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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 01-01-2012 , and ending 12-31-2012

Name of foundation
Doctorbird Foundation

A Employer identification number
27-3900238

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

B Telephone number (see instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

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)* ▶$ 36,150,264

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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	7,164,746			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	366	366		
	4	Dividends and interest from securities	946,748	820,439		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-145,794			
	b	Gross sales price for all assets on line 6a 24,186,010				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,633	13		
	12	**Total.** Add lines 1 through 11	7,967,699	820,818		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	56,049	56,049		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	13,600			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	46,005	480		45,525
	24	**Total operating and administrative expenses.** Add lines 13 through 23	115,654	56,529		45,525
	25	Contributions, gifts, grants paid	865,000			865,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	980,654	56,529		910,525
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	6,987,045			
	b	**Net investment income** (if negative, enter -0-)		764,289		
	c	**Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	3,009,284	7,433,938	7,433,938
	3 Accounts receivable ▶ 2,750 Less allowance for doubtful accounts ▶	57,895	2,750	2,750
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	7,757,278	3,239,701	3,216,013
	b Investments—corporate stock (attach schedule)	5,317,057	7,701,396	7,837,223
	c Investments—corporate bonds (attach schedule)	12,892,391	17,642,667	17,639,810
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	18,504	19,002	20,530
	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)	29,052,409	36,039,454	36,150,264
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	29,052,409	36,039,454	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	29,052,409	36,039,454	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	29,052,409	36,039,454	

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	29,052,409
2	Enter amount from Part I, line 27a	2	6,987,045
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	36,039,454
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	36,039,454

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)
1 a	Publicly-traded Securities			
b	Passthrough K1 Capital Gain			
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	24,186,010		24,332,464	-146,454
b				660
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) 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				-146,454
b				660
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	-145,794
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	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	594,241	26,730,819	000 022231
2010		23,630,338	
2009			
2008			
2007			

2	**Total** of line 1, column (d).	2	000 022231
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	000 011116
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	30,719,886
5	Multiply line 4 by line 3.	5	341,482
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,643
7	Add lines 5 and 6.	7	349,125
8	Enter qualifying distributions from Part XII, line 4.	8	910,525

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 page 18 of the 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	7,643
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	7,643
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	7,643
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 15,600		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	15,600
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	7,957
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 7,957	**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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ________			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP +4 ▶198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 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		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **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 page 20 of the instructions)?	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(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)?	**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? ☐ 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
	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?	**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 (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
E Porter Foundation Source 501 Silverside Rd Wilmington, DE 19809	Pres / Dir / Sec 001 00	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
Total number of other employees paid over $50,000 ▶				

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	27,915,852
b	Average of monthly cash balances	1b	3,271,849
c	Fair market value of all other assets (see instructions)	1c	1
d	**Total** (add lines 1a, b, and c)	1d	31,187,702
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	31,187,702
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	467,816
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,719,886
6	**Minimum investment return.** Enter 5% of line 5	6	1,535,994

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	1,535,994
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,643		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,643
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,528,351
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,528,351
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	1,528,351

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	910,525
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	910,525
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	7,643
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	902,882

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				1,528,351
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			887,387	
b Total for prior years 20___, 20___, 20___				
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.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 910,525				
a Applied to 2011, but not more than line 2a			887,387	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				23,138
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,505,213
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
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. . . .				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a 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 organization 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))

E Porter

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				865,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See instructions)
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	366	
4 Dividends and interest from securities			14	946,748	
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	-145,794	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a K-1 Inc/Loss			14	13	
b Federal Tax Refund			01	1,620	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				802,953	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 802,953

(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)

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)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-05-13	******
Signature of officer or trustee	Date	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
Jeffrey D Haskell	Jeffrey D Haskell	2013-05-13		

Firm's name ▶ Foundation Source

Firm's EIN ▶

Firm's address ▶ One Hollow Lane Suite 212 Lake Success, NY 11042

Phone no (800) 839-1754

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
Doctorbird Foundation	27-3900238

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
Doctorbird Foundation

Employer identification number
27-3900238

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	L Robins Revocable Trust c/o Wells Fargo PO Box 27602 Richmond, VA 23286	$ 7,164,746	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
Doctorbird Foundation

Employer identification number
27-3900238

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
Doctorbird Foundation	27-3900238

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: Doctorbird Foundation

EIN: 27-3900238

Software ID: 12000057

Software Version: 12.15.422.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly-traded Securities					24,186,010	24,332,464			-146,454	
Passthrough K1 Capital Gain									660	

TY 2012 General Explanation Attachment

Name:	Doctorbird Foundation
EIN:	27-3900238
Software ID:	12000057
Software Version:	12.15.422.1

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TY 2012 Investments Corporate Bonds Schedule

Name: Doctorbird Foundation

EIN: 27-3900238

Software ID: 12000057

Software Version: 12.15.422.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALLY BK MIDVALE UTAHCD - 0.500 - 10/25/2013	250,010	250,053
ALTRIA GROUP INC GTD NT 4.125 09/11/2015	404,504	407,285
AMERICAN EXPRESS CENTRN - 1.000 - 07/27/2015	250,010	249,538
AMGEN INC - 5.850 - 06/01/2017	443,121	445,529
ATT INC NOTE - 2.400 - 08/15/2016	253,135	260,741
BANK NEW YORK MTN BK ENT 3.10000 01/15/2015SR NT	316,465	314,326
BANK OF AMERICA CORPORATION 4.75000 08/15/2013	381,307	383,230
BEST BUY INC NT - 6.750 - 07/15/2013	395,166	380,625
BEST BUY INC NT-3.75-03/15/2016	502,656	468,750
BMW BK NORTH AMER UTAH - 0.750 - 07/12/2013	250,010	250,388
BURLINGTON NORTHN SANTA FE CP 5.65000 05/01/2017	426,655	441,122
CAPITAL ONE FINL COR - 6.250 - 11/15/2013	268,219	261,771
CAPITAL ONE FINL CORP - 6.150 - 09/01/2016	273,893	286,005
COMCAST CORPORATIONNOTES 4.9500 DUE06/15/2016	568,645	564,564
CONAGRA FOODS INC - 5.875 - 04/15/2014	550,210	531,253
DISCOVER BK GREENWOOD DEL - 0.300 - 02/01/2013	250,010	250,020
DISNEY WALT CO - 6.000 - 07/17/2017	604,171	606,831
DOW CHEMICAL CO - 6.850 - 08/15/2013	274,230	259,089
DR PEPPER SNAPPLE GROUP - 2.900 - 01/15/2016	259,213	263,899
DUKE ENERGY CORP - 5.300 - 10/01/2015	264,485	258,902
FORTUNE BRANDS NOTE - 4.875 - 12/01/2013	260,960	258,294
FRANKLIN RESOURCES INC - 3.125 - 05/20/2015	316,861	316,339
GE CAP BK CD - 1.150 - 08/24/2015	250,010	249,798
GE CAP RETAIL BK DRAPER UTAH - 0.800 - 09/30/2014	250,010	251,085
GENERAL ELEC CAP CORP 2.25 11/09/2015	496,786	516,676
GENERAL ELEC CAP CORP MTN BE 5.62500 05/01/2018	296,885	296,487
GOLDMAN SACHS BK USA NY - 1.000 - 07/07/2014	250,010	250,728
GOLDMAN SACHS GROUP INC - 3.300 - 05/03/2015	375,558	390,603
HEWLETT PACKARD CO GLBL NT 2.12500 09/13/2015	469,429	475,369
IBM CORP NOTES 5.700 09/14/2017	304,888	301,555

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INTEL CORP NT - 1.950 - 10/01/2016	254,990	258,227
KELLOGG CO-1.875-11/17/2016	255,533	257,397
MORGAN STANLEY-2.875-01/24/2014	501,510	508,439
NUCOR CORP - 5.750 - 12/01/2017	590,764	598,301
OWENS MINOR INC NEW SR NT 6.35 04/15/2016	623,570	632,417
PITNEY BOWES INC - 5.750 - 09/15/2017	542,010	534,407
PROTECTIVE LIFE CORPST NTS 4.875 11/1/2014	541,625	524,793
PRUDENTIAL FINL INC-4.750-06/13/2015	540,940	539,467
QWEST CORP NT 8.375 05/01/2016	229,510	239,081
RYDER SYS INC NT - 3.600 - 3/01/2016	532,320	525,425
SALLIE MAE BK MURRAY UTAH - 0.650 - 03/28/2014	250,010	250,658
TFSHEDGED FUTURES FUND	10,208	9,767
TYCO ELECTRONICS GROUP S A 6.55 10/01/2017	293,260	300,820
UNIVERSAL - 5.200 - 10/15/2013	438,748	432,199
VERIZON COMMUNICATIONS INC - 2.000 - 11/01/2016	257,558	258,957
VIACOM INC NOTES 04.375 09/15/2014	537,544	529,705
WHIRLPOOL CORP - 6.500 - 06/15/2016	274,210	287,195
XEROX CORP SR NT 2.950 03/15/2017	510,845	511,700

TY 2012 Investments Corporate Stock Schedule

Name: Doctorbird Foundation
EIN: 27-3900238
Software ID: 12000057
Software Version: 12.15.422.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
301 shares of ALLIED CAPITAL CORPORATION	15,032	15,818
4380 shares of ANWORTH MORTGAGE ASSET CORP	24,960	25,316
3245 shares of APOLLO INVESTMENT CORP	25,057	27,128
995 shares of APPLIED MATERIALS INC.	10,038	11,383
485 shares of ARLINGTON ASSET INVT NEW	9,652	10,073
3940 shares of ARMOUR RESIDENTIAL REIT INCCOM	25,769	25,492
4700 shares of BLACKROCK EMERGING MRKTS LG SH EQUITY A	50,152	50,058
24375 shares of BLACKROCK GLOBAL LONG/SHORT CREDIT INSTL	253,575	257,396
2010 shares of BLACKROCK KELSO CAP CORP	19,604	20,221
500 shares of CARDINAL HEALTH INC.	19,982	20,590
850 shares of CENTURY LINK INC	33,096	33,252
595 shares of CISCO SYSTEMS INC	10,034	11,691
1605 shares of CYPRESS SEMICONDUCTR	15,033	17,398
1585 shares of CYS INVESTEMENTS INC.	19,311	18,719
2335 shares of DYNEX CAPITAL INC NEW REIT	21,483	22,042
326 shares of EGSHARES EMERGING MARKETS CONSUMER	8,388	8,685
920 shares of FORD MOTOR COMPANY	10,179	11,914
480 shares of GENERAL ELECTRIC CO	10,015	10,075
2805 shares of GLADSTONE INVESTMENT CP	20,032	19,523
325 shares of HALLIBURTON COMPANY	10,028	11,274
32997 shares of HIGHLAND LONG/SHORT HEALTHCARE A	437,254	326,011
1105 shares of INTERSIL CORPORATION	7,753	9,160
36497 shares of INVESCO BALANCED RISK ALLOCATION Y FUND	438,704	457,306
1081 shares of ISHARE FTSE EPRA/NAREIT DEV	30,796	35,814
726 shares of ISHARE MSCI GERMANY	16,669	17,932
3284 shares of ISHARES BARCLAYS 3-7 YEAR TREASURY BOND	406,108	404,654
180 shares of ISHARES BARCLAYS MBS BOND FUND	19,625	19,438
145 shares of ISHARES BARCLAYS SHORT TREASURY BOND FUND	15,991	15,988
226 shares of ISHARES BARCLAYS TIPS BOND FUND	26,430	27,439
2420 shares of ISHARES BARCLAYS US AGGREGATE BOND FUND	269,216	268,814

Name of Stock	End of Year Book Value	End of Year Fair Market Value
325 shares of ISHARES COHEN STEERS REALTY MAJORS INDEX FUND	25,380	25,526
212 shares of ISHARES ETF AAA- A RATED CORPORATE BOND FUND	11,097	11,081
1196 shares of ISHARES GOLD TRUST	19,972	19,471
2725 shares of ISHARES IBOXX HIGH YIELD CORPORATE BOND FUND	253,209	254,379
3105 shares of ISHARES MSCI EMERGING MARKETS INDEX FD	128,776	137,707
908 shares of ISHARES MSCI-HONG KONG	16,783	17,633
215 shares of ISHARES RUSSELL 1000 INDEX FD	16,998	17,017
501 shares of ISHARES RUSSELL 2000	41,063	42,244
165 shares of ISHARES SP/CITIGROUP INTERNATIONAL TREASURY BOND	16,782	16,983
3501 shares of ISHARES TR S P MIDCAP 400 INDEX FD	340,322	356,052
5365 shares of ISHARES TRUST MSCI EAFE INDEX FUND	292,432	305,054
144 shares of ISHARESLEHMAN 7-10YR	15,034	15,479
285 shares of JOHNSON JOHNSON	19,898	19,979
565 shares of JP MORGAN CHASE CO	22,771	24,842
225 shares of KLA TENCOR CORP	9,928	10,746
600 shares of KOHLS CORP	27,585	25,788
400 shares of KROGER CO	9,963	10,408
30648 shares of MARKETFIELD FUND	404,261	485,462
1285 shares of MARVELL TECH GROUP	9,811	9,329
375 shares of MERCK CO INC.	16,207	15,353
755 shares of MICROSOFT CORPORATION	20,464	20,166
3200 shares of NEW YORK MORTGAGE TRUST INC	19,046	20,224
2715 shares of NEWCASTLE	21,156	23,566
1705 shares of NORTHSTAR REALTY FINANCE CORP	10,520	12,003
4543 shares of PERFORMANCE TRUST TOTAL RETURN	101,826	104,041
40819 shares of PIMCO ALL ASSETS ALL AUTH - D	443,765	450,646
539 shares of POWERSHARES EMERGING MARKETS SOVEREIGN DEBT PORTFO	16,752	16,952
817 shares of POWERSHARES ETF TR II SP500 LOW VOL	21,158	22,615
11825 shares of POWERSHARES FUNDAMENTAL HIGH YIELD CORPORATE BOND	227,991	227,631
727 shares of POWERSHARES QQQ NASDAQ 100	43,065	47,350

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 shares of PROCTER GAMBLE CO	10,084	10,184
2239 shares of PROSHARES ULTRA MIDCAP400	150,304	165,798
2370 shares of PROSPECT CAPITAL CORPORATION	24,441	25,762
2335 shares of PT ULTRSHRT SP500 PS	134,626	126,347
645 shares of REGAL ENTERTAINMENT	10,023	8,998
290 shares of SELECT SECTOR SPDR UTILITIES	10,051	10,127
17996 shares of SIERRA CORE RETIREMENT FUND - C	421,091	422,539
4975 shares of SPDR BARCLAYS CAPITAL HYB ETF	200,786	202,532
900 shares of SPDR BARCLAYS CAPITAL SHORT TERM CORP BOND ETF	27,590	27,648
104 shares of SPDR GOLD TR GOLD SHS	17,326	16,850
320 shares of ST. JUDE MED INC.	10,164	11,565
430 shares of TELEFONICA BRASIL, S.A.	10,245	10,346
795 shares of TELEFONICA S A ADR	10,136	10,725
2090 shares of TICC CAPITAL CORP.	19,611	21,151
210 shares of TOTAL FINA ELF S.A.	10,083	10,922
920 shares of TWO HARBORS INVESTMENT CORP.	9,676	10,194
3453 shares of U S T INC	200,003	195,958
1015 shares of ULTRASHORT RUSSELL2000 PROSHARES	27,581	25,730
669 shares of VANGUARD DIVIDEND APPRECIATION ETF	34,868	39,852
488 shares of VANGUARD MSCI EAFE ETF	14,939	17,192
194 shares of VANGUARD MSCI EMERGING MARKETS ETF	7,485	8,639
753 shares of VANGUARD SF REIT ETF	42,563	49,547
7675 shares of VANGUARD ST BOND ETF	622,988	621,597
820 shares of VANGUARD TOTAL BOND MARKET ETF	68,523	68,905
232 shares of VANGUARD TOTAL STOCK MARKET ETF	14,195	17,001
880 shares of VANGUARD WELLINGTON ADMIRAL FUND	51,415	51,458
32922 shares of VIRTUS PREMIUM ALPHASECTOR I FUND	407,509	435,232
305 shares of WALGREEN CO	9,984	11,288
765 shares of WASTE MANAGEMENT INC.	24,415	25,811
620 shares of WELLS FARGO CO.	20,054	21,192

Name of Stock	End of Year Book Value	End of Year Fair Market Value
9916 shares of WFA ABSOLUTE RETURN FUND-ADM	100,358	101,742
1820 shares of WHITESTONE REIT	22,891	25,571
4637 shares of WILLIAM BLAIR MACRO ALLOCATION N	51,407	52,489

TY 2012 Investments Government Obligations Schedule

Name:	Doctorbird Foundation
EIN:	27-3900238
Software ID:	12000057
Software Version:	12.15.422.1
US Government Securities - End of Year Book Value:	
US Government Securities - End of Year Fair Market Value:	
State & Local Government Securities - End of Year Book Value:	3,239,701
State & Local Government Securities - End of Year Fair Market Value:	3,216,013

TY 2012 Investments - Other Schedule

Name: Doctorbird Foundation

EIN: 27-3900238

Software ID: 12000057

Software Version: 12.15.422.1

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DB COMMODITY INDEX TRACKING FUND		19,001	20,529
General Mineral Interest		1	1

TY 2012 Other Expenses Schedule

Name: Doctorbird Foundation

EIN: 27-3900238

Software ID: 12000057

Software Version: 12.15.422.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	45,500			45,500
Bank Charges	305	305		
K-1 Expenses DB COMMODITY INDEX TR FUND	175	175		
State or Local Filing Fees	25			25

TY 2012 Other Income Schedule

Name: Doctorbird Foundation

EIN: 27-3900238

Software ID: 12000057

Software Version: 12.15.422.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Income DB COMMODITY INDEX TRACKING FUND	13	13	
Federal Tax Refund	1,620		

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TY 2012 Other Professional Fees Schedule

Name: Doctorbird Foundation

EIN: 27-3900238

Software ID: 12000057

Software Version: 12.15.422.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	56,049	56,049		

TY 2012 Taxes Schedule

Name: Doctorbird Foundation
EIN: 27-3900238
Software ID: 12000057
Software Version: 12.15.422.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2012	13,600			

Form 990PF Part XV Line 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*				
ALICE PECK DAY MEMORIAL HOSPITAL 10 ALICE PECK DAY DR LEBANON, NH 03766	N/A	509a1	Building a New Day Capital Campaign	50,000
BELOIT COLLEGE 700 COLLEGE ST BELOIT, WI 53511	N/A	509a1	TTL	100,000
CARDIGAN MOUNTAIN SCHOOL 62 ALUMNI DR CANAAN, NH 03741	N/A	509a1	Cardigan 2020 Campaign	100,000
LEBANON COLLEGE INC 15 HANOVER ST LEBANON, NH 03766	N/A	509a1	Financial Aid Scholarship Fund	50,000
NATURE CONSERVANCY - VERO BEACH 5089 HWY A1A STE 200 VERO BEACH, FL 32963	N/A	509a1	Nature Conservancy Jamaica Program-Tryall Project	20,000
NORTH CENTRAL FLORIDA HOSPICE INC PO BOX 749 GAINESVILLE, FL 32627	N/A	509a2	General Unrestricted	10,000
PARTNERSHIP FOR FAMILIES FOUNDATION 800 W GRAHAM RD RICHMOND, VA 23222	N/A	509a1	Scholarships Transportation for 0-3 year olds - Gilpin Court	100,000
PLANNED PARENTHOOD OF NORTH FL INC 3850 BEACH BLVD JACKSONVILLE, FL 32207	N/A	509a1	Gainesville Health Center	10,000
PLANNED PARENTHOOD-NORTHERN NEW ENG 128 LAKESIDE AVE STE 301 BURLINGTON, VT 05401	N/A	509a1	Upper Valley Relocation Project	100,000
SANTA FE COLLEGE FOUNDATION INC 3000 NW 83RD ST GAINESVILLE, FL 32606	N/A	509a1	Financial Aid Scholarship Fund	50,000
ST FRANCIS HOUSE INC 413 S MAIN ST GAINESVILLE, FL 32601	N/A	509a1	General Unrestricted	10,000
THE NATURE CONSERVANCY - SOUTH EAST PA OFFICE 15 E RIDGE PIKE STE 100 CONSHOHOCKEN, PA 19428	N/A	509a1	Caribbean Challenge Initiative	50,000
UNITED WAY OF NORTH CENTRAL FLORIDA INC 6031 NW 1ST PL GAINESVILLE, FL 32607	N/A	509a1	General Unrestricted	5,000
UNIVERSITY OF CHICAGO MEDICAL CENTER 1170 E 58TH ST CHICAGO, IL 60637	N/A	509a1	Joseph J Ceithaml Scholarship Fund	25,000
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE, FL 32604	N/A	509a1	Florida Museum of Natural History	45,000

Form 990PF Part XV Line 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*				
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE,FL 32604	N/A	509a1	Bob Graham Center, WUFT-TV, and WUFT-FM	40,000
VITAL COMMUNITIES INC 195 N MAIN ST WHITE RIV JCT,VT 05001	N/A	509a1	General Unrestricted	100,000
Total . . . . ▶ **3a**				865,000