AMENDED RETURN

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

Open to public Inspection

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

Name of foundation
GEORGE & AUDREY RASMUSSEN FAMILY FOUNDATION

A Employer identification number
26-3920859

Number and street (or P O box number if mail is not delivered to street address) / Room/suite
224 HAPPY HOLLOW COURT

B Telephone number
925-639-5059

City or town, state, and ZIP code
LAFAYETTE, CA 94549

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,582,709.

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

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	31,976.	31,976.		STATEMENT 1
	4 Dividends and interest from securities	28,478.	28,478.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	25,971.			
	b Gross sales price for all assets on line 6a 97,960.				
	7 Capital gain net income (from Part IV, line 2)		25,971.		
	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)				
	11 Other income	1,796.	1,796.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	88,221.	88,221.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	7,550.	2,517.		5,033.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	13,206.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	968.	593.		270.
	24 **Total operating and administrative expenses** Add lines 13 through 23	21,724.	3,110.		5,303.
	25 Contributions, gifts, grants paid	96,640.			96,640.
	26 **Total expenses and disbursements.** Add lines 24 and 25	118,364.	3,110.		101,943.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-30,143.			
	b **Net investment income** (if negative, enter -0-)		85,111.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
DEC 2 6 2013
OGDEN, UT
IRS-OSC
860

SCANNED JAN 0 9 2014

223501 12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2012)

G14

12211202 134652 1729600 2012.05000 GEORGE & AUDREY RASMUSSEN F 17296002

5

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	79,500.	60,919.	60,919.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	184,881.	184,470.	223,081.
	b Investments - corporate stock STMT 9	628,509.	596,386.	892,648.
	c Investments - corporate bonds STMT 10	318,614.	336,943.	364,265.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	39,153.	41,562.	41,562.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ OTHER RECEIVABLE)	0.	234.	234.
	16 **Total assets** (to be completed by all filers)	1,250,657.	1,220,514.	1,582,709.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,250,657.	1,220,514.	
	30 **Total net assets or fund balances**	1,250,657.	1,220,514.	
	31 **Total liabilities and net assets/fund balances**	1,250,657.	1,220,514.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,250,657.
2	Enter amount from Part I, line 27a	2	-30,143.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,220,514.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,220,514.

Form **990-PF** (2012)

223511
12-05-12

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	97,960.		71,989.	25,971.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				25,971.

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	25,971.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	26,342.	1,475,020.	.017859
2010	10,335.	1,305,276.	.007918
2009	11,000.	249,854.	.044026
2008	0.	12,754.	.000000
2007			

2	**Total** of line 1, column (d)	2	.069803
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	.017451
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,579,588.
5	Multiply line 4 by line 3	5	27,565.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	851.
7	Add lines 5 and 6	7	28,416.
8	Enter qualifying distributions from Part XII, line 4	8	101,943.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	851.
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	0.
3	Add lines 1 and 2	3	851.
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	851.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
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 TAX PAID W/ O.R. 858.	7	858.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	19.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	12.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		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
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
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, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 ▶ LAUREN R. RANZ Telephone no. ▶ 925-954-0100

Located at ▶ 224 HAPPY HOLLOW COURT, LAFAYETTE, CA ZIP+4 ▶ 94549

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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 ▶ ______, ______, ______, ______			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		X

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)? ☐ 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)? N/A **5b**
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).
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X
If "Yes" to 6b, file Form 8870
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAUREN R. RANZ 224 HAPPY HOLLOW COURT LAFAYETTE, CA 94549	PRESIDENT AND DIRECTOR 2.00	0.	0.	0.
GARY E. RANZ 224 HAPPY HOLLOW COURT LAFAYETTE, CA 94549	SEC/TREAS AND DIRECTOR 2.00	0.	0.	0.
EZRA P. RANZ 224 HAPPY HOLLOW COURT LAFAYETTE, CA 94549	V.P. AND DIRECTOR 2.00	0.	0.	0.
AUDREANNE R. RANZ 224 HAPPY HOLLOW COURT LAFAYETTE, VA 94549	EXECUTIVE DIRECTOR 2.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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

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	1a	1,503,578.
b	Average of monthly cash balances	1b	100,065.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	1,603,643.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,603,643.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,055.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,579,588.
6	**Minimum investment return.** Enter 5% of line 5	6	78,979.

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	78,979.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 851.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	851.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,128.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	78,128.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,128.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	101,943.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	101,943.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	851.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	101,092.

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				78,128.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			73,215.	
b Total for prior years: 2010, ___, ___		27,691.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 101,943.				
a Applied to 2011, but not more than line 2a			73,215.	
b Applied to undistributed income of prior years (Election required - see instructions) *		27,691.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,037.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				77,091.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

* SEE STATEMENT 12

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).)

NONE

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:

LAUREN R. RANZ, 925-639-5059
224 HAPPY HOLLOW COURT, LAFAYETTE, CA 94549

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				
ADVENTURE UNLIMITED 5201 S QUEBEC STREET GREENWOOD VILLAGE, CO 80111	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
AUDUBON CALIFORNIA 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	501(C)(3)	GENERAL OPERATIONS	2,000.
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DR, GOLDEN GATE PARK SAN FRANCISCO, CA 94008	NONE	501(C)(3)	GENERAL OPERATIONS	250.
CARE 465 CALIFORNIA STREET, SUITE 1210 SAN FRANCISCO, CA 94104	NONE	501(C)(3)	GENERAL PURPOSE	1,000.
CARSON LOWE WATER PROJECT (THEWATERPROJECT.ORG) P. O. BOX 3353 CONCORD, NH 03302	NONE	501(C)(3)	GENERAL OPERATIONS	500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	96,640.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	31,976.	
4 Dividends and interest from securities			14	28,478.	
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			14	1,796.	
8 Gain or (loss) from sales of assets other than inventory			18	25,971.	
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)		0.		88,221.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 88,221.

(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).

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

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

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

(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

Signature of officer or trustee — Dec. 10, 2013 — Date — Treasurer — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WARD PYNN	WARD PYNN	12/02/13		P00184378

Firm's name ▶ PMB HELIN DONOVAN LLP — Firm's EIN ▶ 74-3001153

Firm's address ▶ 1340 TREAT BLVD STE 525
WALNUT CREEK, CA 94597 — Phone no. 925-954-0100

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	ALLSTATE CORP	P	05/10/09	02/06/12
b	ALLSTATE CORP	P	05/10/09	02/06/12
c	CHEVRON CORP	P	05/10/09	02/03/12
d	DIEBOLD INC	P	05/10/09	02/03/12
e	DOW CHEMICAL CO	P	05/10/09	02/03/12
f	SCHLUMBERGER LTD	P	05/10/09	02/03/12
g	WAL MART STORES INC	P	05/10/09	02/03/12
h	WESTINGHOUSE SOLAR COM	P	12/15/09	02/03/12
i				
j				
k				
l				
m				
n				
o				

	(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	12,063.		10,254.	1,809.
b	4,359.		3,705.	654.
c	10,269.		6,915.	3,354.
d	6,437.		5,368.	1,069.
e	20,112.		10,197.	9,915.
f	38,368.		27,670.	10,698.
g	6,035.		5,023.	1,012.
h	317.		2,857.	-2,540.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,809.
b				654.
c				3,354.
d				1,069.
e				9,915.
f				10,698.
g				1,012.
h				-2,540.
i				
j				
k				
l				
m				
n				
o				

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	25,971.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CEI/GLOBAL GIVING	NONE	501(C)(3)	GENERAL OPERATIONS	2,300.
CENTER FOR BIOLOGICAL DIVERSITY P. O. BOX 710 TUCSON, AZ 85702	NONE	501(C)(3)	GENERAL OPERATIONS GENERAL PURPOSE	1,500.
CENTER FOR ECOLOGICAL LIVING 60 BLUEBERRY HILL ROAD HOPE, ME 04847	NONE	501(C)(3)	GENERAL OPERATIONS	5,000.
COMMONWEALTH CLUB 595 MARKET STREET, 2ND FLOOR SAN FRANCISCO, CA 94105	NONE	501(C)(3)	GENERAL OPERATIONS	110.
DAVID J JENSEN CSB ASSOCIATION	NONE	501(C)(3)	GENERAL OPERATIONS	500.
DEFENDERS OF WILDLIFE 1130 - 17TH STREET, NW WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL PURPOSE	1,000.
DEYOUNG MUSEUM 50 HAGIWARA TEA GARDEN DRIVE SAN FRANCISCO, CA 94118	NONE	501(C)(3)	GENERAL OPERATIONS	225.
EARTH ISLAND - PROJECT COYOTE P O BOX 5007 LARKSPUR, CA 94977	NONE	501(C)(3)	PROJECT COYOTE GENERAL PURPOSE	1,000.
EARTHJUSTICE 50 CALIFORNIA STREET, SUITE 500 SAN FRANCISCO, CA 94111	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
EUPHRATES INSTITUTE 1 MAYBECK PLACE ELSAH, IL 62028	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
Total from continuation sheets				91,890.

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FIRST CHURCH OF CHRIST, SCIENTIST 24 ORINDA WAY ORINDA, CA 94563	NONE	501(C)(3)	GENERAL PURPOSE	2,000.
FOUR SEASONS ARTS 2930 DOMINGO AVENUE, #190 BERKELEY, CA 94705	NONE	501(C)(3)	GENERAL PURPOSE	3,000.
FRIENDS OF THE WAGNER RANCH PO BOX 821 ORINDA, CA 94563	NONE	509 (A) (1)	GENERAL OPERATIONS	500.
GREENPEACE FUND 702 H STREET NW, SUITE 300 WASHINGTON, DC 20001	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
KIVA 875 HOWARD STREET, SUITE 340 SAN FRANCISCO, CA 94103	NONE	501(C)(3)	GENERAL OPERATIONS	500.
LINDSAY WILDLIFE HOSPITAL 1931 FIRST AVENUE WALNUT CREEK, CA 94597	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
MONTEREY STATE HISTORIC PARK ASSN 525 POLK STREET MONTEREY, CA 93940	NONE	501(C)(3)	GENERAL OPERATIONS	90.
NATIONAL AUDUBON SOCIETY 225 VARICK STREET NEW YORK, NY 10014	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
NATIONAL WILDLIFE FEDERATION P. O. BOX 1583 MERRIFIELD, VA 22116	NONE	501(C)(3)	GENERAL OPERATIONS	500.
NATURE CONSERVANCY CALIFORNIA 201 MISSION STREET, 4TH FLOOR SAN FRANCISCO, CA 94105	NONE	501(C)(3)	GENERAL OPERATIONS	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATURE CONSERVANCY NATIONAL 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	NONE	501(C)(3)	GENERAL OPERATIONS	2,000.
NETWORK FOR GOOD/FSEEE 1140 CONNECTICUT AVE NW, SUITE 700 WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL OPERATIONS	515.
OCEANA 1350 CONNECTICUT AVE NW, 5TH FLOOR WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL OPERATIONS	500.
RANCHO CIELO YOUTH 710 OLD STAGE ROAD SALINAS, CA 93908	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
REVIVE THE SAN JOAQUIN 5132 N PALM, PMB 121 FRESNO, CA 93704	NONE	501(C)(3)	GENERAL OPERATIONS	500.
SAN FRANCISCO REVIVING BASEBALL FOR INNER CITY YOUTH, INC. 38 KEYES AVENUE, SUITE 200 SAN FRANCISCO, CA 94129	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
SAN JOAQUIN PARKWAY AND CONSERVATION TRUST 11605 OLD FRIANT ROAD FRESNO, CA 93730	NONE	501(C)(3)	GENERAL OPERATIONS	500.
SAVE THE BAY 1330 BROADWAY, SUITE 1800 OAKLAND, CA 94612	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
SAVE THE REDWOODS LEAGUE 114 SANSOME STREET, SUITE 1200 SAN FRANCISCO, CA 94104	NONE	501(C)(3)	GENERAL OPERATIONS	20,000.
SIERRA CLUB NATIONAL 85 SECOND STREET, 2ND FLOOR SAN FRANCISCO, CA 94105	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SIERRA CLUB SAN FRANCISCO BAY CHAPTER 2530 SAN PABLO AVENUE, SUITE I BERKELEY, CA 94702	NONE	501(C)(3)	GENERAL OPERATIONS	500.
SIERRA NEVADA ALLIANCE 2311 LAKE TAHOE BLVD, #5 SOUTH LAKE TAHOE, CA 96150	NONE	501(C)(3)	GENERAL OPERATIONS	2,000.
SOUTHERN UTAH WILDERNESS ALLIANCE 425 EAST 100 SOUTH SALT LAKE CITY, UT 84111	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
ST. MARTIN OF TOURS ACADEMY 7708 EL CAJON BLVD LA MESA, CA 91942	NONE	501(C)(3)	GENERAL OPERATIONS	50.
THE MOTHER CHURCH - CHRISTIAN SCIENCE 210 MASSACHUSETTS AVENUE BOSTON, MA 02115	NONE	501(C)(3)	GENERAL PURPOSE	20,000.
THE NATURE CONSERVANCY	NONE	501(C)(3)	GENERAL OPERATIONS	10,000.
TROUT UNLIMITED 1300 NORTH 17TH STREET, SUITE 500 ARLINGTON, VA 22209	NONE	501(C)(3)	GENERAL OPERATIONS	1,600.
US FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
WILDERNESS SOCIETY 1615 M STREET NW WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
WILDERNESS WATCH P. O. BOX 9175 MISSOULA, MT 59807	NONE	501(C)(3)	GENERAL OPERATIONS	500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WORLD WILDLIFE FUND 1250 24TH STREET, NW WASHINGTON, DC 20090	NONE	501(C)(3)	GENERAL OPERATIONS	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MORGAN STANLEY	34,797.
MORGAN STANLEY (BOND AMORTIZATION)	-2,821.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	31,976.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY	28,478.	0.	28,478.
TOTAL TO FM 990-PF, PART I, LN 4	28,478.	0.	28,478.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,796.	1,796.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,796.	1,796.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,550.	2,517.		5,033.
TO FORM 990-PF, PG 1, LN 16B	7,550.	2,517.		5,033.

FORM 990-PF | TAXES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	13,206.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,206.	0.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	200.	0.		95.
MISCELLANEOUS EXPENSE	175.	0.		175.
INVESTMENT ACCOUNT FEES	593.	593.		0.
TO FORM 990-PF, PG 1, LN 23	968.	593.		270.

FOOTNOTES | STATEMENT 7

THE ORIGINAL 990-PF INADVERTENTLY OMITTED INFORMATION FOR COLUMN (B) OF PART XIII, PAGE 9. THIS AMENDMENT INCLUDES COLUMN (B) FROM THE 2011 RETURN. THE FOUNDATION HAS NOW REMOVED THE UNDISTRIBUTED INCOME PROBLEM FOR 2010. THE ELECTION FOR LINE 4B(B) OF PART XIII, PAGE 9, IS SET FORTH IN STATEMENT 12. IN ADDITION, LINE 16B IS CHANGED.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CA ST GENL AMER BOND		X	184,470.	223,081.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			184,470.	223,081.
TOTAL TO FORM 990-PF, PART II, LINE 10A			184,470.	223,081.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1000 SHS IBM	83,550.	191,550.
505 SHS ALLSTATE CORP	12,817.	20,286.
988 SHS DIEBOLD INC	26,518.	30,243.
984 SHS DOW CHEMICAL CO.	16,723.	31,812.
1511 SHS SCHLUMBERGER LTD	83,619.	104,710.
2011 SHS WALMART STORES INC	101,012.	137,211.
2999 SHS CHEVRON CORP	207,366.	324,312.
500 SHS FUEL SYSTEM	19,387.	7,355.
500 SHS WESTINGHOUSE SOLAR	0.	0.
1000 SHS ACTIVE POWER	5,527.	3,350.
1550 SH FIRST REPUBLIC BANK - PREFERRED STOCK	39,867.	41,819.
TOTAL TO FORM 990-PF, PART II, LINE 10B	596,386.	892,648.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DONNELLEY 75,000 8.6% 08152016	81,496.	80,625.
BANK OF AMERICA, 75,000 5.42% 03152017	75,818.	82,152.
MERRILL LYNCH, 75,000 6.5% 07152018	79,505.	87,434.
PROTECTIVE LIFE, 75,000 7.375% 10152019	78,925.	91,165.
SCHWAB CHARLES CORP, 20,000 7% FIXED TO 2022	21,199.	22,889.
TOTAL TO FORM 990-PF, PART II, LINE 10C	336,943.	364,265.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
831 SHS CROPP COOPERATIVE	COST	41,562.	41,562.
TOTAL TO FORM 990-PF, PART II, LINE 13		41,562.	41,562.

FORM 990-PF | ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO PRIOR YEAR'S UNDISTRIBUTED INCOME | STATEMENT 12

ELECTION UNDER SECTION 53.4942(A)-3(D)(2): WE HEREBY DECLARE THAT THE GEORGE & AUDREY RASMUSSEN FAMILY FOUNDATION IS MAKING AN ELECTION UNDER SECTION 53.4942(A)-3(D)(2) OF THE FOUNDATION AND SIMILAR EXCISE TAX REGULATIONS AND THAT THE DISTRIBUTION FOR 2010 IS MADE OUT OF CORPUS. SIGNED, //GARY AND LAUREN RASMUSSEN RANZ//FOUNDERS, DIRECTORS AND OFFICERS

Gary E. Ranz, Treasurer

Lauren Rasmussen Ranz, president

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II | **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions GEORGE & AUDREY RASMUSSEN FAMILY FOUNDATION	Employer identification number (EIN) or 26-3920859
	Number, street, and room or suite no. If a P.O. box, see instructions. 224 HAPPY HOLLOW COURT	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions LAFAYETTE, CA 94549	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ LAUREN R. RANZ 224 HAPPY HOLLOW COURT - LAFAYETTE, CA 94549

  Telephone No. ▶ 925-954-0100 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER THE NECESSARY INFORMATION REQUIRED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

223842
01-21-13