[redacted]

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2012

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

AROMA FOUNDATION
6469 FLANDERS DRIVE
SAN DIEGO, CA 92121-4104

A Employer identification number: 33-0937914

B Telephone number (see the instructions): (858) 587-8866

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: [X] 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)* ► $ 2,002,700.

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

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Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc, received (att sch)	450,000.			
2 Ck ► [ ] if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	22,881.	22,881.	22,881.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	27,473.			
b Gross sales price for all assets on line 6a 260,159.				
7 Capital gain net income (from Part IV, line 2)		27,473.		
8 Net short-term capital gain			4,827.	
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	355.			
12 **Total.** Add lines 1 through 11	500,709.	50,354.	27,708.	
OPERATING AND ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages	32,308.		6,462.	25,846.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 2	4,123.		825.	3,298.
b Accounting fees (attach sch) SEE ST 3	2,224.		445.	1,779.
c Other prof fees (attach sch) SEE ST 4	5,240.		1,048.	4,192.
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 5	2,948.		590.	2,358.
19 Depreciation (attach sch) and depletion	247.		247.	
20 Occupancy				
21 Travel, conferences, and meetings	1,321.		264.	1,057.
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 6	112.		23.	89.
24 **Total operating and administrative expenses.** Add lines 13 through 23	48,523.		9,904.	38,619.
25 Contributions, gifts, grants paid PART XV	145,400.			145,400.
26 **Total expenses and disbursements.** Add lines 24 and 25	193,923.	0.	9,904.	184,019.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	306,786.			
b **Net investment income** (if negative, enter -0-)		50,354.		
c **Adjusted net income** (if negative, enter -0-)			17,804.	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	413,340.	1,001,285.	1,001,285.
	2 Savings and temporary cash investments	887,161.	902,790.	998,203.
	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)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ► 3,459.			
	Less: accumulated depreciation (attach schedule) SEE STMT 7 ► 247.		3,212.	3,212.
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,300,501.	1,907,287.	2,002,700.
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** ► [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,300,501.	1,907,287.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	1,300,501.	1,907,287.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	1,300,501.	1,907,287.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,300,501.
2	Enter amount from Part I, line 27a	2	306,786.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	300,000.
4	Add lines 1, 2, and 3	4	1,907,287.
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	1,907,287.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 9			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	27,473.
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	4,827.

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.) N/A

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011			
2010			
2009			
2008			
2007			

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

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here. ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _______ **(attach copy of letter if necessary – see instrs)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b	1	1,007.
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	1,007.
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	1,007.
6	Credits/Payments:		
a	2012 estimated tax pmts 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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	11.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	1,018.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ► **Refunded** ►	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ► N/A

14 The books are in care of ► SHIRLEY CHANG Telephone no. ► (858) 587-8866

Located at ► 6469 FLANDERS DR. SAN DIEGO CA ZIP + 4 ► 92121-4104

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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

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

			Yes	No
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)	2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b		X

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

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

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

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

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

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

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

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

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

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
CHUNG YUAN CHANG 6469 FLANDERS DR. SAN DIEGO, CA 92121	PRESIDENT 2.00	0.	0.	0.
WENBO ZHUANG 6469 FLANDERS DR. SAN DIEGO, CA 92121	TREASURER 2.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 TRAINING AND SEMINARS FOR JOURNEYMAN MISSIONARIES, SUPPORT OF EDUCATION, AND OTHER CHARITABLE ORGANIZATIONS.	145,400.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	1,183,376.
b	Average of monthly cash balances	1b	626,055.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,809,431.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,809,431.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	27,141.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,782,290.
6	**Minimum investment return.** Enter 5% of line 5	6	89,115.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► [X] and do not complete this part.)

1	Minimum investment return from Part X, line 6 N/A	1	
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a:		
b	*Income tax for 2012. (This does not include the tax from Part VI.)* — 2b:		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	184,019.
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	184,019.
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	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	184,019.

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)

N/A

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
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)

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 [X] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	17,804.	15,959.	6,119.	4,169.	44,051.
b 85% of line 2a	15,133.	13,565.	5,201.	3,544.	37,443.
c Qualifying distributions from Part XII, line 4 for each year listed	184,019.	190,295.	296,821.	301,631.	972,766.
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	184,019.	190,295.	296,821.	301,631.	972,766.
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	59,410.	39,471.	30,066.	28,706.	157,653.
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).)

SEE STATEMENT 10

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 11				
Total ► 3a				145,400.
b Approved for future payment				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	22,881.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	27,473.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SALES OF BIBLES			41	220.	
b TAX REFUND			1	135.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				50,709.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 50,709.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 8/19/2013 Title: TREASURER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ERIC ENG	ERIC ENG [signature]	7/31/13		P00045997

Firm's name ► CEA, LLP Firm's EIN ► 33-0927538

Firm's address ► 703 PALOMAR AIRPORT ROAD #150 CARLSBAD, CA 92011 Phone no. 760.438-4000

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

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

2012

Name of the organization	Employer identification number
AROMA FOUNDATION	33-0937914

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
AROMA FOUNDATION	33-0937914

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHUNG YUAN CHANG 6469 FLANDERS DR. SAN DIEGO, CA 92121	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	YEN SHIU-RUN CHANG 6469 FLANDERS DR. SAN DIEGO, CA 92121	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	WENBO ZHUANG 5245 QUAKER HILL LANE SAN DIEGO, CA 92130	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
AROMA FOUNDATION	33-0937914

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

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

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

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

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

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

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

Name of organization: AROMA FOUNDATION

Employer identification number: 33-0937914

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10) organizations that total more than $1,000 for the year.** Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) .... ► $ N/A

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SALES OF BIBLES	$ 220.		
TAX REFUND	135.		
TOTAL	$ 355.	$ 0.	$ 0.

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 FEES	$ 4,123.		$ 825.	$ 3,298.
TOTAL	$ 4,123.	$ 0.	$ 825.	$ 3,298.

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 FEES	$ 2,224.		$ 445.	$ 1,779.
TOTAL	$ 2,224.	$ 0.	$ 445.	$ 1,779.

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 ADVISORY FEES	$ 5,240.		$ 1,048.	$ 4,192.
TOTAL	$ 5,240.	$ 0.	$ 1,048.	$ 4,192.

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
CALIFORNIA TAX	$ 10.		$ 2.	$ 8.
PAYROLL TAXES	2,843.		569.	2,274.
TAXES AND LICENSES	95.		19.	76.
TOTAL	$ 2,948.	$ 0.	$ 590.	$ 2,358.

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
PENALTIES	$ 58.		$ 12.	$ 46.
POSTAGE	54.		11.	43.
TOTAL	$ 112.	$ 0.	$ 23.	$ 89.

STATEMENT 7
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	$ 3,459.	$ 247.	$ 3,212.	$ 3,212.
TOTAL	$ 3,459.	$ 247.	$ 3,212.	$ 3,212.

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

PRIOR PERIOD ADJUSTMENTS	$ 300,000.
TOTAL	$ 300,000.

STATEMENT 9
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	3,432.0000 SP500 STARS ISSUER EKS	PURCHASED	7/28/2011	1/31/2012
2	2,490.0000 SP500 STARS ISSUER BAC	PURCHASED	7/28/2011	1/27/2012
3	2,000.0000 DJUSRE CLIRN ISSUER BAC	PURCHASED	1/27/2010	2/16/2012
4	2,029.0000 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	3/01/2012

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
5	0.4220 BLACKROCK GLOBAL	PURCHASED	3/02/2005	3/01/2012
6	0.0050 BLACKROCK GLOBAL ALLOC A	PURCHASED	6/18/2010	3/01/2012
7	3,597.0000 S&P 500STARS ISSUER HSBC	PURCHASED	1/26/2012	8/06/2012
8	254.0000 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	10/08/2012
9	0.1940 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	10/08/2012
10	1,131.0000 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	11/05/2012
11	386.0000 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	11/27/2012
12	0.3190 BLACKROCK GLOBAL	PURCHASED	3/02/2005	11/27/2012
13	0.1050 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	11/05/2012
14	0.2790 BLACKROCK GLOBAL ALLOC A	PURCHASED	3/02/2005	11/27/2012
15	3.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	6/18/2010	1/19/2012
16	3.0000 AFFILIATED MANAGERS GRP	PURCHASED	2/02/2010	1/19/2012
17	2.0000 CHINA PETE CHEM SPN ADR	PURCHASED	2/02/2010	1/19/2012
18	3.0000 DIGITAL RLTY TR INC	PURCHASED	2/23/2010	1/19/2012
19	2.0000 DOVER CORP	PURCHASED	2/10/2011	1/19/2012
20	8.0000 EXPRESS SCRIPTS INC COM	PURCHASED	2/11/2009	1/19/2012
21	5.0000 FEDEX CORP DELAWARE COM	PURCHASED	3/17/2011	1/19/2012
22	4.0000 HONEYWELL INTL INC DEL	PURCHASED	2/02/2010	1/19/2012
23	9.0000 JACOBS ENGN GRP INC DELA	PURCHASED	3/10/2010	1/19/2012
24	2.0000 NATIONAL-OILWELL VARCO	PURCHASED	7/01/2010	1/19/2012
25	9.0000 ROCKWELL AUTOMATION INC	PURCHASED	8/06/2010	1/19/2012
26	50.0000 STARWOOD HOTELS AND	PURCHASED	3/30/2011	1/13/2012
27	1.0000 STARWOOD HOTELS AND	PURCHASED	4/20/2011	1/13/2012
28	2.0000 STARWOOD HOTELS AND	PURCHASED	7/01/2011	1/13/2012
29	1.0000 STARWOOD HOTELS AND	PURCHASED	7/18/2011	1/13/2012
30	4.0000 STARWOOD HOTELS AND	PURCHASED	10/17/2011	1/13/2012
31	1.0000 WHOLE FOODS MKT INC COM	PURCHASED	6/02/2011	1/19/2012
32	7.0000 CHINA PETE CHEM SPN ADR	PURCHASED	2/02/2010	2/29/2012
33	1.0000 CHINA PETE CHEM SPN ADR	PURCHASED	4/16/2010	2/29/2012
34	8.0000 CHINA PETE CHEM SPN ADR	PURCHASED	1/12/2011	2/29/2012
35	1.0000 CHINA PETE CHEM SPN ADR	PURCHASED	3/17/2011	2/29/2012
36	3.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	6/18/2010	4/16/2012
37	4.0000 COVIDIEN PLC SHS NEW	PURCHASED	2/02/2010	4/16/2012
38	1.0000 DIGITAL RLTY TR INC	PURCHASED	2/23/2010	4/16/2012
39	7.0000 DICKS SPORTING GOODS INC	PURCHASED	6/02/2011	4/16/2012
40	5.0000 DISCOVERY COMMUNICATN	PURCHASED	2/02/2010	4/16/2012
41	24.0000 E M C CORPORATION MASS	PURCHASED	10/18/2011	4/16/2012
42	2.0000 EXPRESS SCRIPTS HLDG CO	PURCHASED	9/02/2011	4/16/2012
43	4.0000 QUALCOMM INC	PURCHASED	11/12/2010	4/16/2012
44	3.0000 SALESFORCE COM INC	PURCHASED	2/02/2010	4/16/2012
45	1.0000 WHOLE FOODS MKT INC COM	PURCHASED	6/02/2011	4/16/2012
46	14.0000 CELGENE CORP COM	PURCHASED	5/14/2010	5/01/2012
47	2.0000 CELGENE CORP COM	PURCHASED	7/16/2010	5/01/2012
48	31.0000 CELGENE CORP COM	PURCHASED	1/12/2011	5/01/2012
49	3.0000 CELGENE CORP COM	PURCHASED	1/19/2011	5/01/2012
50	4.0000 CELGENE CORP COM	PURCHASED	3/17/2011	5/01/2012
51	40.0000 DOVER CORP	PURCHASED	2/10/2011	6/14/2012
52	3.0000 DOVER CORP	PURCHASED	3/17/2011	6/14/2012
53	6.0000 DOVER CORP	PURCHASED	10/17/2011	6/14/2012
54	2.0000 DOVER CORP	PURCHASED	4/16/2012	6/14/2012
55	2.0000 AFFILIATED MANAGERS GRP	PURCHASED	2/02/2010	7/16/2012
56	3.0000 AMAZON COM INC COM	PURCHASED	1/13/2012	7/16/2012
57	5.0000 BIOGEN IDEC INC	PURCHASED	7/01/2011	7/16/2012
58	6.0000 COSTCO WHOLESALE CRP DEL	PURCHASED	2/02/2010	7/16/2012
59	3.0000 COVIDIEN PLC SHS NEW	PURCHASED	2/02/2010	7/16/2012
60	5.0000 DIGITAL RLTY TR INC	PURCHASED	2/23/2010	7/16/2012

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
61	3.0000 DICKS SPORTING GOODS INC	PURCHASED	6/02/2011	7/16/2012
62	1.0000 DISCOVERY COMMUNICATN	PURCHASED	2/02/2010	7/16/2012
63	4.0000 EXPRESS SCRIPTS HLDG CO	PURCHASED	9/02/2011	7/16/2012
64	4.0000 FEDEX CORP DELAWARE COM	PURCHASED	3/17/2011	7/16/2012
65	6.0000 MONSANTO CO NEW DEL COM	PURCHASED	2/02/2010	7/16/2012
66	19.0000 PIONEER NATURAL RES CO	PURCHASED	2/29/2012	7/17/2012
67	1.0000 PIONEER NATURAL RES CO	PURCHASED	4/16/2012	7/17/2012
68	2.0000 PIONEER NATURAL RES CO	PURCHASED	7/16/2012	7/17/2012
69	14.0000 ROCKWELL AUTOMATION INC	PURCHASED	8/06/2010	7/10/2012
70	20.0000 ROCKWELL AUTOMATION INC	PURCHASED	1/12/2011	7/10/2012
71	3.0000 ROCKWELL AUTOMATION INC	PURCHASED	7/01/2011	7/10/2012
72	3.0000 ROCKWELL AUTOMATION INC	PURCHASED	7/18/2011	7/10/2012
73	8.0000 ROCKWELL AUTOMATION INC	PURCHASED	10/17/2011	7/10/2012
74	6.0000 ROCKWELL AUTOMATION INC	PURCHASED	4/16/2012	7/10/2012
75	8.0000 WHOLE FOODS MKT INC COM	PURCHASED	6/02/2011	7/16/2012
76	37.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	6/18/2010	8/21/2012
77	16.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	7/16/2010	8/21/2012
78	8.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	10/15/2010	8/21/2012
79	41.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	1/12/2011	8/21/2012
80	8.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	3/17/2011	8/21/2012
81	10.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	7/01/2011	8/21/2012
82	8.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	7/18/2011	8/21/2012
83	1.0000 ADOBE SYS DEL PV$ 0.001	PURCHASED	7/16/2012	8/21/2012
84	2.0000 AFFILIATED MANAGERS GRP	PURCHASED	2/02/2010	10/16/2012
85	3.0000 COGNIZANT TECH SOLUTNS A	PURCHASED	8/21/2012	10/16/2012
86	2.0000 COVIDIEN PLC SHS NEW	PURCHASED	2/02/2010	10/16/2012
87	7.0000 DISCOVERY COMMUNICATIONS	PURCHASED	2/02/2010	10/16/2012
88	1.0000 EXPRESS SCRIPTS HLDG CO	PURCHASED	9/02/2011	10/16/2012
89	29.0000 HALLIBURTON COMPANY	PURCHASED	2/23/2010	10/02/2012
90	6.0000 HALLIBURTON COMPANY	PURCHASED	4/16/2010	10/02/2012
91	38.0000 HALLIBURTON COMPANY	PURCHASED	1/12/2011	10/02/2012
92	2.0000 HALLIBURTON COMPANY	PURCHASED	1/19/2011	10/02/2012
93	26.0000 HALLIBURTON COMPANY	PURCHASED	10/17/2011	10/02/2012
94	6.0000 HALLIBURTON COMPANY	PURCHASED	1/19/2012	10/02/2012
95	24.0000 HALLIBURTON COMPANY	PURCHASED	4/16/2012	10/02/2012
96	3.0000 HALLIBURTON COMPANY	PURCHASED	7/16/2012	10/02/2012
97	1.0000 HONEYWELL INTL INC DEL	PURCHASED	2/02/2010	10/16/2012
98	1.0000 NATIONAL-OILWELL VARCO	PURCHASED	7/01/2010	10/16/2012
99	1.0000 SALESFORCE COM INC	PURCHASED	2/02/2010	10/16/2012
100	2.0000 THERMO FISHER SCIENTIFIC	PURCHASED	5/01/2012	10/16/2012
101	6.0000 DIGITAL RLTY TR INC	PURCHASED	2/23/2010	12/12/2012
102	3.0000 DIGITAL RLTY TR INC	PURCHASED	10/15/2010	12/12/2012
103	29.0000 DIGITAL RLTY TR INC	PURCHASED	1/12/2011	12/12/2012
104	7.0000 DIGITAL RLTY TR INC	PURCHASED	10/16/2012	12/12/2012
105	3.0000 ISHARES NASDAQ BIOTECH	PURCHASED	2/02/2010	2/15/2012
106	4.0000 VANGUARD CONSUMER	PURCHASED	2/02/2010	2/15/2012
107	10.0000 VANGUARD INFORMATION	PURCHASED	2/02/2010	2/15/2012
108	7.0000 VANGUARD INDUSTRIAL ETF	PURCHASED	2/02/2010	2/15/2012
109	6.0000 HEALTH CARE SELECT SPDR	PURCHASED	2/02/2010	2/15/2012
110	20.0000 SECTOR SPDR FINANCIAL	PURCHASED	2/02/2010	2/15/2012
111	1.0000 ISHARES MSCI AUSTRALIA	PURCHASED	1/12/2011	4/03/2012
112	1.0000 ISHARES MSCI AUSTRALIA	PURCHASED	1/12/2011	4/03/2012
113	10.0000 ISHARES MSCI AUSTRALIA	PURCHASED	4/08/2011	4/03/2012
114	10.0000 ISHARES MSCI AUSTRALIA	PURCHASED	6/15/2011	4/03/2012
115	1.0000 ISHARES MSCI CDA INDX FD	PURCHASED	11/08/2010	4/03/2012
116	1.0000 ISHARES MSCI CDA INDX FD	PURCHASED	1/12/2011	4/03/2012

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
117	13.0000 ISHARES MSCI CDA INDX FD	PURCHASED	1/12/2011	4/03/2012
118	6.0000 ISHARES MSCI HONG KONG	PURCHASED	4/08/2011	4/03/2012
119	6.0000 ISHARES MSCI HONG KONG	PURCHASED	6/15/2011	4/03/2012
120	7.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	12/04/2010	4/03/2012
121	2.0000 ISHARES MSCI TAIWAN	PURCHASED	11/08/2010	4/11/2012
122	4.0000 ISHARES MSCI TAIWAN	PURCHASED	11/08/2010	4/11/2012
123	1.0000 ISHARES MSCI SOUTH KOREA	PURCHASED	11/08/2010	4/11/2012
124	12.0000 ISHARES IBOXX $	PURCHASED	2/02/2010	4/11/2012
125	1.0000 ISHARES IBOXX $	PURCHASED	9/02/2010	4/11/2012
126	2.0000 ISHARES IBOXX $	PURCHASED	11/08/2010	4/11/2012
127	4.0000 ISHARES IBOXX $	PURCHASED	1/12/2011	4/11/2012
128	1.0000 VANGUARD CONSUMER	PURCHASED	2/02/2010	4/03/2012
129	3.0000 VANGUARD CONSUMER	PURCHASED	2/02/2010	4/03/2012
130	7.0000 VANGUARD INFORMATION	PURCHASED	2/02/2010	4/03/2012
131	3.0000 ISHARES BARCLAYS 3-7 YEA	PURCHASED	1/12/2011	4/11/2012
132	6.0000 ISHARES BARCLAYS 3-7 YEA	PURCHASED	7/25/2011	4/11/2012
133	1.0000 ISHARES BARCLAYS MBS BON	PURCHASED	2/02/2010	4/11/2012
134	1.0000 SPDR S P CHINA	PURCHASED	11/08/2010	4/11/2012
135	1.0000 SPDR BARCLY CAPTL HIGH	PURCHASED	4/16/2010	4/11/2012
136	5.0000 SPDR BARCLY CAPTL HIGH	PURCHASED	4/16/2010	4/11/2012
137	1.0000 ISHARES JP MORGAN EM BON	PURCHASED	11/08/2010	4/11/2012
138	2.0000 ISHARES JP MORGAN EM BON	PURCHASED	1/12/2011	4/11/2012
139	1.0000 ISHARES JP MORGAN EM BON	PURCHASED	6/27/2011	4/11/2012
140	4.0000 WISDOMTREE INDIA	PURCHASED	11/08/2010	4/03/2012
141	3.0000 WISDOMTREE INDIA	PURCHASED	11/08/2010	4/11/2012
142	1.0000 ISHARES MSCI BRAZIL FREE	PURCHASED	11/08/2010	4/11/2012
143	3.0000 HEALTH CARE SELECT SPDR	PURCHASED	2/02/2010	4/03/2012
144	1.0000 HEALTH CARE SELECT SPDR	PURCHASED	2/02/2010	4/11/2012
145	15.0000 SECTOR SPDR FINANCIAL	PURCHASED	2/02/2010	4/03/2012
146	6.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	12/04/2010	5/17/2012
147	1.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	12/04/2010	5/17/2012
148	7.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	12/12/2010	5/17/2012
149	47.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	1/12/2011	5/17/2012
150	79.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	4/08/2011	5/17/2012
151	32.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	6/15/2011	5/17/2012
152	47.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	12/12/2011	5/17/2012
153	18.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	2/15/2012	5/17/2012
154	9.0000 ISHARES MSCI JAPAN INDEX	PURCHASED	4/11/2012	5/17/2012
155	6.0000 ISHARES JP MORGAN EM BON	PURCHASED	12/12/2011	7/24/2012
156	1.0000 ISHARES JP MORGAN EM BON	PURCHASED	2/15/2012	7/24/2012
157	2.0000 ISHARES NASDAQ BIOTECH	PURCHASED	2/02/2010	9/12/2012
158	3.0000 VANGUARD CONSUMER	PURCHASED	2/02/2010	9/12/2012
159	5.0000 VANGUARD CONSUMER	PURCHASED	2/02/2010	9/12/2012
160	1.0000 VANGUARD INFORMATION	PURCHASED	2/02/2010	9/12/2012
161	3.0000 VANGUARD ENERGY ETF	PURCHASED	2/02/2010	9/12/2012
162	3.0000 VANGUARD INDUSTRIAL ETF	PURCHASED	2/02/2010	9/12/2012
163	12.0000 HEALTH CARE SELECT SPDR	PURCHASED	2/02/2010	9/12/2012
164	5.0000 SECTOR SPDR FINANCIAL	PURCHASED	2/02/2010	9/12/2012
165	1.0000 ISHARES MSCI AUSTRALIA	PURCHASED	1/20/2011	12/05/2012
166	6.0000 ISHARES MSCI AUSTRALIA	PURCHASED	6/15/2011	12/05/2012
167	4.0000 ISHARES MSCI TAIWAN	PURCHASED	11/08/2010	12/05/2012
168	1.0000 ISHARES MSCI SOUTH KOREA	PURCHASED	11/08/2010	12/05/2012
169	2.0000 ISHARES MSCI SOUTH AFRCA	PURCHASED	11/08/2010	12/05/2012
170	1.0000 POWERSHARES GLOBAL	PURCHASED	7/24/2012	12/05/2012
171	1.0000 ISHARES BARCLAYS 3-7 YEA	PURCHASED	7/25/2011	12/05/2012
172	7.0000 ISHARES BARCLAYS MBS BON	PURCHASED	2/02/2010	12/05/2012

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
173	4.0000 VANGUARD SHORT TERM BOND	PURCHASED	2/02/2010	12/05/2012
174	2.0000 VANGUARD SHORT TERM BOND	PURCHASED	11/08/2010	12/05/2012
175	6.0000 VANGUARD SHORT TERM BOND	PURCHASED	1/12/2011	12/05/2012
176	1.0000 SPDR S P CHINA	PURCHASED	11/08/2010	12/05/2012
177	14.0000 POWERSHARES PREFERRED	PURCHASED	2/02/2010	12/05/2012
178	1.0000 POWERSHARES PREFERRED	PURCHASED	11/08/2010	12/05/2012
179	3.0000 POWERSHARES PREFERRED	PURCHASED	1/12/2011	12/05/2012
180	4.0000 WISDOMTREE INDIA	PURCHASED	11/08/2010	12/05/2012
181	3.0000 MARKET VECTORS EMRG MKTS	PURCHASED	4/11/2012	12/05/2012

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	35,967.		34,320.	1,647.				$ 1,647.
2	26,745.		24,900.	1,845.				1,845.
3	26,800.		20,000.	6,800.				6,800.
4	39,992.		34,087.	5,905.				5,905.
5	8.		7.	1.				1.
6	0.		0.	0.				0.
7	37,769.		35,970.	1,799.				1,799.
8	4,996.		4,267.	729.				729.
9	4.		3.	1.				1.
10	21,998.		19,001.	2,997.				2,997.
11	7,488.		6,485.	1,003.				1,003.
12	6.		5.	1.				1.
13	2.		2.	0.				0.
14	5.		5.	0.				0.
15	90.		101.	-11.				-11.
16	306.		197.	109.				109.
17	236.		161.	75.				75.
18	203.		152.	51.				51.
19	121.		133.	-12.				-12.
20	410.		365.	45.				45.
21	464.		441.	23.				23.
22	234.		157.	77.				77.
23	409.		387.	22.				22.
24	150.		66.	84.				84.
25	741.		497.	244.				244.
26	2,552.		2,900.	-348.				-348.
27	51.		59.	-8.				-8.
28	102.		116.	-14.				-14.
29	51.		55.	-4.				-4.
30	204.		182.	22.				22.
31	77.		58.	19.				19.
32	794.		563.	231.				231.
33	113.		83.	30.				30.
34	907.		810.	97.				97.
35	113.		99.	14.				14.
36	99.		101.	-2.				-2.
37	214.		203.	11.				11.
38	74.		51.	23.				23.
39	344.		265.	79.				79.
40	259.		147.	112.				112.
41	693.		570.	123.				123.
42	114.		91.	23.				23.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
43	264.		189.	75.				$ 75.
44	467.		195.	272.				272.
45	84.		58.	26.				26.
46	1,015.		823.	192.				192.
47	145.		104.	41.				41.
48	2,248.		1,797.	451.				451.
49	218.		168.	50.				50.
50	290.		213.	77.				77.
51	2,201.		2,669.	-468.				-468.
52	165.		190.	-25.				-25.
53	330.		309.	21.				21.
54	110.		122.	-12.				-12.
55	219.		132.	87.				87.
56	648.		531.	117.				117.
57	725.		542.	183.				183.
58	570.		353.	217.				217.
59	157.		152.	5.				5.
60	394.		254.	140.				140.
61	144.		114.	30.				30.
62	50.		29.	21.				21.
63	230.		182.	48.				48.
64	368.		353.	15.				15.
65	514.		463.	51.				51.
66	1,649.		2,091.	-442.				-442.
67	87.		104.	-17.				-17.
68	174.		170.	4.				4.
69	901.		773.	128.				128.
70	1,287.		1,442.	-155.				-155.
71	193.		267.	-74.				-74.
72	193.		242.	-49.				-49.
73	515.		498.	17.				17.
74	386.		466.	-80.				-80.
75	754.		462.	292.				292.
76	1,256.		1,239.	17.				17.
77	543.		442.	101.				101.
78	272.		224.	48.				48.
79	1,392.		1,369.	23.				23.
80	272.		253.	19.				19.
81	339.		316.	23.				23.
82	272.		227.	45.				45.
83	34.		30.	4.				4.
84	249.		132.	117.				117.
85	211.		196.	15.				15.
86	117.		101.	16.				16.
87	435.		206.	229.				229.
88	64.		46.	18.				18.
89	981.		876.	105.				105.
90	203.		188.	15.				15.
91	1,285.		1,520.	-235.				-235.
92	68.		79.	-11.				-11.
93	879.		897.	-18.				-18.
94	203.		219.	-16.				-16.
95	812.		768.	44.				44.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
96	101.		88.	13.				$ 13.
97	61.		39.	22.				22.
98	80.		33.	47.				47.
99	155.		65.	90.				90.
100	121.		113.	8.				8.
101	398.		304.	94.				94.
102	199.		179.	20.				20.
103	1,923.		1,534.	389.				389.
104	464.		467.	-3.				-3.
105	365.		254.	111.				111.
106	274.		187.	87.				87.
107	700.		515.	185.				185.
108	479.		364.	115.				115.
109	218.		192.	26.				26.
110	291.		290.	1.				1.
111	23.		25.	-2.				-2.
112	23.		25.	-2.				-2.
113	233.		276.	-43.				-43.
114	233.		253.	-20.				-20.
115	29.		30.	-1.				-1.
116	29.		31.	-2.				-2.
117	371.		409.	-38.				-38.
118	106.		118.	-12.				-12.
119	106.		110.	-4.				-4.
120	71.		72.	-1.				-1.
121	26.		29.	-3.				-3.
122	52.		57.	-5.				-5.
123	58.		57.	1.				1.
124	1,383.		1,258.	125.				125.
125	115.		112.	3.				3.
126	231.		225.	6.				6.
127	461.		435.	26.				26.
128	87.		66.	21.				21.
129	218.		140.	78.				78.
130	525.		361.	164.				164.
131	366.		344.	22.				22.
132	731.		710.	21.				21.
133	108.		107.	1.				1.
134	68.		85.	-17.				-17.
135	39.		40.	-1.				-1.
136	194.		198.	-4.				-4.
137	112.		113.	-1.				-1.
138	225.		215.	10.				10.
139	112.		109.	3.				3.
140	78.		113.	-35.				-35.
141	56.		85.	-29.				-29.
142	62.		81.	-19.				-19.
143	113.		96.	17.				17.
144	37.		32.	5.				5.
145	237.		218.	19.				19.
146	54.		62.	-8.				-8.
147	9.		10.	-1.				-1.
148	63.		70.	-7.				-7.

**STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
149	425.		525.	-100.				$ -100.
150	714.		790.	-76.				-76.
151	289.		320.	-31.				-31.
152	425.		433.	-8.				-8.
153	163.		178.	-15.				-15.
154	81.		88.	-7.				-7.
155	700.		654.	46.				46.
156	117.		112.	5.				5.
157	278.		170.	108.				108.
158	271.		199.	72.				72.
159	374.		233.	141.				141.
160	74.		52.	22.				22.
161	323.		249.	74.				74.
162	209.		156.	53.				53.
163	474.		383.	91.				91.
164	79.		73.	6.				6.
165	25.		24.	1.				1.
166	151.		152.	-1.				-1.
167	55.		57.	-2.				-2.
168	60.		57.	3.				3.
169	132.		144.	-12.				-12.
170	31.		30.	1.				1.
171	124.		118.	6.				6.
172	756.		751.	5.				5.
173	325.		321.	4.				4.
174	163.		164.	-1.				-1.
175	488.		482.	6.				6.
176	71.		85.	-14.				-14.
177	206.		191.	15.				15.
178	15.		14.	1.				1.
179	44.		42.	2.				2.
180	76.		113.	-37.				-37.
181	81.		78.	3.				3.
							TOTAL	$ 27,473.

**STATEMENT 10
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS**

CHUNG YUAN CHANG
WENBO ZHUANG

STATEMENT 11
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
CHINESE COMMUNITY CHURCH 4995 VIA VALARTA SAN DIEGO, CA 92124	NONE	501(C)(3)	COUNSELING, TRAINING, AND TEACHING PASTORS TO PREACH CHRISTIANITY WORLDWIDE.	$ 21,200.
AMERICAN CHINESE CULTURE AND EDUCATION F P.O. BOX 723008 SAN DIEGO, CA 92172	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	2,000.
ST. THERESE OF CARMEL CHURCH 4355 DEL MAR TRI SAN DIEGO, CA 92130	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	3,000.
CALIFORNIA PROVINCE SOCIETY OF JESUS P O BOX 68 LOS GATOS, CA 95031	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	32,000.
AMERICAN RED CROSS 5821 UNIVERSITY AVE SAN DIEGO, CA 92115	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	20,000.
ACCEF P O BOX 723008 SAN DIEGO, CA 92172	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	500.
HOUSE OF CHINA 12002 RUE DES AMIS SAN DIEGO, CA 92131	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	1,000.
EWCO EAST WEST CHRISTIAN OUTREACH 700 E 1ST ST. NATIONAL CITY, CA 91950	NONE	501(C)(3)	GENERAL CASH CONTRIBUTION TO WORTHY CHARITY	13,000.
CHINESE SERVICE CENTER 8775 AERO DRIVE, SUITE 138 SAN DIEGO, CA 92123	NONE	501(C)(3)	TO HELP LOCAL MIDDLE SCHOOL MUSICAL PROGAMS.	200.
CVMS MUSIC BOOSTERS 3800 MYKONOS ST., SAN DIEGO, CA 92130	NONE	501(C)(3)	PROMOTION OF CULTURE APPRECIATION	2,000.
FRANCISCAN FRIARS 1615 VINE STREET CINCINNATI, OH 45202	NONE	501(C)(3)	TO ASSIST CHURCH'S PROGRAMS.	8,000.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
GREATER SAN DIEGO MUSIC COTERIE 3143 4TH AVE. SAN DIEGO, CA 92103	NONE	501(C)(3)	PROMOTION OF CULTURE APPRECIATION - LOCAL COMMUNITY ORCHESTRA.	$ 10,000.
SAN DIEGO CHINESE ART CULTURAL SOCIETY PO BOX 3031 DEL MAR, CA 92014	NONE	501(C)(3)	PROMOTE AWARENESS OF CHINESE ART AND CULTURE.	5,000.
ST. PAUL HEALTH CARE CENTER 328 MAPLE ST., SAN DIEGO, CA 92103	NONE	501(C)(3)	TO UNDERWRITE CAPITAL IMPROVEMENTS - MCCOLL HEALTH CENTER.	25,000.
USC PARENT FUND 1150 SOUTH OLIVER ST, 20TH FLOOR LOS ANGELES, CA 90015	NONE	501(C)(3)	TO FUND SCHOLARSHIP AND HELP RESEARCH PROGRAMS.	2,500.
			TOTAL	$ 145,400.

RECONCILIATIONS (990)
PRIOR PERIOD ADJUSTMENTS

JANUARY 2012 DONATION RECEIVED FOR PRIOR PLEDGES	$	300,000.
TOTAL	$	300,000.