efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491166001043

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
The Doering Family Foundation

% ROBERT E DOERING

Number and street (or P O box number if mail is not delivered to street address)
79-100 Casa Vida Circle
Suite

Room/suite

City or town, state, and ZIP code
La Quinta, CA 92253

A Employer identification number
39-1805495

B Telephone number (see instructions)
(760) 777-8394

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, col. (c), line 16)* ▶$ 1,649,507

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	34,457	34,457		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	43,135			
	b	Gross sales price for all assets on line 6a 823,419				
	7	Capital gain net income (from Part IV, line 2) . . .		43,135		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	77,592	77,592		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).	214	86	0	128
	b	Accounting fees (attach schedule).	12,825	5,130	0	7,695
	c	Other professional fees (attach schedule)	11,758	11,758		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	606			
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	279			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	25,682	16,974	0	7,823
	25	Contributions, gifts, grants paid	85,000			85,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	110,682	16,974	0	92,823
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-33,090			
	b	**Net investment income** (if negative, enter -0-)		60,618		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	44,271	29,457	29,457
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	2,679	2,074	2,074
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	860,006	963,199	963,199
c	Investments—corporate bonds (attach schedule)	656,681	650,686	650,686
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 ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	4,176	4,091	4,091
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,567,813	1,649,507	1,649,507
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,567,813	1,649,507	
30	**Total net assets or fund balances** (see page 17 of the instructions)	1,567,813	1,649,507	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,567,813	1,649,507	

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	1,567,813
2	Enter amount from Part I, line 27a	2	-33,090
3	Other increases not included in line 2 (itemize) ▶	3	114,784
4	Add lines 1, 2, and 3	4	1,649,507
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	1,649,507

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE ATTACHED CLEARY GULL # 802-01440	P		
b	SEE ATTACHED CLEARY GULL # 802-01440	P		
c	SEE ATTACHED CLEARY GULL # 802-03167	P		
d	SEE ATTACHED CLEARY GULL # 802-03167	P		
e	CAPITAL GAINS DIVIDENDS	P		

	(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	323,542		316,270	7,272
b	320,936		330,662	-9,726
c	46,640		44,817	1,823
d	119,481		88,535	30,946
e	12,820			12,820

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				7,272
b				-9,726
c				1,823
d				30,946
e				12,820

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	43,135
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	85,156	1,669,030	0 051021
2010	90,372	1,635,622	0 055252
2009	93,815	1,532,951	0 061199
2008	98,504	1,868,438	0 05272
2007	90,662	2,111,248	0 042942

2	**Total** of line 1, column (d).	2	0 263134
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 052627
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,635,134
5	Multiply line 4 by line 3.	5	86,052
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	606
7	Add lines 5 and 6.	7	86,658
8	Enter qualifying distributions from Part XII, line 4.	8	92,823

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	606
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	606
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	606
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,680		
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	2,680
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,074
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 2,074	**Refunded** ▶		11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶WI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶ROBERT E DOERING Telephone no ▶(760) 777-8394

Located at ▶79-100 CASA VIDA CIRCLE LAQUINTA CA ZIP+4 ▶92253

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

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Robert E Doering 79-100 Casa Vida Circle La Quinta, CA 92253	President, Treasurer,Director 2 0	0	0	0
Margaret P Doering 79-100 Casa Vida Circle La Quinta, CA 92253	Vice Pres Secretary, Director 2 0	0	0	0
Rick R Doering 189 Oldcastle Lane Alameda, CA 94502	Director 1 0	0	0	0
Jayne D Sungail 3349 Oak Knoll Redwood City, CA 94062	Director 1 0	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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	1,626,773
b	Average of monthly cash balances	1b	29,128
c	Fair market value of all other assets (see instructions)	1c	4,134
d	**Total** (add lines 1a, b, and c)	1d	1,660,035
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,660,035
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,901
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,635,134
6	**Minimum investment return.** Enter 5% of line 5	6	81,757

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	81,757
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a	606		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b			
c	Add lines 2a and 2b		2c	606
3	Distributable amount before adjustments Subtract line 2c from line 1		3	81,151
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	81,151
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	81,151

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	92,823
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	92,823
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	606
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	92,217

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				81,151
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			56,403	
b Total for prior years 2010 , 2009 , 2008				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 92,823				
a Applied to 2011, but not more than line 2a			56,403	
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.				36,420
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				
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				44,731
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	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. . . . 0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

ROBERT E DOERING

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

THE DOERING FAMILY FOUNDATION
79-100 CASA VIDA CIRCLE
LA QUINTA, CA 92253
(760) 777-8394

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

WRITTEN REQUEST PROVIDING INFORMATION ON ORGANIZATION AND USE OF FUNDS

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				85,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	34,457	
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	43,135	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				77,592	

13 Total. Add line 12, columns (b), (d), and (e). **13** 77,592

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2013-05-10	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Kenneth J McGrath	Kenneth J McGrath			

Firm's name ▶	Mowery & Schoenfeld LLC	Firm's EIN ▶
Firm's address ▶	475 Half Day Road Suite 250 Lincolnshire, IL 60069	Phone no (847) 247-8959

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
John Muir Health Foundation 1400 Treat Blvd Third Floor Walnut creek, CA 94596	None	501C-3	General Purpose	5,000
Boys and Girls Clubs of Coachella Valley 42-600 Cook Street Suite 120 Palm Desert, CA 92211	NONE	501C-3	General Purpose	3,500
Martha's Village and Kitchen 83791 Date Avenue Indio, CA 92201	NONE	501C-3	General Purpose	3,000
Eisenhower Medical Center Foundation 39000 Bob Hope Drive Rancho Mirage, CA 92270	NONE	501C-3	General Purpose	3,000
The Salvation Army 30-400 Landau Blvd Cathedral City, CA 922345182	NONE	501C-3	General Purpose	2,500
Coachella Valley Rescue Mission PO Box 10660 Indio, CA 92202	NONE	501C-3	General purpose	2,500
Habitat for Humanity International 121 Habitat Street Americus, GA 31709	NONE	501C-3	General purpose	2,000
Jeanne McCue - Bosnia Relief PO Box 17438 WhiteFish Bay, WI 53217	NONE	501C-3	General purpose	2,000
The Living Desert 900 Portola Avenue Palm Desert, CA 92260	NONE	501C-3	General purpose	2,000
Hidden Harvest PO Box 266 Coachella, CA 92236	NONE	5013-3	General purpose	2,000
Guide Dogs of the Desert International PO Box 1692 Palm Spring, CA 92263	NONE	501C-3	General purpose	2,000
Smile Train PO Box 96246 Washington, DC 200906246	NONE	501C-3	General purpose	2,000
FISH PO Box 116 Coachella, CA 92236	NONB	501C-3	General purpose	2,500
Mourning Star Center of VNAIC 42-600 Cook Street Ste 250A Palm Desert, CA 82211	NONE	501C-3	General purpose	1,500
Senior Gleaners Inc 1951 Bell Avenue Sacramento, CA 95838	NONE	501C-3	General purpose	1,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Galilee Center PO Box 297 Thermal, CA 92274	NONE	501C-3	General purpose	2,000
ACMNP- A Christian Ministry in the National Parks 10 Justins Way Freeport, ME 04032	NONE	501C-3	General purpose	1,000
CROP - Wisconsin 4408 Winnequah Road Madison, WI 53717	NONE	501C-3	General purpose	1,000
Hass School of Business - UC Berkeley 545 Student Services Berkeley, CA 94720	NONE	501C-3	General purpose	3,000
Pacific Diversified Services 223 San Anselmo Avenue Ste 1 San Anselmo, CA 94960	NONE	501C-3	General purpose	3,000
Community Employment Services 1242 Market Street San Francisco, CA 94102	NONE	501C-3	General purpose	3,000
Building Futures with Women & Children 1395 Bancroft Avenue San Leandro, CA 94577	NONE	501C-3	General purpose	2,000
Wardrove for Opportunity 570 14th Street Suite 5 Oakland, CA 94612	NONE	501C-3	General purpose	2,000
TransCen Inc Worklink 785 Market Street Ste 670 San Francisco, CA 94103	NONE	501C-3	General purpose	1,000
Alameda Boys and Girls Club Inc POBox 1069 Alameda, CA 94501	NONE	501C-3	General purpose	1,000
Cope Family Center 1340 4th Street Napa, CA 94559	NONE	501C-3	General purpose	1,000
Alameda County Community Food Center POBox 2599 Oakland, CA 94614	NONE	501C-3	General purpose	1,000
Alameda Meals on Wheels POBox 2534 Alameda, CA 94501	NONE	501C-3	General purpose	1,000
Square Meals Project 2607 Ellsworth Street Berkeley, CA 94704	NONE	501C-3	General purpose	1,000
If Given a Chance POBox 2607 Napa, CA 94558	NONE	501C-3	General purpose	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Child Advocates of Silicon Valley 115 E Gish Road Suite 252 San Jose, CA 95112	NONE	501C-3	General purpose	2,000
Second Harvest Food Bank - San Mateo County 750 Curtner Avenue San Jose, CA 95125	NONE	501C-3	General purpose	2,000
Job Train 1200 OBrien Drive Menlo Park, CA 94025	NONE	501C-3	General purpose	1,500
Chronicle Season of Sharing 901 Mission Street San Francisco, CA 94103	NONE	501C-3	General purpose	1,500
EPAK-East Palo Alto Kids Foundation PO Box 50542 Palo Alto, CA 94303	NONE	501C-3	General purpose	1,500
Lucile Packard Children's Fund 400 Hamilton Avenue Suite 340 Palo Alto, CA 94301	NONE	501C-3	General purpose	1,500
Redwood City Education Foundation PO Box 3046 Redwood City, CA 94064	NONE	501C-3	General purpose	1,500
Marine Science Institute 500 Discovery Parkway Redwood City, CA 94063	NONE	501C-3	General purpose	1,000
Redwood City Library Foundation 1044 Middlefield Road Redwood City, CA 94063	NONE	501C-3	General purpose	1,000
Pacific Skyline Council - BSA 1150 Chess Drive Foster City, CA 94404	NONE	501C-3	General purpose	1,000
Girls Scout of San Francisco Bay Area 7700 Edgewater Drive Oakland, CA 94621	NONE	501C-3	General purpose	1,000
North Star Academy Parents Club 400 Duane Street Redwood City, CA 94062	NONE	501C-3	General purpose	1,000
My New Red Shoes 111 Anza Blvd Suite 110 Burlingame, CA 94010	NONE	501C-3	General purpose	2,000
Sequoia HS Education Foundation 1201 Brewster Avenue Redwood City, CA 94062	NONE	501C-3	General purpose	1,500
Boys & Girls Club of Napa Valley 1515 Pueblo Street Napa, CA 94558	NONE	501C- 3	General purpose	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Community Resources for Children 3299 Claremont Way - Suite 1 Napa, CA 94558	NONE	501C-3	General purpose	1,000
Wounded Warrior Project PO Box 758517 Topeka, KS 66675	NONE	501C-3	General purpose	1,000
Coyote Point Museum 1651 Coyote Point Drive San Mateo, CA 94401	NONE	501C-3	General purpose	1,000
Total . . . . ▶ **3a**				85,000

TY 2012 Depreciation Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

TY 2012 Land, Etc. Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491166001043

TY 2012 Other Assets Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST RECEIVABLE	4,176	4,091	4,091

TY 2012 Other Expenses Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES AND FEES	10			
OTHER EXPENSES	269			

TY 2012 Other Increases Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

Description	Amount
UNREALIZED GAIN ON SECURITIES	114,784

TY 2012 Other Professional Fees Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	11,758	11,758		

TY 2012 Taxes Schedule

Name: The Doering Family Foundation

EIN: 39-1805495

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	606			

SCHEDULE OF REALIZED GAINS AND LOSSES

	THIS YEAR
Total Realized Gain or Loss	~~7,797.21~~ <2454.52>
Short-term	~~7,470.86~~ 7271.86
Long-term	~~326.35~~ <9726.38>

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
20,000.000	CREDIT SUISSE USA INC CONTRA CUSIP	22599AKJ6	10/26/11	~~21,313.23~~ 21512.23	08/02/12	22,529.40	~~1,216.17 V~~ 1017.17
4.956	FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX	07/07/11	138.76	04/03/12	141.26	2.50 V
26.018	FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX	07/07/11	728.50	04/03/12	741.58	13.08 V
26.536	HEARTLAND GROUP INC SELECT VALUE FD INSTL CL	HNSVX	12/30/11	713.54	11/06/12	782.99	69.45 V
20.511	HEARTLAND GROUP INC SELECT VALUE FD INSTL CL	HNSVX	12/30/11	551.55	11/06/12	605.22	53.67 V
400.000	ISHARES BARCLAYS INTERMEDIATE GOVERNMENT/CREDIT BOND FUND	GVI	09/07/12	45,086.00	11/15/12	45,171.28	85.28 V
54.522	LONGLEAF PARTNERS FUND	LLPFX	11/09/11	1,487.36	11/06/12	1,690.26	202.90 V
10.568	LONGLEAF PARTNERS FUND	LLPFX	12/30/11	282.90	11/06/12	327.62	44.72 V
1,240.686	LOOMIS SAYLES INVT TR BD FD INSTL CL	LSBDX	10/26/11	17,735.36	09/07/12	18,506.15	770.79 V
1,038.133	LOOMIS SAYLES INVT TR BD FD INSTL CL	LSBDX	01/27/12	15,009.00	09/07/12	15,484.85	475.85 V
1,160.807	RIDGEWORTH FDS US GOVT SECS ULTRA SHORT BD FD	SIGVX	10/26/11	11,727.66	05/16/12	11,789.55	61.89 V
2,967.359	RIDGEWORTH FDS US GOVT SECS ULTRA SHORT BD FD	SIGVX	01/18/12	30,009.00	04/03/12	30,081.28	72.28 V
259.134	T ROWE PRICE NEW ERA FUND INC	PRNEX	05/30/12	10,009.00	10/31/12	11,222.80	1,213.80 V
161.247	T ROWE PRICE NEW ERA FUND INC	PRNEX	06/04/12	6,000.00	10/31/12	6,983.43	983.43 V

THE DOERING FAMILY FOUNDATION
PCG CLEARY GULL

Account number:
802-01440

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
389.004	T ROWE PRICE NEW ERA FUND INC	PRNEX	06/08/12	15,009.00	10/31/12	16,847.33	1,838.33 V
931.966	VANGUARD FIXED INC SECS FD INC SHORT TERM INVT GRADE FUND	VFSTX	04/03/12	10,001.28	06/11/12	9,991.00	-10.28 V
5,591.799	VANGUARD FIXED INC SECS FD INC SHORT TERM INVT GRADE FUND	VFSTX	04/03/12	60,007.72	10/23/12	60,829.77	822.05 V
5,474.453	VANGUARD GNMA FUND	VFIIX	07/28/11	60,009.00	01/27/12	60,647.94	638.94 V
13.078	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	12/19/11	243.12	06/04/12	250.66	7.54 V
453.309	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	04/03/12	10,009.00	05/30/12	8,917.47	-1,091.53 V
Short Term Subtotal				316269.98		323541.84	~~7,470.88~~ 7271.86

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
20,000.000	CONOCOPHILLIPS NOTES	20825CAS3	01/27/11	21,277.09	02/02/12	21,634.20	357.11 V
39.159	DODGE & COX FUNDS INTERNATIONAL STOCK FUND	DODFX	12/23/10	1,385.06	11/06/12	1,303.99	-81.07 V
260.871	DODGE & COX FUNDS INTERNATIONAL STOCK FUND	DODFX	10/26/11	8,292.73	11/06/12	8,687.01	394.28 V
25,000.000	FEDERAL NATIONAL MTG ASSN	31398AU34	12/06/10	25,580.87	07/11/12	26,413.50	832.63 V
1,196.665	FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX	01/12/11	32,411.52	04/03/12	34,108.16	1,696.64 V
122.100	HEARTLAND GROUP INC SELECT VALUE FD INSTL CL	HNSVX	07/29/10	3,061.74	11/06/12	3,602.79	541.05 V
407.873	LONGLEAF PARTNERS FUND	LLPFX	01/28/10	9,510.94	11/06/12	12,644.63	3,133.69 V
10.596	LONGLEAF PARTNERS FUND	LLPFX	12/30/10	300.30	11/06/12	328.49	28.19 V
50,000.000	MISSOURI HIGHER ED LN AUTH STUDENT LN REV SERIES D	606072HM1	01/05/05	50,000.00	08/14/12	50,000.00	0.00 V
484.318	RIDGEWORTH FDS US GOVT SECS ULTRA SHORT BD FD	SIGVX	10/26/11	4,894.54	04/03/12	4,909.72	15.18 V

CLEARY GULL

INVESTMENT ACCESS ACCOUNT STATEMENT WITH PRIVATE CLIENT GROUP 2012 ANNUAL STATEMENT

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
1,299.823	RIDGEWORTH FDS US GOVT SECS ULTRA SHORT BD FD	SIGVX	10/26/11	13,136.08	05/16/12	13,201.45	65.37 V
20,000.000	SYSCO CORP SR NT	871829AL1	08/24/11	22,898.38	10/03/12	23,848.20	949.82 V
556.881	TEMPLETON GLOBAL BOND FUND ADVISOR CL	TGBAX	09/08/10	7,474.39	06/18/12	6,991.00	-483.39 V
2,424.242	TEMPLETON GLOBAL BOND FUND ADVISOR CL	TGBAX	09/08/10	32,537.91	09/07/12	31,991.00	-546.91 V
1,271.649	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	10/17/05	31,155.41	05/30/12	25,015.82	-6,139.59 V
95.021	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	12/22/08	1,257.13	06/04/12	1,821.26	564.13 V
15.158	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	12/21/09	280.57	06/04/12	290.53	9.96 V
2,395.303	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	07/29/10	~~47,706.68~~ 57759.41	05/30/12	47,120.28	~~-586.40 V~~ <10639.13>
266.676	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	07/29/10	5,311.32	06/04/12	5,111.36	-199.96 V
97.219	WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND	BIGIX	12/20/10	2,136.87	05/30/12	1,912.49	-224.38 V
Long Term Subtotal				330662.26		320935.88	~~-326.35~~ <9726.38>
TOTAL REALIZED GAIN OR LOSS				646932.24		644477.72	~~7,797.21~~ <2454.52>

V - Cost basis for this tax lot was determined by specific lot identification methodology, based ~~on instructions you provided~~ or by your standing orders ~~on file at the time~~ of the trade.

ACTIVITY DETAIL

TAXABLE INCOME

Dividends

DESCRIPTION	AMOUNT	DESCRIPTION	AMOUNT
ALLERGAN INC	$14.25	ALLSTATE CORP	$128.70
AMERICAN EAGLE OUTFITTERS INC NEW	$63.80	APPLE INC	$79.50
CARNIVAL CORP COMMON PAIRED STOCK	$53.75	CBS CORP NEW CLASS B	$130.20
CHEVRON CORPORATION	$201.60	DANAHER CORP	$25.38
EATON CORP	$220.40	FRANKLIN RESOURCES INC	$237.65
HASBRO INC	$31.50	HERBALIFE LTD COMMON STOCK	$39.00
INTEL CORP	$286.66	JABIL CIRCUIT INC	$137.20
JPMORGAN CHASE & CO	$139.50	LOWES COMPANIES INC	$147.30
MASTERCARD INC	$32.25	ORACLE CORP	$95.40
PRINCIPAL FINANCIAL GROUP INC	$190.95	QUALCOMM INC	$171.03
SCHLUMBERGER LTD	$102.14	SUNTRUST BANKS INC	$53.00
UNITEDHEALTH GROUP INC	$52.50	US GOVT MONEY MARKET FUND RBC SELECT CLASS	$1.03
WEIGHT WATCHERS INTL INC NEW COM	$33.26	WILLIAMS SONOMA INC	$31.90
		Total Dividends	$2,699.85

TOTAL TAXABLE INCOME $2,699.85

SCHEDULE OF REALIZED GAINS AND LOSSES

	THIS YEAR
Total Realized Gain or Loss	32,769.19
Short-term	1,823.19
Long-term	30,946.00

CLEARY GULL

PRIVATE CLIENT GROUP
ACCOUNT STATEMENT
2012 ANNUAL STATEMENT

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Short Term							
30.000	ALLSTATE CORP	ALL	05/08/12	1,035.53	10/03/12	1,202.67	167.14 V
135.000	CORNING INC	GLW	05/06/11	2,757.14	02/14/12	1,808.97	-948.17 V
115.000	EATON CORP	278058102	12/21/11	4,990.49	12/03/12	5,969.14	978.65 V
30.000	EATON CORP	278058102	03/06/12	1,470.25	10/03/12	1,390.46	-79.79 V
20.000	EATON CORP	278058102	03/06/12	980.16	12/03/12	1,038.11	57.95 V
35.000	EBAY INC	EBAY	01/24/12	1,135.77	10/03/12	1,693.26	557.49 V
35.000	EXPRESS SCRIPTS HOLDING COMPANY	ESRX	04/05/12	1,999.98	10/03/12	2,267.34	267.36 V
5.000	GOOGLE INC CL A	GOOG	08/20/12	3,400.92	10/03/12	3,806.81	405.89 V
30.000	JPMORGAN CHASE & CO	JPM	03/14/12	1,302.75	10/03/12	1,214.37	-88.38 V
70.000	LOWES COMPANIES INC	LOW	03/06/12	1,956.49	10/03/12	2,139.25	182.76 V
215.000	NVIDIA CORP	NVDA	06/03/11	4,029.90	03/14/12	3,085.21	-944.69 V
40.000	POST HOLDINGS INC	POST	02/14/12	1,203.44	10/03/12	1,192.57	-10.87 V
10.000	PRICELINE COM INC COM NEW	PCLN	11/10/11	5,292.84	10/11/12	5,974.93	682.09 V
70.000	PRINCIPAL FINANCIAL GROUP INC	PFG	12/06/11	1,800.51	10/03/12	1,892.16	91.65 V
105.000	PRINCIPAL FINANCIAL GROUP INC	PFG	12/06/11	2,700.76	12/05/12	2,918.35	217.59 V
75.000	SUNTRUST BANKS INC	STI	08/16/12	1,905.95	10/03/12	2,187.70	281.75 V
95.000	WEIGHT WATCHERS INTERNATIONAL INC	WTW	09/29/11	5,581.27	05/08/12	5,536.84	-44.43 V
30.000	WILLIAMS SONOMA INC	WSM	09/05/12	1,273.17	10/03/12	1,322.37	49.20 V
Short Term Subtotal				44817.32		46640.51	1,823.19

THE DOERING FAMILY FOUNDATION
PCG/ARGENT

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
35.000	ALLERGAN INC	AGN	07/23/10	2,170.37	01/26/12	3,087.84	917.47 V
15.000	ALLERGAN INC	AGN	07/23/10	930.16	10/03/12	1,389.56	459.40 V
15.000	BIOGEN IDEC INC	BIIB	07/23/10	821.75	10/03/12	2,279.79	1,458.04 V
40.000	BIOGEN IDEC INC	BIIB	07/23/10	2,191.34	10/19/12	5,783.28	3,591.94 V
215.000	CARNIVAL CORP COMMON PAIRED STOCK	CCL	07/23/10	7,320.86	03/06/12	6,313.67	-1,007.19 V
55.000	CBS CORP NEW CLASS B	CBS	05/26/11	1,509.54	10/03/12	1,899.45	389.91 V
10.000	CHEVRON CORPORATION	CVX	08/03/11	1,026.45	10/03/12	1,156.67	130.22 V
20.000	CITRIX SYSTEMS INC	CTXS	07/23/10	948.47	10/03/12	1,496.96	548.49 V
235.000	CORNING INC	GLW	01/28/11	5,152.72	02/14/12	3,148.96	-2,003.76 V
35.000	DANAHER CORP	DHR	07/23/10	1,326.10	10/03/12	1,964.25	638.15 V
10.000	EBAY INC	EBAY	07/23/10	210.19	10/03/12	483.79	273.60 V
60.000	EMC CORP-MASS	EMC	07/23/10	1,213.11	10/03/12	1,610.36	397.25 V
120.000	ENERGIZER HOLDINGS INC	ENR	07/23/10	6,423.18	04/05/12	8,634.97	2,211.79 V
50.000	FOREST LABORATORIES INC	FRX	07/20/11	1,935.01	10/03/12	1,822.95	-112.06 V
15.000	FRANKLIN RESOURCES INC	BEN	06/02/11	1,888.43	10/03/12	1,884.25	-4.18 V
45.000	GILEAD SCIENCES INC	GILD	07/23/10	1,494.41	11/09/12	2,922.29	1,427.88 V
40.000	GILEAD SCIENCES INC	GILD	10/22/10	1,566.52	11/09/12	2,597.59	1,031.07 V
40.000	GILEAD SCIENCES INC	GILD	05/04/11	1,660.68	10/03/12	2,793.73	1,133.05 V
25.000	GILEAD SCIENCES INC	GILD	05/04/11	1,037.92	11/09/12	1,623.49	585.57 V
105.000	HASBRO INC	HAS	11/30/10	5,033.57	03/06/12	3,623.02	-1,410.55 V
130.000	HERBALIFE LTD COMMON STOCK	HLF	08/24/10	3,563.62	05/03/12	6,132.40	2,568.78 V
60.000	INTEL CORP	INTC	07/23/10	1,295.34	10/03/12	1,343.36	48.02 V
85.000	JABIL CIRCUIT INC	JBL	03/02/11	1,799.07	10/03/12	1,532.86	-266.21 V

CLEARY GULL

PRIVATE CLIENT GROUP
ACCOUNT STATEMENT
2012 ANNUAL STATEMENT

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
35.000	JACOBS ENGINEERING GROUP INC	JEC	02/07/11	1,861.24	10/03/12	1,413.71	-447.53 V
15.000	MASTERCARD INC	MA	07/23/10	3,186.75	08/09/12	6,339.45	3,152.70 V
75.000	MONSTER BEVERAGE CORP	MNST	08/09/10	1,720.20	04/30/12	5,607.03	3,886.83 V
115.000	MONSTER BEVERAGE CORP	MNST	08/09/10	2,637.65	08/16/12	6,899.51	4,261.86 V
245.000	NVIDIA CORP	NVDA	03/02/11	5,258.75	03/14/12	3,515.71	-1,743.04 V
40.000	ORACLE CORP	ORCL	07/23/10	974.76	10/03/12	1,263.37	288.61 V
160.000	PRINCIPAL FINANCIAL GROUP INC	PFG	07/23/10	4,088.05	12/05/12	4,447.02	358.97 V
30.000	QUALCOMM INC	QCOM	11/08/10	1,445.07	10/03/12	1,849.45	404.38 V
20.000	RALCORP HOLDINGS INC NEW	RAH	07/23/10	1,009.59	10/03/12	1,457.56	447.97 V
70.000	RALCORP HOLDINGS INC NEW	RAH	07/23/10	3,533.58	11/28/12	6,199.26	2,665.68 V
15.000	SCHLUMBERGER LTD	SLB	01/25/11	1,244.70	10/03/12	1,057.47	-187.23 V
140.000	UNITEDHEALTH GROUP INC	UNH	07/23/10	4,332.32	06/25/12	8,079.55	3,747.23 V
85.000	VARIAN MEDICAL SYSTEMS INC	VAR	07/23/10	4,723.75	01/24/12	5,826.64	1,102.89 V
Long Term Subtotal				88535.22		119481.22	30,946.00
TOTAL REALIZED GAIN OR LOSS				133352.54		166121.73	32,769.19

V - Cost basis for this tax lot was determined by specific lot identification methodology, based on instructions you provided or by your standing orders on file at the time of the trade.

DUPLICATE STATEMENTS

As you requested, copies of this statement have been sent to:

ARGENT CAPITAL MANAGEMENT LLC
100 S BRENTWOOD BLVD
STE 110
ST LOUIS MO 63105-1677