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

2012

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

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

**EVALYN M. BAUER FOUNDATION
ONE WORLD TRADE CENTER #1280
LONG BEACH, CA 90831-1280**

A Employer identification number
33-0669419

B Telephone number (see the instructions)
(562) 432-0909

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 31,425,723.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	123,326.	123,326.	123,326.	
4	Dividends and interest from securities	634,405.	634,405.	634,405.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	59,556.			
b	Gross sales price for all assets on line 6a	3,795,941.			
7	Capital gain net income (from Part IV, line 2)		59,556.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
	SEE STATEMENT 1	8,321.	8,321.		
12	Total. Add lines 1 through 11.	825,608.	825,608.	757,731.	
13	Compensation of officers, directors, trustees, etc				150,000.
14	Other employee salaries and wages				5,000.
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE ST 2				40,000.
b	Accounting fees (attach sch) SEE ST 3				2,000.
c	Other prof fees (attach sch) SEE ST 4				
17	Interest				
18	Taxes (attach schedule)(see instrs) SEE STM 5	34,221.	34,221.		
19	Depreciation (attach sch) and depletion				
20	Occupancy	22,629.	22,629.		
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
	SEE STATEMENT 6	19,126.	19,126.		
24	Total operating and administrative expenses. Add lines 13 through 23	381,783.	184,774.		197,000.
25	Contributions, gifts, grants paid PART XV	1,525,000.			1,525,000.
26	Total expenses and disbursements. Add lines 24 and 25.	1,906,783.	184,774.	0.	1,722,000.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements.	-1,081,175.			
b	Net investment income (if negative, enter -0-)		640,834.		
c	Adjusted net income (if negative, enter -0-)			757,731.	

SCANNED MAY 29 2013

ADMINISTRATIVE AND EXPENSES

RE 825,608
150,000
MAY 29 2013
75,000
11,045
9,201

P 10

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	36,908.	53,901.	53,901.
	2	Savings and temporary cash investments	1,363,186.	1,720,248.	1,720,248.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) STATEMENT 7...	19,997,157.	18,196,353.	22,496,879.
	c	Investments – corporate bonds (attach schedule)	182,511.		
	11	Investments – land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) STATEMENT 8..	6,535,273.	7,063,467.	7,153,863.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe SEE STATEMENT 9)	941.	832.	832.	
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	28,115,976.	27,034,801.	31,425,723.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	28,115,976.	27,034,801.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	28,115,976.	27,034,801.		
31	Total liabilities and net assets/fund balances (see instructions)	28,115,976.	27,034,801.		

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	28,115,976.
2	Enter amount from Part I, line 27a	2	-1,081,175.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	27,034,801.
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	27,034,801.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a AS PER SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
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 3,795,941.		3,736,385.	59,556.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			59,556.
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	59,556.
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	0.

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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	1,567,000.	34,336,163.	0.045637
2010	1,437,250.	32,091,775.	0.044786
2009	1,765,985.	28,817,868.	0.061281
2008	1,881,693.	34,713,384.	0.054207
2007	1,762,000.	39,650,951.	0.044438

2 Total of line 1, column (d)	2	0.250349
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	0.050070
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	31,460,651.
5 Multiply line 4 by line 3	5	1,575,235.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,408.
7 Add lines 5 and 6	7	1,581,643.
8 Enter qualifying distributions from Part XII, line 4	8	1,722,000.

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 VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,408.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	6,408.
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	6,408.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012.	6 a	20,000.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d.	7	20,000.	
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		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		13,592.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 13,592. Refunded 0.	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation . . . \$ 0. (2) On foundation managers . . . \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VIIA 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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address _____ ▶ N/A	13	X	
14	The books are in care of ▶ <u>SOFIA MANGUS</u> Telephone no. ▶ <u>(562) 432-0909</u> Located at ▶ <u>ONE WORLD TRADE CENTER, #1280 LONG BEACH CA</u> ZIP + 4 ▶ <u>90831-1280</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> N/A and enter the amount of tax-exempt interest received or accrued during the year. _____ ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? _____	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶			

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1 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 _____ ▶ <input type="checkbox"/>	1 b	N/A
1 c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? _____	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.) _____	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) _____	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? _____	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? _____	4 b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No N/A

5 b	N/A	
6 b		X
7 b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LORAIN S. ACKERMAN 3291 GILBERT DRIVE HUNTINGTON BEACH, CA 92649	PRES/DIRECTO 24.00	50,000.	0.	0.
NANCY GAINES 5489 ANAHEIM ROAD LONG BEACH, CA 90815	SEC/CFO/DIRE 24.00	50,000.	0.	0.
LEE ACKERMAN 3291 GILBERT DRIVE HUNTINGTON BEACH, CA 92649	VP/DIRECTOR 24.00	50,000.	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
SOFIA MANGUS 1028 CRANBROOK TORRANCE, CA 90503	OFFICE MANAGE 32	60,552.	0.	0.

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1a	30,724,128.
b Average of monthly cash balances	1b	1,214,787.
c Fair market value of all other assets (see instructions)	1c	832.
d Total (add lines 1a, b, and c)	1d	31,939,747.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	31,939,747.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	479,096.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	31,460,651.
6 Minimum investment return. Enter 5% of line 5	6	1,573,033.

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	1,573,033.
2a Tax on investment income for 2012 from Part VI, line 5.	2a	6,408.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	6,408.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,566,625.
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	1,566,625.
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	1,566,625.

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	1,722,000.
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	1,722,000.
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	6,408.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,715,592.

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				1,566,625.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			1,667,151.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>1,722,000.</u>				
a Applied to 2011, but not more than line 2a			1,667,151.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount				54,849.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				1,511,776.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
 NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
 NONE

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

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

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
<p><i>a Paid during the year</i> SEE ATTACHED SCHEDULE SEE ATTACHED SCHEDULE LONG BEACH, CA 90802</p>	UNRELATED	GOOD	GENERAL COMMUNITY SUPPORT	1,525,000.
<p>Total ▶ 3a</p>				1,525,000.
<p><i>b Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				

CLIENT 001

EVALYN M. BAUER FOUNDATION

33-0669419

5/09/13

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAINS DISTRIB'N.	\$ 7,996.	7,996.	
MISC. OTHER RECEIPTS	325.	325.	
TOTAL	<u>\$ 8,321.</u>	<u>8,321.</u>	<u>0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICES	\$ 75,000.	\$ 35,000.		\$ 40,000.
TOTAL	<u>\$ 75,000.</u>	<u>\$ 35,000.</u>	<u>\$ 0.</u>	<u>\$ 40,000.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX SERVICES. . .	\$ 11,045.	\$ 9,045.		\$ 2,000.
TOTAL	<u>\$ 11,045.</u>	<u>\$ 9,045.</u>	<u>\$ 0.</u>	<u>\$ 2,000.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT SERVICES	\$ 9,210.	\$ 9,201.		
TOTAL	<u>\$ 9,210.</u>	<u>\$ 9,201.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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**STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990PF EXCISE TAX...	\$ 13,204.	\$ 13,204.		
FOREIGN TAXES PAID	16,075.	16,075.		
PAYROLL TAXES	4,942.	4,942.		
TOTAL	\$ 34,221.	\$ 34,221.	\$ 0.	\$ 0.

**STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CALIF. FILING FEES	\$ 822.	\$ 822.		
COST BASIS ADJUSTMENT	2,505.	2,505.		
INSURANCE	3,449.	3,449.		
OFFICE SUPPLIES/EXPENSES	3,656.	3,656.		
PARKING	150.	150.		
PAYROLL PROCESSING	1,767.	1,767.		
PHONE EXPENSES	2,699.	2,699.		
SEMINARS/EDUCATION	736.	736.		
SHARED OFFICE EXPENSES	2,359.	2,359.		
SUBSCRIPTIONS/DUES	983.	983.		
TOTAL	\$ 19,126.	\$ 19,126.	\$ 0.	\$ 0.

**STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS**

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AS PER DETAIL ATTACHED/CORP STOCK	MKT VAL	\$ 18,196,353.	\$ 22,496,879.
	TOTAL	<u>\$ 18,196,353.</u>	<u>\$ 22,496,879.</u>

**STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER**

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SHORT OPTIONS	COST	\$ 0.	\$ 0.
OTHER SECURITIES			
UBS SELECT PRIME INSTIT'NL FUND	COST	4,428,938.	4,428,938.
UBS STRUCTURED PRODUCTS	MKT VAL	1,499,977.	1,482,452.

FORM 990-PF for Year 2012
 EVALYN M. BAUER FOUNDATION 33-0669419

Part II, Line 10 b - Investments: Corporate Stock

	NUMBER OF SHARES	BOOK VALUE COST BASIS	FAIR MARKET VALUE
AETNA INC	5,000	126,765	231,550
AIG SERIES A-5 7.7%	4,000	100,000	101,640
ALCOA, INC.	5,000	167,655	43,400
ALCOA, INC.	2,000	71,874	17,360
ALCOA, INC.	2,000	68,238	17,360
ALCOA, INC.	2,000	70,138	17,360
ALCOA, INC.	5,000	171,096	43,400
ALCOA, INC.	5,000	146,022	43,400
ALCOA, INC.	5,000	74,309	43,400
ALCOA, INC.	5,000	49,969	43,400
ALCOA, INC.	5,000	52,996	43,400
ALCOA, INC.	10,000	79,764	86,800
ALCOA, INC.	4,000	30,063	34,720
ALCOA, INC.	4,000	27,652	34,720
ALCOA, INC.	6,000	65,765	52,080
ALLEGHENY TECHNOLOGY, INC	2,000	120,162	60,720
ALLEGHENY TECHNOLOGY, INC	2,000	119,580	60,720
ALLEGHENY TECHNOLOGY, INC	1,000	59,402	30,360
ALLEGHENY TECHNOLOGY, INC	2,000	111,256	60,720
ALLEGHENY TECHNOLOGY, INC	2,000	97,597	60,720
ALLEGHENY TECHNOLOGY, INC	1,000	43,745	30,360
ALLEGHENY TECHNOLOGY, INC	2,000	88,242	60,720
ALLIANZ SE ADR	10,000	78,481	138,200
ALLIANZ SE 8.375%	4,000	103,085	102,500
AMGEN	611	34,298	52,668
ANADARKO PETRO CORP	5,000	216,705	371,550
ANADARKO PETRO CORP	10,000	593,473	743,100
ANGLOGOLD ASHANTI, LTD	5,000	82,752	156,850
ANGLOGOLD ASHANTI, LTD	5,000	140,140	156,850
ANGLOGOLD ASHANTI, LTD	5,000	142,255	156,850
ANGLOGOLD ASHANTI, LTD	4,000	128,285	125,480
ANGLOGOLD ASHANTI, LTD	1,000	32,040	31,370
ANGLOGOLD ASHANTI, LTD	1,000	31,755	31,370
ANGLOGOLD ASHANTI, LTD	1,000	31,730	31,370
ANGLOGOLD ASHANTI, LTD	2,000	63,360	62,740
ANGLOGOLD ASHANTI, LTD	1,000	31,677	31,370
ANGLOGOLD ASHANTI, LTD	6,160	151,626	193,239
ASHLAND, INC	2,000	105,844	160,820

* Reflects stock dividend/split.

** Reflects share exchange (old for new).

*** Spin-off.

FORM 990-PF for Year 2012
 EVALYN M. BAUER FOUNDATION 33-0669419

Part II, Line 10 b - Investments: Corporate Stock

	NUMBER OF SHARES	BOOK VALUE COST BASIS	FAIR MARKET VALUE
BANK OF AMERICA CORP	2,500	113,702	29,025
BANK OF AMERICA CORP	12,500	535,341	145,125
BANK OF AMERICA CORP	5,000	66,701	58,050
BANK OF AMERICA CORP	10,000	115,978	116,100
BARCLAYS PLC	5,000	215,847	86,600
BARCLAYS PLC	1,071	24,697	18,550
BARCLAYS BANK PLC 7.1%	4,000	100,000	100,240
BARCLAYS BANK PLC 7.75%	4,000	100,000	100,720
BARCLAYS BANK PLC 8.125%	4,000	100,000	101,720
BARRICK GOLD CORP	450	9,148	15,754
BARRICK GOLD CORP	5,000	90,442	175,050
BARRICK GOLD CORP	2,650	23,913	92,776
BARRICK GOLD CORP	10,000	165,055	350,100
BOEING COMPANY	2,000	94,380	150,720
BOEING COMPANY	3,000	122,630	226,080
BOEING COMPANY	2,500	161,744	188,400
CAMECO CORP CANADA	6,000	52,215	118,320
CAMECO CORP CANADA	2,000	90,483	39,440
CHEVRON CORP	858	50,890	92,784
CHEVRON CORP	6,000	196,593	648,840
CHEVRON CORP	4,142	249,774	447,916
CHEVRON CORP	4,000	226,890	432,560
CLIFFS NATURAL RESOURCES	2,000	107,135	77,140
CLIFFS NATURAL RESOURCES	2,000	99,733	77,140
CLIFFS NATURAL RESOURCES	6,000	232,811	231,420
COACH, INC	2,000	99,940	111,020
COMPANIA DE MINAS BUENAVENTURA	10,000	62,488	359,500
COMPANIA DE MINAS BUENAVENTURA	4,000	44,005	143,800
COMPANIA DE MINAS BUENAVENTURA	6,000	66,060	215,700
COMPANIA DE MINAS BUENAVENTURA	10,000	112,255	359,500
CONOCO PHILLIPS	5,000	227,112	289,950
CONOCO PHILLIPS	3,000	146,308	173,970
CONOCO PHILLIPS	2,000	66,296	115,980
CONS ENERGY INC	3,000	83,031	96,300
DOW CHEMICAL	5,000	168,188	161,645
EXXON MOBIL CORP	7,920	295,505	685,476
EXXON MOBIL CORP	1,000	59,156	86,550
EXXON MOBIL CORP	1,080	96,092	93,474

* Reflects stock dividend/split.

** Reflects share exchange (old for new).

*** Spin-off.

FORM 990-PF for Year 2012
 EVALYN M. BAUER FOUNDATION 33-0669419

Part II, Line 10 b - Investments: Corporate Stock

	NUMBER OF SHARES	BOOK VALUE COST BASIS	FAIR MARKET VALUE
FANNIE MAE	3,200	62,918	816
FARMERS & MERCHANTS BANK	147	274,174	633,570
FEDERAL NATIONAL MORTGAGE ASSN 8.25%	20,000	500,000	42,200
FLUOR CORP	5,000	379,414	293,700
FREEMONT-MCMORAN COPPER & GOLD INC	10,000	125,210	342,000
GLAXO SMITHKLINE PLC ADR	4,324	48,355	187,964
GOLD FIELDS LTD	10,000	110,755	124,900
GOLD FIELDS LTD	5,000	51,755	62,450
GOLD FIELDS LTD	7,500	49,356	93,675
HARMONY GOLD MINING CO LTD	5,000	45,755	44,800
HARMONY GOLD MINING CO LTD	5,000	49,705	44,800
HARTFORD FINANCIAL SERVICE GROUP	5,000	70,637	112,200
HARTFORD FINANCIAL SERVICE GROUP	5,000	52,444	112,200
HARTFORD FINANCIAL SERVICE GROUP	5,000	83,605	112,200
HARTFORD FINANCIAL SERVICE GROUP	2,000	33,832	44,880
HECLA MINING	15,000	66,155	87,450
HECLA MINING	10,000	37,231	58,300
HECLA MINING	3,000	23,585	17,490
HECLA MINING	3,000	22,505	17,490
HECLA MINING	4,000	29,992	23,320
HONEYWELL INTL, INC.	10,000	345,505	634,700
ING GROEP 7.375%	4,000	100,000	99,960
JOHNSON CONTROLS, INC	5,000	148,419	153,350
JOHNSON & JOHNSON	2,500	156,097	175,250
JP MORGAN CHASE CORP CAP XIV CAP 6.2%	6,000	150,000	152,640
MACK-CALI REALTY CORP	7,500	194,050	195,825
MACK-CALI REALTY CORP	5,000	134,737	130,550
MANITOWOC CO	10,000	50,678	156,800
METLIFE INC	3,000	96,910	98,797
METLIFE INC	353	11,590	11,624
METLIFE INC	353	11,602	11,624
METLIFE INC	353	11,607	11,624
METLIFE INC	3,000	113,634	98,820
METLIFE INC 5.0%	500	23,180	22,235
METLIFE INC 5.0%	500	23,204	22,235
METLIFE INC 5.0%	500	23,213	22,235
MYLAN LABORATORIES	5,000	93,036	137,250
MYLAN LABORATORIES	5,000	71,116	137,250

* Reflects stock dividend/split.

** Reflects share exchange (old for new).

*** Spin-off.

FORM 990-PF for Year 2012
 EVALYN M. BAUER FOUNDATION 33-0669419

Part II, Line 10 b - Investments: Corporate Stock

	NUMBER OF SHARES	BOOK VALUE COST BASIS	FAIR MARKET VALUE
MYLAN LABORATORIES	10,000	121,889	274,500
NEWMONT MINING CORP	2,093	50,631	97,199
NEWMONT MINING CORP	10,407	343,454	483,301
NUCOR CORP	5,000	251,305	215,800
PARTNERRE LTD ORD	2,750	55,618	221,348
PARTNERRE LTD 6.5% PFD STK	6,000	150,000	151,080
PETROLEO BRASILEIRO SA	20,000	66,625	386,200
PETROLEO BRASILEIRO SA	5,000	16,720	96,550
PFIZER, INC	15,000	369,311	376,185
PHILLIPS 66	2,500	71,613	132,750
PHILLIPS 66	1,500	46,133	79,650
PHILLIPS 66	1,000	20,904	53,100
PLAINS EXPLORATION & PRODUCTION CO	2,000	54,284	93,881
ROYAL BANK OF SCOTLAND 7.25%	8,000	200,000	191,280
ROYAL DUTCH SHELL PLC	7,000	320,395	482,650
ROYAL DUTCH SHELL PLC	3,000	137,460	206,850
ROYAL DUTCH SHELL PLC	5,000	223,250	344,750
ROYAL DUTCH SHELL PLC	2,500	111,514	172,375
ROYAL DUTCH SHELL PLC	2,500	111,575	172,375
3M CO	5,000	347,670	464,250
3M CO	2,000	155,992	185,700
3M CO	3,000	222,615	278,550
UBS AG NEW 2006	815	36,922	12,828
UBS AG NEW 2006	2,000	95,660	31,480
UBS AG NEW 2006	6,000	231,644	94,441
UBS AG NEW 2006	2,000	66,523	31,480
UBS AG NEW 2006	1,100	-	17,314
UBS AG NEW 2006	8,085	162,913	127,258
UNITED STATES STEEL CORP	2,000	64,537	47,700
UNITED STATES STEEL CORP	5,000	86,195	119,250
UNITED STATES STEEL CORP	3,000	135,353	71,550
VALERO ENERGY CORP	5,000	241,555	170,600
VALERO ENERGY CORP	2,500	81,175	85,300
VALERO ENERGY CORP	2,500	46,662	85,300
UBS TOTAL		17,356,396	21,562,071

* Reflects stock dividend/split.

** Reflects share exchange (old for new).

*** Spin-off.

FORM 990-PF for Year 2012
 EVALYN M. BAUER FOUNDATION 33-0669419

Part II, Line 10 b - Investments: Corporate Stock

	NUMBER OF SHARES	BOOK VALUE COST BASIS	FAIR MARKET VALUE
SPDR SER TR S&P REGL BKG ETF	1,357	35,335	37,955
VANGUARD APPRECIATION INDEX FD	1,987	95,351	118,366
VANGUARD BOND INDEX FD INC SHT TERM	6,103	491,479	494,282
VANGUARD FTSE ALL WORLD EX-US FD	2,582	85,060	118,127
VANGUARD TOTAL BOND MKT FD	1,059	87,856	88,987
VANGUARD TOTAL STK MKT FD	1,052	44,876	77,091
FIDELITY TOTAL		<u>839,957</u>	<u>934,808</u>
TOTAL		<u>\$ 18,196,353</u>	<u>\$ 22,496,879</u>

* Reflects stock dividend/split.

** Reflects share exchange (old for new).

*** Spin-off.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER SECURITIES

UBS HEDGE FUND	COST	\$	303,000.	\$	308,455.
FIDELITY SEC. MUTUAL FUND	COST		831,552.		934,018.
		TOTAL	<u>\$ 7,063,467.</u>		<u>\$ 7,153,863.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
DIVIDENDS RECEIVABLE	\$ 432.	\$ 432.
PETTY CASH FUND	200.	200.
POSTAGE RESERVE	200.	200.
TOTAL	<u>\$ 832.</u>	<u>\$ 832.</u>

FORM 990-PF for Year 2012
 EVALYN M. BAUER FOUNDATION 33-0669419

Part II, Line 13 - Investments: Other

	NUMBER OF SHARES	BOOK VALUE COST BASIS	FAIR MARKET VALUE
UBS SELECT PRIME INSTITUTIONAL FUND	4,428,938	4,428,938	4,428,938
STRUCTURED PRODUCTS - ROYAL BANK OF CANADA 8.5%	100	100,000	100,199
STRUCTURED PRODUCTS - ROYAL BANK OF CANADA 7.5%	100	100,000	99,996
STRUCTURED PRODUCTS - UBS AG CAR AOS GDX	10,000	100,000	109,520
STRUCTURED PRODUCTS - DEUTSCHE BANK AG AIRBAG YON X	100	100,000	100,616
STRUCTURED PRODUCTS - JP MORGAN CHASE TRIGGER PAOS COH	20,000	200,000	198,200
STRUCTURED PRODUCTS - JP MORGAN CHASE TRIGGER PAOS GLW	10,000	100,000	99,000
STRUCTURED PRODUCTS - DEUTSCHE BANK AG AIRBAG AYON AAPL	1,000	100,000	96,717
STRUCTURED PRODUCTS - DEUTSCHE BANK AG AIRBAG YON FCX	1,000	200,000	190,963
STRUCTURED PRODUCTS - UBS AG TRIGGER YON MET	2,925	99,977	97,101
STRUCTURED PRODUCTS - UBS AG TRIGGER PAOS MSFT	20,000	200,000	187,360
STRUCTURED PRODUCTS - UBS AG TRIGGER PAOS SLB	20,000	200,000	202,780
		1,499,977	1,482,452
HEDGE FUNDS - O'CONNOR GLOBAL MULTI STRATEGY ALPHA LTD	-	303,000	308,455
UBS TOTAL		6,231,915	6,219,845
MUTUAL FUNDS			
ARTIO TOTAL RETURN BOND FUND CL I	14,170.323	190,516	194,133
JENSEN QUALITY GROWTH FUND CLASS I	3,887.325	89,154	115,726
JOHN HANCOCK US EQUITY FD CLASS I	9,595.712	81,704	109,007
LAZARD GLOBAL LISTED INFRASTRUCTURE INSTL	3,516.095	38,114	38,536
LEGG MASON CBA APPRECIATION CL I	7,223.000	88,777	112,676
PIMCO TOTAL RETURN INSTL CL	16,370.036	179,578	183,999
PNC ULTRA SHORT BOND FD CL I	4,234.511	42,260	42,260
RS GLOBAL NATURAL RESOURCES FUND CL Y	1,546.775	47,945	57,586
ROYCE SPECIAL EQUITY INVESTMENT CL	1,832.700	38,138	38,726
SCOUT INTERNATIONAL FUND	1,240.442	35,365	41,369
FIDELITY TOTAL		831,552	934,018
TOTAL		7,063,467	7,153,863

EVALYN M. BAUER FOUNDATION
SCHEDULE OF CONTRIBUTIONS
2012

<u>NAME</u>	<u>PURPOSE</u>	<u>CODE</u>	<u>AMOUNT</u>
American Red Cross-Greater Long Beach Chapter 3150 E. 29 th Street Long Beach, CA 90806	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 10,000
American Merchant Marine Veterans Memorial Committee, Inc. 533 N. Marine Ave. Wilmington, CA 90744	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 500
Apostleship Of The Sea 870 West Eighth Street San Pedro, CA 90731	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 10,000
Aquarium Of The Pacific 100 Aquarium Way Long Beach, CA 90802	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 5,000
Avalon Medical Development Corporation P.O Box 1563 Avalon, CA 90704	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 50,000
Bishop Museum 1525 Bernice Street Honolulu, HI 96817	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 30,000
Boys & Girls Club of San Pedro 1200 S. Cabrillo Avenue San Pedro, CA 90731	General Purpose, Discretionary	501(c)(3) Publ Char	\$ 5,000
Boys & Girls Clubs of Long Beach 3635 Long Beach Blvd. Long Beach, CA 90807	General Purpose Discretionary	501(c)(3) Publ Char	\$ 75,000
California Community Foundation 221 S. Figueroa Street, Suite 400 Los Angeles, CA 90012	Donor Advised Fund Discretionary	501(c)(3) Publ Char	\$176,000
California Families In Focus 6475 E. Pacific Coast Highway #191 Long Beach, CA 90803	General Purpose Discretionary	501(c)(3) Publ Char	\$ 2,000

California State University Long Beach Fnd. 1250 Bellflower Blvd., BAC Ste 202 Long Beach, CA 90840	EBM Japanese Garden	501(c)(3) Publ Char	\$ 1,000
Camp Fire USA 7070 E. Carson Street Long Beach, CA 90808	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Catalina Island Museum Society, Inc. P.O. Box 366 Avalon, CA 90704	General Purpose Discretionary	501(c)(3) Publ Char	\$ 26,000
Children Health Fund 215 West 125 th Street, Ste 301 New York, NY 10027	General Purpose Discretionary	501(c)(3) Publ Char	\$ 20,000
Craig Williams Elementary School PTA P.O.Box 4436 Lakewood, CA 90711	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
CSULB 49er Foundation 1250 Bellflower Blvd., BAC Ste 203 Long Beach, CA 90840	EBM Japanese Garden	501(c)(3) Publ Char	\$ 1,000
CSULB 49er Foundation 1250 Bellflower Blvd., BH-387 Long Beach, CA 90840	President's Scholars Program	501(c)(3) Publ Char	\$ 50,000
Don Bosco Technical Institute 1151 San Gabriel Blvd. Rosemead, CA 91770	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Families of Spinal Muscular Atrophy P.O. Box 196 Libertyville, IL 60048-0196	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Friends of The Cerritos Center for the Performing Arts 12700 Center Court Drive Cerritos, CA 90703	Arts Education	501(c)(3) Publ Char	\$ 7,000
Golden Minutes Ministries P.O Box 8399 Long Beach, CA 90808	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
Hawaii Public Radio 738 Kaheka Street, Suite 101 Honolulu, HI 96814	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000

Helpline Youth Counseling 12440 E. Firestone Blvd., Suite 1000 Norwalk, CA 90650	General Purpose Discretionary	501(c)(3) Publ Char	\$ 4,000
Historical Society of Long Beach 4260 Atlantic Avenue Long Beach, CA 90807	General Purpose Discretionary	501(c)(3) Publ Char	\$ 2,000
Holy Family Parish School 1122 East Robidoux Street Wilmington, CA 90744	General Purpose Discretionary	501(c)(3) Publ Char	\$ 2,000
International City Theatre 110 Pine Avenue, Suite 820 Long Beach, CA 90802	General Purpose Discretionary	501(c)(3) Publ Char	\$ 75,000
KCET Community Television of Southern California 2900 W. Alameda Avenue, Suite 600 Burbank, CA 91505	General Purpose Discretionary	501(c)(3) Publ Char	\$ 1,000
KOCE-TV Foundation 3080 Bristol Street Suite 400 Costa Mesa, CA 92626	General Purpose Discretionary	501(c)(3) Publ Char	\$ 1,000
KUSC P.O. Box 77913 Los Angeles, CA 90007	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Lakeside Hospice Inc. P.O. Box 544 Pell City, Alabama 35125	General Purpose Discretionary	501(c)(3) Publ Char	\$ 8,000
Leadership Long Beach Inc 743 Atlantic Avenue Long Beach, CA 90813	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
Long Beach Ballet Arts Center 1122 E. Wardlow Road Long Beach, CA 90807	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
Long Beach Bar Foundation 3515 Linden Avenue Long Beach, CA 90807	Scholarship Program	501(c)(3) Publ Char	\$ 5,000
Long Beach Bar Foundation 3515 Linden Avenue Long Beach, CA 90807	Shortstop-Juvenile Crime Diversion Program	501(c)(3) Publ Char	\$ 5,000

Long Beach Community Players Inc 5021 East Anaheim Street Long Beach, CA 90804	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Long Beach Day Nursery 1548 Chestnut Avenue Long Beach, CA 90813	Scholarship Program	501(c)(3) Publ Char	\$ 5,000
Long Beach Day Nursery 1548 Chestnut Avenue Long Beach, CA 90813	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Long Beach Heritage Coalition P.O. Box 92521 Long Beach, CA 90809	General Purpose Discretionary	501(c)(3) Publ Char	\$ 2,000
Long Beach K 9 Officers Association P.O. Box 17366 Long Beach, CA 90807	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Long Beach Museum of Art Foundation 2300 E. Ocean Boulevard Long Beach, CA 90803	General Purpose Discretionary	501(c)(3) Publ Char	\$ 35,000
Long Beach Opera 507 Pacific Avenue Long Beach, CA 90802	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
Long Beach Rescue Mission P.O. Box 1969 Long Beach, CA 90801	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Long Beach Symphony Association 555 East Ocean Blvd., Suite 106 Long Beach, CA 90802	General Purpose Discretionary	501(c)(3) Publ Char	\$ 40,000
Los Angeles Challenge Corporation 501 Deep Valley Drive, Ste 202 Rolling Hills Estate, CA 90274	General Purpose Discretionary	501(c)(3) Publ Char	\$ 3,000
Los Angeles Rifle & Revolver Club 3831 Gundry Avenue Long Beach, CA 90807	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000

Note: Donation given on 1/24/12. Exempt Status Revoked on February 22, 2012

Memorial Medical Center Foundation 2801 Atlantic Avenue Long Beach, CA 90801	General Purpose Discretionary	501(c)(3) Publ Char	\$ 50,000
Musical Theatre West 4350 E. 7 th Street Long Beach, CA 90804	General Purpose Discretionary	501(c)(3) Publ Char	\$ 33,000
National Disaster Search Dog Foundation 501 East Ojai Avenue Ojai, CA 93023	General Purpose Discretionary	501(c)(3) Publ Char	\$ 30,000
Nativity Catholic Church 1447 Engracia Avenue Torrance, CA 90501	General Purpose Discretionary	501(c)(3) Publ Char	\$ 12,000
Newcomb Academy Foundation Inc 3351 Val Verde Avenue Long Beach, CA 90808	General Purpose Discretionary	501(c)(3) Publ Char	\$ 2,500
One Legacy 221 S. Figueroa St., Suite #500 Los Angeles, CA 90057	General Purpose Discretionary	501(c)(3) Publ Char	\$ 1,000
Operation Smile, Inc. 6435 Tidewater Dr. Norfolk, VA 23509	General Purpose Discretionary	501(c)(3) Publ Char	\$ 20,000
Our Lady of Refuge Church 5195 Sterns Street Long Beach, CA 90815	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Pacific Coast Sailing Foundation 5489 East Ocean Blvd. Long Beach, CA 90803	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
Palma Promotions, Incorporated PO Box 441 Mineral, VA 23117	General Purpose Discretionary	501(c)(3) Publ Char	\$ 3,000
Pathways Volunteer Hospice 3701 Michelson St. Lakewood, CA 90712	General Purpose Discretionary	501(c)(3) Publ Char	\$ 1,000
Precious Life Shelter Inc PO Box 414 Los Alamitos, CA 90720	General Purpose Discretionary	501(c)(3) Publ Char	\$ 1,000

Public Corporation For The Arts 350 Elm Avenue Long Beach, CA 90802	General Purpose Discretionary	501(c)(3) Publ Char	\$ 25,000
Rancho Los Alamitos Foundation 6400 E. Bixby Hill Rd Long Beach, CA 90815	General Purpose Discretionary	501(c)(3) Publ Char	\$ 15,000
Ronald McDonald House Charities of Southern California 500 E. 27 th Street Long Beach, CA 90806	General Purpose Discretionary	501(c)(3) Publ Char	\$ 25,000
Salesian Boys and Girls Club of Los Angeles 3218 Wabash Ave. Los Angeles, CA 90063	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Salvation Army 455 E. Spring Street Long Beach, CA 90806	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
Santa Catalina Island Conservancy 330 Golden Shore, Suite 170 Long Beach, CA 90802	General Purpose Discretionary	501(c)(3) Publ Char	\$100,000
Special Olympics Southern California 6730 E. Carson Street Long Beach, CA 90808	General Purpose Discretionary	501(c)(3) Publ Char	\$ 1,000
St. Jude Memorial Foundation 1440 N. Harbor Blvd., Ste 200 Fullerton, CA 92835	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
St. Mary Medical Center Foundation 1050 Linden Avenue Long Beach, CA 90813	General Purpose Discretionary	501(c)(3) Publ Char	\$205,000
Steel Magnolias 6216 E. Pacific Coast Highway PO Box 352 Long Beach, CA 90803	General Purpose Discretionary	501(c)(3) Publ Char	\$ 40,000
The Coast Guard Foundation, Inc. 394 Taugwonk Road Stonington, CT 06378	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000

The Lawndale Elementary School District Educational Foundation 4161 W. 147 th Street Lawndale, CA 90260	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Toberman Neighborhood Center, Inc. 131 North Grand Avenue San Pedro, CA 90731	General Purpose Discretionary	501(c)(3) Publ Char	\$ 4,000
University of Southern California University Park 699 Exposition Blvd., Suite 300 Los Angeles, CA 90089	General Purpose Discretionary	501(c)(3) Publ Char	\$120,000
Vanguard University of Southern California 55 Fair Drive Costa Mesa, CA 92626	General Purpose Discretionary	501(c)(3) Publ Char	\$ 5,000
Young Men's Christian Association 15530 Woodruff Avenue Bellflower, CA 90706	General Purpose Discretionary	501(c)(3) Publ Char	\$ 15,000
Young Men's Christian Association of Greater Long Beach 3605 Long Beach Blvd., Suite 210 Long Beach, CA 90807	General Purpose Discretionary	501(c)(3) Publ Char	\$ 10,000
		TOTAL DONATIONS	\$ 1,525,000

