign organizations – tax withheld at source	6 b			
c Tax paid with application for extension of time to file (Form 8868)	6 c			
d Backup withholding erroneously withheld	6 d			
7 Total credits and payments Add lines 6a through 6d			7	3,775.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	755.
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ►	755.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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?	1 a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1 c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a 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*	8 b	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

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

Website address ► N/A

14 The books are in care of ► Mike Stodden Telephone no ► 916 379-3800

Located at ► 8615 Elder Creek Road Sacramento CA ZIP + 4 ► 95828

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

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

			Yes	No
1 a	During the year did the foundation (either directly or indirectly)			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b		X
	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 2012?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
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)	2 b	N/A	
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__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 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 2012)*	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b		X

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

5 a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☒ **No**

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☒ **No**

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☒ **No**

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☒ **No**

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☒ **No**

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5 b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ **Yes** ☐ **No**

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☒ **No**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6 b** No: X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☒ **No**

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7 b**

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
See Statement 11		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 ► 0

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

3 Five highest-paid independent contractors for professional services (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 ►		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see 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 instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes				
a	Average monthly fair market value of securities			1 a	15,368,048.
b	Average of monthly cash balances			1 b	178,670.
c	Fair market value of all other assets (see instructions)			1 c	
d	**Total** (add lines 1a, b, and c)			1 d	15,546,718.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	15,546,718.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	233,201.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	15,313,517.
6	**Minimum investment return.** Enter 5% of line 5			6	765,676.

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	765,676.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	3,020.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2 b			
c	Add lines 2a and 2b			2 c	3,020.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	762,656.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	762,656.
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	762,656.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1 a	957,592.
b	Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	957,592.
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)	5	3,020.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	954,572.

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 2011	**(c)** 2011	**(d)** 2012
1 Distributable amount for 2012 from Part XI, line 7					762,656.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				0.	
b Total for prior years 20 ___, 20 ___, 20 ___			0.		
3 Excess distributions carryover, if any, to 2012					
a From 2007					
b From 2008					
c From 2009	300,802.				
d From 2010	48,046.				
e From 2011	38,457.				
f Total of lines 3a through e		387,305.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 957,592.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2012 distributable amount					762,656.
e Remaining amount distributed out of corpus		194,936.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		582,241.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount – see instructions			0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		582,241.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009	300,802.				
c Excess from 2010	48,046.				
d Excess from 2011	38,457.				
e Excess from 2012	194,936.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ►

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

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** 'Assets' alternative test – enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

Marvin Buzz Oates

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

None

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 12				
Total			► **3a**	947,500.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	110,157.	
4 Dividends and interest from securities			14	239,145.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	6,155.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				355,457.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 355,457.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

5/9/13 Treasurer

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Sharon Zorbach	Sharon Zorbach	5/8/13		P00125475

Firm's name ▶ Deloitte Tax LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 225 West Santa Clara Street, San Jose, CA 95113 — Phone no (408) 704-4000

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	$ 9,321.	$ 4,660.		$ 4,661.
Total	$ 9,321.	$ 4,660.		$ 4,661.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advisory Fees	$ 49,183.	$ 49,183.		
Total	$ 49,183.	$ 49,183.		$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal taxes	$ 1,330.			
Foreign taxes	140.	$ 140.		
State tax	591.			$ 591.
Total	$ 2,061.	$ 140.		$ 591.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues & Subscriptions	$ 695.			$ 695.
Repairs & Maintenance	4,145.			4,145.
Total	$ 4,840.	$ 0.		$ 4,840.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
Government Bonds	Mkt Val	$ 259,376.	$ 259,376.
		$ 259,376.	$ 259,376.
	Total	$ 259,376.	$ 259,376.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate Stock	Mkt Val	$ 4,913,099.	$ 4,913,099.
	Total	$ 4,913,099.	$ 4,913,099.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Corporate Bonds	Mkt Val	$ 2,807,327.	$ 2,807,327.
	Total	$ 2,807,327.	$ 2,807,327.

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Investments			
Church Extension Plan	Mkt Val	$ 1,019,535.	$ 1,019,535.
	Total Other Investments	$ 1,019,535.	$ 1,019,535.
Other Securities			
Mutual Funds	Mkt Val	4,866,306.	4,866,306.
	Total Other Securities	$ 4,866,306.	$ 4,866,306.
	Total	$ 5,885,841.	$ 5,885,841.

Statement 9
Form 990-PF, Part III, Line 3
Other Increases

Unrealized Gains on Investments		$ 677,630.
	Total	$ 677,630.

Statement 10
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	100000 CA St for previous issues	Purchased	9/28/2011	3/01/2012
2	50000 Bank of America Crp Mtn	Purchased	3/22/2010	2/06/2012
3	300000 CA St for previous issues	Purchased	Various	3/01/2012
4	300000 IL St for Issues dtd <1/16/10	Purchased	6/17/2010	4/10/2012
5	15 IShares Russell Midcap Value Ind Fd	Purchased	8/21/2009	4/13/2012
6	50 IShares Russell Midcap Growth	Purchased	9/22/2008	4/13/2012
7	35 IShares Russell 1000 Growth	Purchased	7/30/2008	4/13/2012
8	17 IShares TR Russell 2000 Growth	Purchased	8/21/2009	4/13/2012
9	30 IShares TR Russell 2000 Growth	Purchased	Various	4/13/2012
10	80 Barclays Bk PLC	Purchased	3/01/2012	3/06/2012
11	161 Currency Shares Australian	Purchased	3/15/2012	3/20/2012
12	366 IShares Silver Trust	Purchased	2/22/2012	2/29/2012
13	725 ishares MSCI Japan Index Fd	Purchased	3/15/2012	3/21/2012
14	279 IShares MSCI Emerging Mkts	Purchased	2/27/2012	2/29/2012
15	208 IShares Barclays 20+ yr Tr Bd	Purchased	Various	1/25/2012
16	235 Ishares Barclays 7-10 yr Tr Bd	Purchased	11/07/2011	2/28/2012
17	233 Ishares Barclays 7-10 yr Tr Bd	Purchased	Various	2/29/2012
18	58 IShares Barclays 1-3 yr Tr Bd	Purchased	11/30/2011	2/24/2012
19	144 ishares russell 2000 index fd	Purchased	3/19/2012	3/20/2012
20	126 IShares Barclays 10-20 yr Tr Bd	Purchased	Various	2/16/2012
21	151 IShares Barclays 10-20 yr Tr Bd	Purchased	Various	2/21/2012
22	153 ishares Barclays Short Treas	Purchased	Various	3/21/2012
23	677 Market Vectors Gold Miners	Purchased	1/25/2012	2/03/2012
24	659 Market Vectors Gold Miners	Purchased	2/21/2012	2/29/2012
25	397 Powershares DB Precious Metals	Purchased	2/21/2012	2/29/2012
26	1129 Powershares DB US Dollar Index Fd	Purchased	Various	3/21/2012
27	421 Proshares Short Financials	Purchased	1/26/2012	2/01/2012
28	265 Proshares Short MSCI	Purchased	3/02/2012	3/15/2012
29	365 Proshares Short S&P500	Purchased	12/28/2011	1/05/2012
30	669 Proshares Short S&P500	Purchased	2/29/2012	3/15/2012
31	473 Proshares Short QQQ	Purchased	12/28/2011	1/05/2012
32	394 Proshares Short DOW30	Purchased	1/31/2012	2/01/2012
33	267 Proshares Short Russell2000	Purchased	3/06/2012	3/15/2012
34	366 PRoshares Short 20+ yr treas	Purchased	2/16/2012	3/02/2012
35	385 PRoshares Short 20+ yr treas	Purchased	Various	3/06/2012
36	525 SPDR SER TR	Purchased	5/12/2011	3/21/2012
37	60 Vanguard Bond Index Funds	Purchased	11/30/2011	2/27/2012
38	60 Vanguard Bond Index Funds	Purchased	3/15/2012	3/21/2012
39	173 Phillips 66	Purchased	Various	6/07/2012
40	46 American Express	Purchased	3/26/2012	4/30/2012
41	1 Apple Inc	Purchased	3/26/2012	4/17/2012
42	1 Apple Inc	Purchased	3/26/2012	5/17/2012
43	97 BG Group PLC SPon ADR	Purchased	3/26/2012	5/16/2012
44	5 Biogen Idec Inc	Purchased	3/26/2012	4/20/2012
45	8 Borgwarner Inc	Purchased	3/26/2012	5/15/2012
46	33 Coach Inc	Purchased	3/26/2012	6/07/2012

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
47	21 Cognizant Tech Solutions	Purchased	3/26/2012	5/18/2012
48	38 Cognizant Tech Solutions	Purchased	Various	6/11/2012
49	6 EOG Resources	Purchased	3/26/2012	4/24/2012
50	11 EOG Resources	Purchased	3/26/2012	6/18/2012
51	15 EOG Resources	Purchased	3/26/2012	6/21/2012
52	7 Edwards Lifesciences	Purchased	3/26/2012	6/18/2012
53	6 Edwards Lifesciences	Purchased	3/26/2012	6/20/2012
54	11 Edwards Lifesciences	Purchased	3/26/2012	6/26/2012
55	86 Fifth Third Bancorp	Purchased	3/26/2012	6/01/2012
56	21 Gilead Sciences Inc	Purchased	3/26/2012	5/09/2012
57	2 Google Inc	Purchased	3/26/2012	4/30/2012
58	33 JPMorgan Chase	Purchased	3/26/2012	5/07/2012
59	92 JPMorgan Chase	Purchased	3/26/2012	6/11/2012
60	40 Johnson & Johnson	Purchased	3/26/2012	4/17/2012
61	85 Juniper Networks	Purchased	3/26/2012	4/25/2012
62	44 Kohls Corp	Purchased	3/26/2012	5/16/2012
63	19 Las Vegas Sands Corp	Purchased	3/26/2012	6/26/2012
64	19 McDonalds	Purchased	3/26/2012	4/19/2012
65	23 McDonalds	Purchased	3/26/2012	5/08/2012
66	9 National Oilwell Varco	Purchased	3/26/2012	4/25/2012
67	29 National Oilwell Varco	Purchased	3/26/2012	5/09/2012
68	19 NetApp Inc	Purchased	3/27/2012	5/18/2012
69	76 NetApp Inc	Purchased	3/27/2012	6/11/2012
70	25 Netflix	Purchased	3/26/2012	5/31/2012
71	23 Occidental Petroleum	Purchased	3/26/2012	6/11/2012
72	46 Oracle	Purchased	3/26/2012	6/21/2012
73	9 Proctor & Gamble	Purchased	3/26/2012	6/20/2012
74	8 Rockwell Automation	Purchased	3/26/2012	4/25/2012
75	15 Rockwell Automation	Purchased	3/26/2012	6/26/2012
76	4 Salesforce.com	Purchased	3/26/2012	4/19/2012
77	14 Sandisk Corp	Purchased	3/26/2012	4/30/2012
78	15 Sandisk Corp	Purchased	3/26/2012	5/17/2012
79	25 Sandisk Corp	Purchased	3/26/2012	6/26/2012
80	32 Sigma-Aldrich Corp	Purchased	3/26/2012	4/16/2012
81	12 Starwood Hotels & Resorts	Purchased	3/26/2012	4/25/2012
82	19 Starwood Hotels & Resorts	Purchased	3/26/2012	5/18/2012
83	11 Starwood Hotels & Resorts	Purchased	3/26/2012	6/26/2012
84	65 TimeWarner	Purchased	3/26/2012	3/27/2012
85	14 United Technologies Corp	Purchased	3/26/2012	4/23/2012
86	13 Verifone Systems	Purchased	3/26/2012	4/20/2012
87	29 Verifone Systems	Purchased	3/26/2012	4/27/2012
88	35 Allergan Inc	Purchased	3/26/2012	7/31/2012
89	5 Apple Inc	Purchased	3/26/2012	7/25/2012
90	53 Estee Lauder Co	Purchased	3/26/2012	7/11/2012
91	102 Intel Corp	Purchased	3/26/2012	7/12/2012
92	58 Mead Johnson	Purchased	3/26/2012	7/11/2012
93	36 Rockwell Automation	Purchased	3/26/2012	7/18/2012
94	14 Salesforce.com	Purchased	3/26/2012	7/30/2012
95	18 Tyson Foods Inc	Purchased	3/26/2012	7/17/2012
96	38 Yum Brands	Purchased	3/26/2012	7/10/2012
97	61 IShares Russell 1000 Growth	Purchased	7/30/2008	8/24/2012
98	180 IShares Russell 1000 Growth	Purchased	Various	8/24/2012
99	5000 ishares russell 2000 index fd	Purchased	9/19/2008	8/24/2012
100	10 ishares russell 2000 index fd	Purchased	8/21/2009	8/24/2012
101	24 IShares Russell Midcap Growth	Purchased	8/21/2009	8/24/2012
102	27 Vanguard MSCI EAFE ETF	Purchased	6/04/2010	8/24/2012

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
103	5 Apple Inc	Purchased	3/26/2012	7/25/2012
104	89 Comerica Inc	Purchased	3/26/2012	8/21/2012
105	34 Edwards Lifesciences	Purchased	3/26/2012	8/13/2012
106	29 Monsanta Co	Purchased	3/26/2012	8/23/2012
107	43 Praxair Inc	Purchased	3/26/2012	8/28/2012
108	163 Tyson Foods Inc	Purchased	3/26/2012	8/21/2012
109	239 Bristol Myers Squibb Co	Purchased	6/29/2011	9/11/2012
110	483 Bristol Myers Squibb Co	Purchased	1/17/2012	9/11/2012
111	113 Las Vegas Sands Corp	Purchased	Various	9/24/2012
112	55 Nike Inc	Purchased	Various	9/18/2012
113	.338 Kraft Foods Group Inc	Purchased	1/17/2012	10/01/2012
114	46 Linked-In	Purchased	Various	10/11/2012
115	168 Oracle	Purchased	Various	10/18/2012
116	147 Pepsico Inc	Purchased	Various	10/12/2012
117	115 Starwood Hotels & Resorts	Purchased	Various	10/25/2012
118	58 Under Armour Inc	Purchased	Various	10/25/2012
119	14 IShares Russell Midcap Growth	Purchased	8/21/2009	11/09/2012
120	3339 Vanguard MSCI Emerging	Purchased	Various	11/09/2012
121	7 Biogen Idec Inc	Purchased	3/26/2012	11/29/2012
122	13 Cerner Group	Purchased	3/26/2012	11/27/2012
123	74 Citrix Systems	Purchased	Various	11/09/2012
124	136 Covidien PLC	Purchased	Various	11/09/2012
125	21 Crown Castle Int'l	Purchased	Various	11/26/2012
126	23 Monsanta Co	Purchased	3/26/2012	11/26/2012
127	38 Philip Morris Int'l	Purchased	3/26/2012	11/02/2012
128	194 ASML Holding	Purchased	11/29/2012	12/03/2012
129	.38 ASML Holding	Purchased	8/21/2012	11/29/2012
130	84 Philip Morris Int'l	Purchased	Various	12/05/2012
131	36 Schlumberger Ltd	Purchased	3/26/2012	12/17/2012
132	8 V F Corporation	Purchased	3/26/2012	12/06/2012

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	100,000.		100,000.	0.				$ 0.
2	49,742.		50,000.	-258.				-258.
3	300,000.		298,923.	1,077.				1,077.
4	303,750.		300,000.	3,750.				3,750.
5	703.		505.	198.				198.
6	3,083.		2,359.	724.				724.
7	2,392.		2,400.	-8.				-8.
8	1,197.		934.	263.				263.
9	2,747.		2,360.	387.				387.
10	7,009.		7,287.	-278.				-278.
11	16,906.		17,004.	-98.				-98.
12	12,727.		12,222.	505.				505.
13	7,215.		7,308.	-93.				-93.
14	12,376.		12,248.	128.				128.
15	24,199.		24,750.	-551.				-551.
16	24,798.		24,525.	273.				273.
17	24,484.		24,368.	116.				116.
18	4,895.		4,903.	-8.				-8.
19	11,918.		12,145.	-227.				-227.
20	16,489.		16,624.	-135.				-135.
21	19,625.		20,033.	-408.				-408.

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
22	16,858.		16,868.	-10.				$ -10.
23	38,005.		36,475.	1,530.				1,530.
24	36,478.		36,705.	-227.				-227.
25	24,392.		24,480.	-88				-88.
26	24,998.		24,713.	285.				285.
27	14,418.		14,661.	-243.				-243.
28	12,167.		12,264.	-97.				-97.
29	14,446.		14,827.	-381.				-381.
30	24,062.		24,724.	-662.				-662.
31	14,324.		14,852.	-528.				-528.
32	14,567.		14,769.	-202.				-202.
33	6,990.		7,344.	-354.				-354.
34	11,668.		11,798.	-130.				-130.
35	12,208.		12,538.	-330.				-330.
36	24,056.		24,082.	-26.				-26.
37	4,868.		4,875.	-7.				-7.
38	4,847.		4,850.	-3.				-3.
39	5,563.		5,760.	-197.				-197.
40	2,764.		2,685.	79.				79.
41	606.		599.	7.				7.
42	533.		599.	-66.				-66.
43	1,955.		2,354.	-399.				-399.
44	634.		622.	12.				12.
45	608.		677.	-69.				-69.
46	1,991.		2,605.	-614.				-614.
47	1,256.		1,622.	-366.				-366.
48	2,227.		2,922.	-695.				-695.
49	626.		671.	-45.				-45.
50	1,047.		1,231.	-184.				-184.
51	1,311.		1,678.	-367.				-367.
52	704.		518.	186.				186.
53	611.		444.	167.				167.
54	1,123.		815.	308.				308.
55	1,108.		1,226.	-118.				-118.
56	1,048.		988.	60.				60.
57	1,218.		1,292.	-74.				-74.
58	1,381.		1,518.	-137.				-137.
59	3,068.		4,232.	-1,164.				-1,164.
60	2,587.		2,604.	-17.				-17.
61	1,727.		1,816.	-89.				-89.
62	2,056.		2,137.	-81.				-81.
63	815.		1,120.	-305.				-305.
64	1,806.		1,834.	-28.				-28.
65	2,147.		2,221.	-74.				-74.
66	690.		720.	-30.				-30.
67	1,958.		2,320.	-362.				-362.
68	638.		881.	-243.				-243.
69	2,258.		3,524.	-1,266.				-1,266.
70	1,579.		3,032.	-1,453.				-1,453.
71	1,947.		2,276.	-329.				-329.
72	1,281.		1,334.	-53.				-53.
73	541.		606.	-65.				-65.
74	605.		649.	-44.				-44.

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
75	945.		1,218.	-273.				$ -273.
76	645.		626.	19.				19.
77	518.		702.	-184.				-184.
78	486.		752.	-266.				-266.
79	906.		1,253.	-347.				-347.
80	2,267.		2,362.	-95.				-95.
81	693.		702.	-9.				-9.
82	974.		1,111.	-137.				-137.
83	554.		643.	-89.				-89.
84	2,427.		2,413.	14.				14.
85	1,117.		1,168.	-51.				-51.
86	705.		679.	26.				26.
87	1,577.		1,515.	62.				62.
88	2,949.		3,324.	-375.				-375.
89	2,858.		2,996.	-138.				-138.
90	2,707.		3,309.	-602.				-602.
91	2,556.		2,879.	-323.				-323.
92	4,331.		4,756.	-425.				-425.
93	2,265.		2,922.	-657.				-657.
94	1,758.		2,191.	-433.				-433.
95	275.		350.	-75.				-75.
96	2,436.		2,702.	-266.				-266.
97	3,986.		3,315.	671.				671.
98	12,603.		9,293.	3,310.				3,310.
99	460.		394.	66.				66.
100	711.		550.	161.				161.
101	1,142.		808.	334.				334.
102	887.		809.	78.				78.
103	2,858.		2,996.	-138.				-138.
104	2,754.		2,902.	-148.				-148.
105	3,308.		2,422.	886.				886.
106	2,501.		2,298.	203.				203.
107	4,505.		4,760.	-255.				-255.
108	2,487.		3,172.	-685.				-685.
109	8,020.		6,835.	1,185.				1,185.
110	16,207.		16,282.	-75.				-75.
111	5,120.		5,575.	-455.				-455.
112	5,381.		5,652.	-271.				-271.
113	16.		14.	2.				2.
114	5,288.		5,024.	264.				264.
115	5,221.		5,105.	116.				116.
116	10,349.		10,346.	3.				3.
117	6,006.		6,463.	-457.				-457.
118	3,099.		2,876.	223.				223.
119	670.		471.	199.				199.
120	137,697.		128,912.	8,785.				8,785.
121	1,053.		871.	182.				182.
122	996.		1,015.	-19.				-19.
123	4,461.		5,806.	-1,345.				-1,345.
124	7,580.		7,589.	-9.				-9.
125	1,400.		1,148.	252.				252.
126	2,073.		1,823.	250.				250.
127	3,314.		3,333.	-19.				-19.

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
128	2,301.		0.	2,301.				$ 2,301.
129	23.		28.	-5.				-5.
130	7,474.		7,444.	30.				30.
131	2,492.		2,595.	-103.				-103.
132	1,229.		1,194.	35.				35.
							Total	$ 6,697.

Statement 11
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
Marvin Buzz Oates 8615 Elder Creek Road Sacramento, CA 95828	Chairman 0	$ 0.	$ 0.	$ 0.
Philip D. Oates 8615 Elder Creek Road Sacramento, CA 95828	President & Dir 0	0.	0.	0.
Larry Allbaugh 8615 Elder Creek Road Sacramento, CA 95828	VP, Sec'y, Dir 0	0.	0.	0.
Kathryn Fairrington 8615 Elder Creek Road Sacramento, CA 95828	Director 0	0.	0.	0.
Michael Stodden 8615 Elder Creek Road Sacramento, CA 95828	Treasurer & Dir 0	0.	0.	0.
	Total	$ 0.	$ 0.	$ 0.

Statement 12
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
University of California Regents 4860 Y Street, Suite 2820 Sacramento, CA 95817		Public	General Support	$ 5,000.
Jenna & Patrick's Foundation of Hope One Capital Mall, Suite 670 Sacramento, CA 95814		Public	General Support	5,000.
Capital Christian School 9740 Micron Avenue Sacramento, CA 95827		Public	General Support	15,000.
The Source for Youth Ministries 8863 Greenback Lane, #333 Orangevale, CA 95662		Public	General Support	5,000.
Turning Point Ministries 10007 Riverford Road Lakeside, CA 92040		Public	General Support	60,000.
Pacific Legal Foundation 3900 Lennane Drive, Suite 200 Sacramento, CA 95834		Public	General Support	5,000.
Excel Student Leadership Foundation 2701 Del Paso Road Suite 130-398 Sacramento, CA 95835		Public	General Support	25,000.
E.A.S.E. Foundation 9471 Micron Avenue Sacramento, CA 95827		Public	General Support	50,000.
Faith Medical Missions PO Box 1626 Chickasha, OK 73023		Public	General Support	10,000.
Prakash for India 2130 Stoney Point Farms Road Cummings, GA 30041		Public	General Support	5,000.
Spirit of Martyrdom PO Box 101 Clarkdale, AZ 86324		Public	General Support	5,000.

Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
River Oak Center for Children 5445 Laurel Hills Drive Sacramento, CA 95841		Public	General Support	$ 5,000.
Youth for Christ PO Box 277728 Sacramento, CA 95827		Public	General Support	5,000.
Africa Inland Mission PO Box 178 Pearl River, NY 10965		Public	General Support	5,000.
Bob Kilpatrick Ministries, Inc. 8109 Rockfield Ct. Fair Oaks, CA 95628		Public	General Support	1,000.
Congregation Kol Shofar 215 Blackfield Dr Tiburon, CA 94920		Public	General Support	5,000.
Destiny Christian Church 6900 Destiny Drive Rocklin, CA 95677		Public	General Support	613,000.
Luis Palau Association Cal Expo Sacramento, CA 95828		Public	General Support	10,000.
Michael J Fox Foundation PO Box 780 New York, NY 10008		Public	General Support	1,000.
One Hope 600 SW 3rd St Pompano Beach, FL 33060		Public	General Support	50,000.
Sacramento Food Bank 3333 3rd Ave Sacramento, CA 95817		Public	General Support	12,500.
Save Mart Cares PO Box 4278 Modesto, CA 95352		Public	General Support	2,500.
Sacramento Public Policy Foundation 1717 I St Sacramento, CA 95814		Public	General Support	7,500.

Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Shalom School 2320 Sierra Blvd Sacramento, CA 95825		Public	General Support	$ 5,000.
St. Johns Shelter Program 2443 Fair Oaks Blvd #369 Sacramento, CA 95825		Public	General Support	5,000.
William Jessup University 333 Sunset Blvd Rocklin, CA 95765		Public	General Support	30,000.
			Total	$ 947,500.

Marvin Buzz Oates Charitable Foundation
EIN 26-1481981
Tax year 2012
Form 990-PF

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

Question 1a(3)

Marvin L. Oates, a more than 2% contributor and disqualified person, provided office space and accounting services free of charge.