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

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation THE NEGRI FOUNDATION aka A CA NONPROFIT PUBLIC FOUNDATION		A Employer identification number 33-0432347
Number and street (or P O box number if mail is not delivered to street address) 2275 HUNTINGTON DRIVE	Room/suite 432	B Telephone number (see instructions) (626) 578-0012
City or town, state, and ZIP code SAN MARINO, CA 91108-2640		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:		D 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 438,508		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	1,075			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	81,523	81,523	81,523	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	(408,832)			
b Gross sales price for all assets on line 6a 519,603				
7 Capital gain net income (from Part IV, line 2)			2,506	
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) STM106	300	300	300	
12 Total. Add lines 1 through 11	(325,934)	81,823	84,329	
13 Compensation of officers, directors, trustees, etc	41,600	41,600	41,600	
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STM108	800	800	800	
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STM110	3,469	3,469	3,469	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STM103	10,582	10,582	10,582	
24 Total operating and administrative expenses. Add lines 13 through 23	56,451	56,451	56,451	0
25 Contributions, gifts, grants paid	17,150			17,150
26 Total expenses and disbursements. Add lines 24 and 25	73,601	56,451	56,451	17,150
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	(399,535)			
b Net investment income (if negative, enter -0-)		25,372		
c Adjusted net income (if negative, enter -0-)			27,878	

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Operating and Administrative Expenses

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Part II Balance Sheets

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

	Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1 Cash - non-interest-bearing	8,599	215,875	215,875	
2 Savings and temporary cash investments	43,410	11,875	11,875	
3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	277,345			
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U.S. and state government obligations (attach schedule)				
b Investments - corporate stock (attach schedule) STM137	481,781	201,233	192,758	
c Investments - corporate bonds (attach schedule) STM138	10,934			
11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) STM118	26,949	18,000	18,000	
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)	849,018	446,983	438,508	
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 ▶ STM121)				
23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances				
Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> 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	849,018	446,983		
30 Total net assets or fund balances (see instructions)	849,018	446,983		
31 Total liabilities and net assets/fund balances (see instructions)	849,018	446,983		

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	849,018
2 Enter amount from Part I, line 27a	2	(399,535)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	449,483
5 Decreases not included in line 2 (itemize) ▶ STM116	5	2,500
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	446,983

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a See STM-134				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 519,603		928,435	(408,832)	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			(408,832)	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	(408,832)
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	2,506

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	9,100	346,601	0.026255
2010	31,800	186,165	0.170816
2009	31,572	631,441	0.05
2008	11,980	543,678	0.022035
2007	1,712	359,886	0.004757
2 Total of line 1, column (d)			2 0.273863
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.054773
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 240,000
5 Multiply line 4 by line 3			5 13,146
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 254
7 Add lines 5 and 6			7 13,400
8 Enter qualifying distributions from Part XII, line 4 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			8 17,150

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	254
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	254
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	254
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	7	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	254
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of JEFFREY A BUCKNER Telephone no 626-578-0012
Located at 2275 HUNTINGTON DRIVE SU 432 SAN MARINO, CA ZIP+4 91108
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
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?
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? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?

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)? Yes No
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? Yes 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? Yes No

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
JEFFREY A BUCKNER 2275 HUNTINGTON DRIVE SU 432, CA 91108	PRESIDENT 30	41,600	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		

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 FOUNDATION ORGANIZES AN ALL STAR VOLLEYBALL TOURNAMENT FOR BENEFIT OF UNION STATION HOMELESS SERVICES. FOR ADMISSION SPECTATORS DONATED TOYS.	1,072
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 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	220,000
b	Average of monthly cash balances	1b	200,000
c	Fair market value of all other assets (see instructions)	1c	20,000
d	Total (add lines 1a, b, and c)	1d	440,000
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	0
3	Subtract line 2 from line 1d	3	440,000
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	200,000
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	240,000
6	Minimum investment return. Enter 5% of line 5	6	12,000

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	12,000
2a	Tax on investment income for 2012 from Part VI, line 5	2a	254
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	254
3	Distributable amount before adjustments Subtract line 2c from line 1	3	11,746
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,746
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	11,746

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	17,150
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	17,150
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	254
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	16,896

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				11,746
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			17,330	
b Total for prior years:				
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 ▶ \$ 17,150				
a Applied to 2011, but not more than line 2a			17,150	
b Applied to undistributed income of prior years (Election required - see instructions)		31,414		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				
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			180	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				11,746
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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5) 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 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))

N/A,

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

N/A,

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year CHRONICLES GROUP 800 S PACIFIC COAST HIGHWAY 8 REDONDO BEACH CA 90277		501 (C) 3	SUPPORT URGENT SOCIAL NEEDS	4,000
BOYS AND GIRLS CLUB 1200 S CABRILLO AVE SAN PEDRO CA 90731		501 (C) 3	SUPPORT EDUCATION, SOCIAL NEEDS	3,000
SIDE OUT FOUNDATION 39995 UNIVERSITY DR FAIRFAX VA 22030		501 (C) 3	SUPPORT MEDICAL, SOCIAL NEEDS	300
MARYMOUNT COLLEGE 30800 PALOS VERDES DR WEST RANCHO PALOS VERDES CA 90275		501 (C) 3	SUPPORT EDUCATION	2,000
CABRILLO AQUARIUM 3720 STEPHEN M WHITE DR SAN PEDRO CA 90731		501 (C) 3	SUPPORT EDUCATION, SCIENCES	1,000
SAN MARINO HIGH SCHOOL 2701 HUNTINGTON DRIVE SAN MARINO CA 91108		501 (C) 3	SUPPORT EDUCATION	200
GLENDALE YMCA 140 N LOUISE ST GLENDALE CA 91206		501 (C) 3	SUPPORT EDUCATION	600
GRAND VISION 434 W 6TH ST SAN PEDRO CA 90731		501 (C) 3	SUPPORT THE ARTS	400
Total			▶	3a
b Approved for future payment				
Total			▶	3b

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 CHILDRENS HOSPITAL 4650 SUNSET BLVD MSH29 LOS ANGELES CA 90027		501 (C) 3	SUPPORT MEDICINE, SOCIAL NEEDS	3,500
EL CORAZON 11615 HESBY ST NORTH HOLLYWOOD CA 91601		501 (C) 3	SUPPORT MEDICINE	500
MAYHEM BASEBALL CLUB 10061 RIVERSIDE DR BOX 1006 NORTH HOLLYWOOD CA 91602		501 (C) 3	SUPPORT YOUTH	150
SAN MARINO LITTLE LEAGUE 2050 COURTLAND AVE SAN MARINO CA 91108		501 (C) 3	SUPPORT YOUTH	500
OUR SAVIOUR LUTHERAN 512 WEST DUARTE RD ARCADIA CA 91007		501 (C) 3	SUPPORT SOCIAL NEEDS	700
FACE AIDS 1031 FRANKLIN ST SAN FRANCISCO CA 94102		501 (C) 3	SUPPORT MEDICINE	300
Total			▶ 3a	17,150
b Approved for future payment				
Total			▶ 3b	

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**FORM 990PF, PART III, LINE 5
OTHER DECREASES SCHEDULE**

STATEMENT #116

2012 CONTRIB THAT CLEARED IN 2013	2,500
TOTAL	2,500

**FORM 990PF, PART II, LINE 13
INVESTMENTS: OTHER SCHEDULE**

**PG 01
STATEMENT #118**

<u>CATEGORY</u>	<u>BOOK VALUE (BOY)</u>	<u>BOOK VALUE (EOY)</u>	<u>FMV (EOY)</u>
ARTWORK	18,000	18,000	18,000
ETFS SILVER TRUST	8,949	_____	_____
TOTAL	26,949	18,000	18,000

**FORM 990PF, PART II, LINE 22
OTHER LIABILITIES SCHEDULE**

**PG 01
STATEMENT #121**

<u>DESCRIPTION</u>	<u>BOY AMOUNT</u>	<u>EOY AMOUNT</u>
PAYROLL TAXES	_____	_____
TOTAL	_____	_____

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FORM 990PF, PART II, LINE 10(B)
INVESTMENTS: CORPORATE STOCK SCHEDULE

STATEMENT #137

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
AVIAT NETWORKS	311		
GLOBALSTAR	95,402		
NATIONAL HEALTHCARE EX	376,936		
US NATURAL GAS LP	9,132	8,673	2,835
AMERICAN TOWER		7,419	7,727
ANNALY CAPITAL		7,282	7,020
APPLE INC		9,891	8,515
BANK OF AMERICA		1,793	2,322
CARNIVAL CORP		7,541	7,354
CISCO SYSTEMS		9,932	9,825
FACEBOOK		2,109	2,662
GOOGLE		8,582	7,781
INVENSENSE		5,783	5,000
ISHARES SILVER TRUST		10,066	8,811
MICROSOFT CORP		3,100	2,671
PROSHARES SHORT DOW 30		42,406	43,000
QUALCOMM INC		23,359	24,744
REGIONS FINANCIAL		3,671	3,565
RIVERBED TECHNOLOGY		7,513	5,916
SEADRILL		21,512	22,080
SEATTLE GENETICS		4,632	4,634
SPDR GOLD TR		4,297	4,050
SPRINT NEXTEL		1,020	1,134
WELLS FARGO		3,281	3,418
YAHOO INC		5,812	5,970
SWEDISH CREDIT CORP ELEMENTS R		1,559	1,724
TOTALS	<u>481,781</u>	<u>201,233</u>	<u>192,758</u>

STM138

FORM 990PF, PART II, LINE 10(C)
INVESTMENTS: CORPORATE BOND SCHEDULEPG 01
STATEMENT #138

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
ELEMENTS LINKED INTL COMMODITY	10,934		
TOTALS	<u>10,934</u>		

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STATEMENT #103

FORM 990PF, PART I, LINE 23 - OTHER EXPENSES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
BROKERAGE SERVICE FEE	200	200	200	0
PO BOX	225	225	225	0
BANK CHARGES	41	41	41	0
OFFICE INSURANCE	856	856	856	0
OFFICE STORAGE	668	668	668	0
SUPPLIES	684	684	684	0
TELEPHONE	1,646	1,646	1,646	0
TRAVEL	2,051	2,051	2,051	0
OUTSIDE LABOR	900	900	900	0
MISCELLANEOUS	800	800	800	0
INVESTOR INFO SUBSCRIPTION	1,244	1,244	1,244	0
SOFTWARE	75	75	75	0
VOLLEY BALL EVENT	1,072	1,072	1,072	0
ATTORNEY FEES	120	120	120	0
TOTALS	<u>10,582</u>	<u>10,582</u>	<u>10,582</u>	<u>0</u>

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THE NEGRI FOUNDATION

STATEMENT #106

FORM 990PF, PART I, LINE 11 - OTHER INCOME SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME
VOLLEYBALL TOURNAMENT -	0	0	0
TOYS COLLECTED FOR CHARITY	0	0	0
TSHIRTS	0	0	0
MEALS	0	0	0
TD AMERITRADE PROMOTIONS	300	300	300
TOTALS	<u>300</u>	<u>300</u>	<u>300</u>

PG 01

STATEMENT #108

FORM 990PF, PART I, LINE 16(B) - ACCOUNTING FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
ACCOUNTING FEES	800	800	800	0
TOTALS	<u>800</u>	<u>800</u>	<u>800</u>	<u>0</u>

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STATEMENT #110

Name(s) as shown on return

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FORM 990PF, PART I, LINE 18 - TAXES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
SOCIAL SECURITY/MEDICARE MATCH	3,182	3,182	3,182	0
UNEMPLOYMENT TAX	280	280	280	0
EMPLOYMENT TRAINING TAX	7	7	7	0
TOTALS	<u>3,469</u>	<u>3,469</u>	<u>3,469</u>	<u>0</u>

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THE NEGR I FOUNDATION

FORM 990-PF, PART IV, CAPITAL GAINS AND LOSSES INFORMATION (OVERFLOW)

STATEMENT #134

DESCRIPTION	P-PURCHASE D-DONATION	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPRECIATION	COST OR		GAINS MINUS EXCESS OR LOSSES
						OTHER BASIS	GAIN OR LOSS	
AMAZON COM	P	2012-01-01	2012-09-24	17,753		17,593	160	160
AMERICAN TOWER CORP	P	2012-01-01	2012-09-21	17,618		17,874	(256)	(256)
ANNALY CAPITAL MANAGEMENT	P	2012-06-12	2012-10-04	29,831		30,309	(478)	(478)
APPLE INC	P	2012-07-24	2012-10-08	29,207		27,240	1,967	1,967
ARMOUR RESIDENTIAL REIT	P	2012-07-09	2012-12-24	6,764		7,468	(704)	(704)
AWARE INC MASS COM	P	2012-01-01	2012-09-28	3,103		3,176	(73)	(73)
BANK OF AMERICA	P	2012-07-31	2012-11-28	10,466		9,433	1,033	1,033
BROADCOM	P	2012-07-26	2012-09-04	13,937		13,140	797	797
CARNIVAL CORP	P	2012-09-25	2012-11-28	7,641		7,541	100	100
CELSION CORPORATION	P	2012-08-23	2012-11-08	5,451		4,310	1,141	1,141
CHENIERE ENERGY	P	2012-08-14	2012-11-09	6,037		5,778	259	259
COCA COLA	P	2012-07-10	2012-09-21	18,877		19,580	(703)	(703)
COMCAST	P	2012-06-19	2012-08-28	10,160		9,408	752	752
CORNING INC	P	2012-09-20	2012-11-26	5,867		6,470	(603)	(603)
CROWN CASTLE INTL	P	2012-09-11	2012-10-17	39,104		38,386	718	718
DEAN FOODS	P	2012-08-13	2012-09-21	6,433		6,626	(193)	(193)
WALT DISNEY	P	2012-01-01	2012-09-04	19,745		18,784	961	961
DUNKIN BRANDS	P	2012-01-01	2012-06-29	17,026		18,079	(1,053)	(1,053)
GOOGLE INC	P	2012-09-28	2012-11-08	9,870		11,327	(1,457)	(1,457)
HGREGG INC	P	2012-09-14	2012-09-20	2,546		2,595	(49)	(49)
INTEL CORP	P	2012-06-19	2012-07-23	6,225		6,852	(627)	(627)
INVENSENSE	P	2012-06-07	2012-10-09	15,517		15,311	206	206
JETBLUE AIRWAYS	P	2012-06-21	2012-07-30	2,665		2,654	11	11
KINDER MORGAN	P	2012-10-18	2012-10-23	11,956		12,536	(580)	(580)
MAKO SURGICALS	P	2012-08-07	2012-10-04	4,080		3,624	456	456
MEDLEY CAPITAL	P	2012-10-17	2012-10-23	7,014		7,301	(287)	(287)
MICROSOFT CORP	P	2012-09-14	2012-10-08	17,860		18,390	(530)	(530)
NOKIA CORP	P	2012-08-31	2012-10-08	7,028		7,999	(971)	(971)
NVIDIA CORP	P	2012-08-01	2012-09-04	4,040		4,053	(13)	(13)
PROSHARES SHORT DOW 30	P	2012-01-01	2012-11-19	22,349		22,018	331	331
QUALCOMM INC	P	2012-07-09	2012-10-10	14,958		13,842	1,116	1,116
RAMBUS INC	P	2012-09-20	2012-09-27	3,640		3,513	127	127
REGIONS FINANCIAL CORP	P	2012-07-25	2012-12-24	5,680		5,487	193	193
RIVERBED TECHNOLOGY	P	2012-10-19	2012-11-19	1,715		2,274	(559)	(559)

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THE NEGRI FOUNDATION

FORM 990-PF, PART IV, CAPITAL GAINS AND LOSSES INFORMATION (OVERFLOW)

STATEMENT #134

DESCRIPTION	P-PURCHASE D-DONATION	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPRECIATION	COST OR		GAINS MINUS EXCESS OR LOSSES
						OTHER BASIS	GAIN OR LOSS	
ROUNDYS INC	P	2012-06-06	2012-06-18	9,900		10,478	(578)	(578)
RUBICON MINERALS	P	2012-09-21	2012-12-21	8,285		8,202	83	83
SEATTLE GENETICS INC	P	2012-06-11	2012-10-18	5,457		4,632	825	825
SPRINT NEXTEL	P	2012-09-11	2012-12-24	4,492		4,080	412	412
TELEFONICA DE ESPANA	P	2012-01-01	2012-07-25	3,069		3,612	(543)	(543)
WELLS FARGO	P	2012-01-01	2012-09-12	13,740		13,062	678	678
PACIFAC DRILLING SA	P	2012-10-03	2012-10-17	5,019		4,897	122	122
ISHARES SILVER	P	2012-01-01	2012-11-29	6,621		6,709	(88)	(88)
PROSHARES ULTRASHORT	P	2012-01-01	2012-09-07	24,072		25,191	(1,119)	(1,119)
SPDR GOLD TR	P	2012-01-01	2012-12-24	7,329		7,734	(405)	(405)
UNITED STATES NAT GAS	P	2012-01-01	2012-08-03	12,252		10,516	1,736	1,736
AVIAT NETWORKS	P	2011-01-01	2012-09-18	147		311	(164)	(164)
SWEDISH CREDIT CORP ELEMENTS ROGERS	P	2011-01-01	2012-11-30	13,410		9,647	3,763	3,763
UNITED STATES NAT GAS FUND	P	2011-01-01	2012-09-12	1,650		4,696	(3,046)	(3,046)
GLOBALSTAR	P	2012-01-01	2012-09-18	156		156		156
ISHARES SILVER TRUST	P	2012-01-01	2012-12-31	23		23		23
SPDR GOLD TR	P	2012-01-01	2012-12-11	10		10		10
NATIONAL HEALTHCARE EXCHANGE	P	2005-03-17	2012-06-27	1,796		376,936	(375,140)	(375,140)
UNITED STATES NATURAL GAS	P	2010-07-27	2012-03-05	10		32	(22)	(22)
EFTS SILVER TRUST	P	2012-01-01	2012-01-01	2		2		2
NOTE BASIS ADJUSTMENT						36,729	(36,729)	(36,729)
TOTAL				519,603		928,435	(408,832)	(408,832)

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INTEREST AND DIVIDENDS

Description	Amount
NHCR NOTE 1	\$ 11,556
NHCR NOTE 2	64,500
OTHER INTEREST	831
RAYMOND JAMES INTEREST	10
TD AMERITRADE DIVIDENDS	4,562
TD AMERITRADE INTEREST	5
WELLS FARGO	59
Total:	\$ 81,523

INTEREST AND DIVIDENDS

Description	Amount
NHCR NOTE 1	\$ 11,556
NHCR NOTE 2	64,500
OTHER INTEREST	831
RAYMOND JAMES INTEREST	10
TD AMERITRADE DIVIDENDS	4,562
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INTEREST AND DIVIDENDS

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