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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year **2012**, or tax year beginning

, **2012**, and ending

Name of foundation Doan Family Trust		A Employer identification number 46-6116720
Number and street (or P O box number if mail is not delivered to street address) 6411 Seabryn Drive		B Telephone number (see the instructions) (310) 541-4076
City or town Rancho Palos Verdes		C If exemption application is pending, check here <input type="checkbox"/>
State ZIP code CA 90275-4755		
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
	<input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 990,730.	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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))				
REVENUE				
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	0.	0.	0.	
4 Dividends and interest from securities	20,110.	20,110.	20,110.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		5,310.		
8 Net short-term capital gain			5,310.	
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	20,110.	25,420.	25,420.	
ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instrs) Federal excise tax				477.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
Filing fees	85.			85.
24 Total operating and administrative expenses. Add lines 13 through 23	562.			562.
25 Contributions, gifts, grants paid	45,000.			45,000.
26 Total expenses and disbursements. Add lines 24 and 25	45,562.			45,562.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-25,452.			
b Net investment income (if negative, enter -0)		25,420.		
c Adjusted net income (if negative, enter -0)			25,420.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	12,816.	7,375.	7,375.
	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)	839,813.	825,111.	983,355.
	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				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	852,629.	832,486.	990,730.	
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)			
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24	Unrestricted	852,629.	832,486.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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)	852,629.	832,486.		
31	Total liabilities and net assets/fund balances (see instructions)	852,629.	832,486.		

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	852,629.
2	Enter amount from Part I, line 27a	2	-25,452.
3	Other increases not included in line 2 (itemize) <u>Long term capital gains</u>	3	5,309.
4	Add lines 1, 2, and 3	4	832,486.
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	832,486.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 53,003.	0.	47,693.	5,310.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a 0.	0.	0.	5,310.
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	5,310.
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	5,310.

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.	(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
	2011	44,893.	928,514.	0.048349
	2010	39,422.	851,659.	0.046288
	2009	46,873.	738,043.	0.063510
	2008	52,456.	970,758.	0.054036
	2007	46,863.	1,203,934.	0.038925

2 Total of line 1, column (d)	2	0.251108
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	0.050222
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	931,909.
5 Multiply line 4 by line 3	5	46,802.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	254.
7 Add lines 5 and 6	7	47,056.
8 Enter qualifying distributions from Part XII, line 4	8	45,562.

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 <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)	}		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	508.
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	508.	
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	508.	
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7		
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	9.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	517.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

Part 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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>			X
14	The books are in care of <u>R. Stephen Doan</u> Telephone no. <u>(310) 541-4076</u> Located at <u>6411 Seabryn Drive</u> <u>Rancho Palos Verdes CA</u> ZIP + 4 <u>90275-4755</u>			
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 <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country <u></u>		Yes	No X

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

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

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

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

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If 'Yes' to 6b, file Form 8870

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

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

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
R. Stephen Doan 6411 Seabryn Drive Rancho Palos Verdes CA 90275-4755	Trustee 1.00	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 None

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		None

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 instructions	
Total. Add lines 1 through 3	

BAA

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	1 a	941,657.
b	Average of monthly cash balances	1 b	4,444.
c	Fair market value of all other assets (see instructions)	1 c	0.
d	Total (add lines 1a, b, and c)	1 d	946,101.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	946,101.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	14,192.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	931,909.
6	Minimum investment return. Enter 5% of line 5	6	46,595.

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	46,595.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	508.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	508.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,087.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	46,087.
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	46,087.

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	1 a	45,562.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	45,562.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,562.

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				46,087.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			39,673.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	0.			
b From 2008	0.			
c From 2009	0.			
d From 2010	0.			
e From 2011	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ \$ 45,562.				
a Applied to 2011, but not more than line 2a			39,673.	
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				5,889.
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				40,198.
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)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008	0.			
b Excess from 2009	0.			
c Excess from 2010	0.			
d Excess from 2011	0.			
e Excess from 2012	0.			

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

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number 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				
California Masonic Foundation 1111 California Street				
San Francisco CA 94108		PC	Operations	5,000.
House Ear Institute 2100 West 3rd Street				
Los Angeles CA 90057		PC	Operations	15,000.
Midnight Mission 601 South San Pedro Street				
Los Angeles CA 90014		PC	Operations	25,000.
Total				▶ 3 a 45,000.
b Approved for future payment				
Total				▶ 3 b

Statement Attached to and Made Part of
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for
Doan Family Trust
T.I.N. 46-6116720

Part II

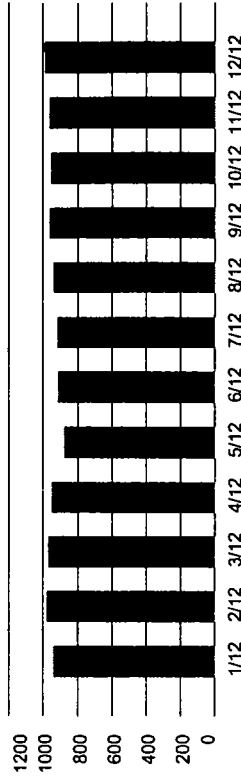
The corporate stock listed on line 10b is reported at cost and consists of the assets shown in the following excerpts from the year end stated from Charles Schwab.

Change in Account Value

	This Period	Year to Date
Starting Value	\$ 964,702.25	\$ 887,475.50
Cash Value of Purchases & Sales	(14.02)	20,011.20
Investments Purchased/Sold	14.02	(20,011.20)
Deposits & Withdrawals	0.00	(45,562.00)
Dividends & Interest	7,198.02	20,109.63
Fees & Charges	0.00	0.00
Transfers	0.00	0.00
Income Reinvested	0.00	0.00
Change in Value of Investments	18,830.13	128,707.27
Ending Value on 12/31/2012	\$ 990,730.40	\$ 990,730.40

Total Change in Account Value \$ 25,028.15 \$ 103,254.90
 Annual Percentage Change 2.59% 11.63%

Account Value (\$) Over Last 12 Months [in Thousands]



Asset Composition

	Market Value	% of Account Assets
Cash	\$ 7,375.23	<1%
Other Assets	983,355.17	99%
Total Assets Long	\$ 990,730.40	100%

Gain or (Loss) Summary

Realized Gain or (Loss) This Period	Unrealized Gain or (Loss)
Short Term	\$0.00
Long Term	\$(76.20)
All Investments	\$158,243.69

Values may not reflect all of your gains/losses.

This Period

Year to Date

	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Schwab One Interest	0.00	0.00	0.00	0.13
Cash Dividends	0.00	7,198.02	0.00	20,109.50
Total Income	0.00	7,198.02	0.00	20,109.63

Investment Detail - Cash

	Market Value	% of Account Assets
Cash	7,375.23	<1%
Total Cash	7,375.23	<1%
Total Cash	7,375.23	<1%

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value	Cost Basis	Unrealized Gain or (Loss)	Holding Days	Holding Period	% of
								Account Assets Acquired
ISHARES MSCI EMRG MKT FD	3,614.0000	44.3500	160,280.90	160,280.90	8,202.60			16%
EMERGING MARKETS INDX FD	249.0000	37.2830	9,283.47	12/11/06	1,759.68	2212	Long-Term	
SYMBOL: EEM	375.0000	44.0598	16,522.45	07/27/07	108.80	1984	Long-Term	
	230.0000	36.5669	8,410.39	09/05/08	1,790.11	1578	Long-Term	
	350.0000	32.9045	11,516.60	06/08/09	4,005.90	1302	Long-Term	
	1,722.0000	46.7041	80,424.63	02/02/11	(4,053.93)	698	Long-Term	
	389.0000	37.1510	14,451.74	12/14/11	2,800.41	383	Long-Term	
	299.0000	38.3579	11,469.02	07/13/12	1,791.63	171	Short-Term	
Cost Basis			152,078.30					

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
ISHARES RUSSELL MIDCAP GROWTH INDEX FUND SYMBOL: IWP	782,000	62.8000	49,109.60	5%	8,062.10		
	32,000	52.5306	1,680.98	12/11/06	328.62	2212	Long-Term
	685,000	52.5324	35,984.70	12/11/06	7,033.30	2212	Long-Term
	19,000	48.7310	925.89	09/05/08	267.31	1578	Long-Term
	11,000	29.1736	320.91	12/01/08	369.89	1491	Long-Term
	19,000	59.0310	1,121.59	02/02/11	71.61	698	Long-Term
	16,000	63.3393	1,013.43	10/17/12	(8.63)	75	Short-Term
<i>Cost Basis</i>			<i>41,047.50</i>				
ISHARES RUSSELL MIDCAP VALUE INDEX FUND SYMBOL: IWS	980,000	50.2400	49,235.20	5%	1,449.11		
	24,000	49.6779	1,192.27	12/11/06	13.49	2212	Long-Term
	851,000	49.1936	41,863.77	12/11/06	890.47	2212	Long-Term
	105,000	45.0480	4,730.05	01/07/08	545.15	1820	Long-Term
<i>Cost Basis</i>			<i>47,786.09</i>				
ISHARES RUSSELL 1000 VAL	3,693,000	72.8200	268,924.26	27%	58,471.35		
RUSSELL 1000 VALUE INDEX FUND	2,096,000	59.9806	125,719.45	02/24/04	26,911.27	3233	Long-Term
	149,000	77.9727	11,617.94	01/07/08	(767.76)	1820	Long-Term
	110,000	73.8803	8,126.84	06/17/08	(116.64)	1658	Long-Term
	730,000	45.8912	33,500.62	12/01/08	19,657.98	1491	Long-Term
	362,000	42.7937	15,491.33	04/02/09	10,869.51	1369	Long-Term
	19,000	57.6410	1,095.18	11/11/09	288.40	1146	Long-Term
	100,000	61.3395	6,133.95	10/13/10	1,148.05	810	Long-Term
	90,000	67.3894	6,065.05	02/02/11	488.75	698	Long-Term
	37,000	73.0418	2,702.55	12/13/12	(8.21)	18	Short-Term
<i>Cost Basis</i>			<i>210,452.91</i>				

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
ISHARES TR MSCI EAFE FD	2,451,000	56.8600	139,363.86	14%	(14,140.77)		
MSCI EAFE INDEX FUND	390,000	71.1064	27,731.50	12/14/06	(5,556.10)	2209	Long-Term
SYMBOL: EFA	490,000	75.7173	37,101.50	07/30/07	(9,240.10)	1981	Long-Term
	64,000	71.2278	4,558.58	06/20/08	(919.54)	1655	Long-Term
	1,247,000	57.2728	71,419.24	06/24/11	(514.82)	556	Long-Term
	130,000	48.3778	6,289.12	12/14/11	1,102.68	383	Long-Term
	130,000	49.2668	6,404.69	07/13/12	987.11	171	Short-Term
Cost Basis			153,504.63				
ISHARES TR RUSSELL 1000	4,080,000	65.4900	267,199.20	27%	83,053.71		
RUSSELL 1000 GROWTH	140,000	47.7805	6,689.27	02/23/04	2,479.33	3234	Long-Term
INDEX FUND	2,461,000	47.7805	117,587.86	02/23/04	43,583.03	3234	Long-Term
SYMBOL: IWF	23,000	57.0021	1,311.05	04/11/07	195.22	2091	Long-Term
	1,106,000	34.4370	38,087.42	12/01/08	34,344.52	1491	Long-Term
	105,000	46.1242	4,843.05	09/14/09	2,033.40	1204	Long-Term
	101,000	59.6376	6,023.40	02/02/11	591.09	698	Long-Term
	78,000	67.3547	5,253.67	10/17/12	(145.45)	75	Short-Term
	66,000	65.9056	4,349.77	12/13/12	(27.43)	18	Short-Term
Cost Basis			184,145.49				
ISHARES TR RUSSELL 2000	256,000	95.3100	24,399.36	2%	8,231.16		
RUSSELL 2000 GROWTH	224,000	60.7818	13,615.13	02/23/04	7,734.31	3234	Long-Term
INDEX FUND	16,000	65.1593	1,042.55	11/11/09	482.41	1146	Long-Term
SYMBOL: IWO	6,000	90.2116	541.27	02/02/11	30.59	698	Long-Term
	10,000	96.9250	969.25	10/17/12	(16.15)	75	Short-Term
Cost Basis			16,168.20				

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Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
ISHARES TR RUSSELL 2000	329,0000	75.5100	24,842.79	3%	4,914.43		
RUSSELL 2000 VALUE INDEX	212,0000	55.1843	11,699.09	02/23/04	4,309.03	3234	Long-Term
SYMBOL: IWN	40,0000	76.0582	3,042.33	07/27/07	(21.93)	1984	Long-Term
	60,0000	67.6258	4,057.55	01/07/08	473.05	1820	Long-Term
	6,0000	49.9916	299.95	06/08/09	153.11	1302	Long-Term
	11,0000	75.4036	829.44	10/17/12	1.17	75	Short-Term
Cost Basis			19,928.36				
Total Other Assets	16,185,0000		983,355.17	99%	158,243.69		
		Total Cost Basis.	825,111.48				

Total Investment Detail	990,730.40
Total Account Value	990,730.40
Total Cost Basis	825,111.48

Realized Gain or (Loss)

Long Term	Quantity/Par	Acquired/		Total Proceeds	Cost Basis	Realized Gain or (Loss)
		Opened	Sold/			
ISHARES MSCI EMRG MKT FDEMERGING	105 0000	12/11/06	12/13/12	4,531.36	3,914.71	616.65
MARKETS INDX FD: EEM						

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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Part IV, Line 1a

See Schwab Gain/Loss Schedule Attached

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return. Date Prepared: February 8, 2013

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D. Please consult with your tax advisor or financial advisor regarding specific questions.

Long-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
ISHARES MSCI EMRG MKT F	464287234	192.00	12/11/06	03/08/12	\$ 8,360.56	\$ 7,158.33	\$ 0.00	\$ 1,202.23
ISHARES MSCI EMRG MKT F	464287234	40.00	12/11/06	10/17/12	\$ 1,683.81	\$ 1,491.32	\$ 0.00	\$ 192.49
ISHARES MSCI EMRG MKT F	464287234	105.00	12/11/06	12/13/12	\$ 4,531.36	\$ 3,914.71	\$ 0.00	\$ 616.65
Security Subtotal					\$ 14,575.73	\$ 12,564.36	\$ 0.00	\$ 2,011.37
ISHARES RUSSELL GROWTH	464287481	28.00	12/11/06	03/08/12	\$ 1,712.46	\$ 1,470.91	\$ 0.00	\$ 241.55
Security Subtotal					\$ 1,712.46	\$ 1,470.91	\$ 0.00	\$ 241.55
ISHARES RUSSELL VALUE	464287473	26.00	12/11/06	03/08/12	\$ 1,217.19	\$ 1,279.03	\$ 0.00	\$ (61.84)
ISHARES RUSSELL VALUE	464287473	20.00	12/11/06	07/13/12	\$ 907.43	\$ 983.87	\$ 0.00	\$ (76.44)
Security Subtotal					\$ 2,124.62	\$ 2,262.90	\$ 0.00	\$ (138.28)
ISHARES RUSSELL 1000 VAL	464287598	25.00	02/24/04	03/08/12	\$ 1,703.52	\$ 1,499.52	\$ 0.00	\$ 204.00
ISHARES RUSSELL 1000 VAL	464287598	130.00	02/24/04	07/13/12	\$ 8,790.81	\$ 7,797.48	\$ 0.00	\$ 993.33
Security Subtotal					\$ 10,494.33	\$ 9,297.00	\$ 0.00	\$ 1,197.33
ISHARES TR MSCI EAFE FD	464287465	35.00	12/14/06	03/08/12	\$ 1,897.82	\$ 2,488.72	\$ 0.00	\$ (590.90)
ISHARES TR MSCI EAFE FD	464287465	58.00	12/14/06	10/17/12	\$ 3,187.36	\$ 4,124.17	\$ 0.00	\$ (936.81)

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 8, 2013

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
ISHARES TR MSCI EAFE FD	464287465	45.00	12/14/06	12/13/12	\$ 2,506.94	\$ 3,199.79	\$ 0.00	\$ (692.85)
Security Subtotal					\$ 7,592.12	\$ 9,812.68	\$ 0.00	\$ (2,220.56)
ISHARES TR RUSSELL 1000	464287614	108.00	02/23/04	03/08/12	\$ 6,921.51	\$ 5,160.30	\$ 0.00	\$ 1,761.21
ISHARES TR RUSSELL 1000	464287614	106.00	02/23/04	07/13/12	\$ 6,641.55	\$ 5,064.73	\$ 0.00	\$ 1,576.82
Security Subtotal					\$ 13,563.06	\$ 10,225.03	\$ 0.00	\$ 3,338.03
ISHARES TR RUSSELL 2000	464287648	15.00	02/23/04	03/08/12	\$ 1,382.12	\$ 911.73	\$ 0.00	\$ 470.39
ISHARES TR RUSSELL 2000	464287648	8.00	02/23/04	07/13/12	\$ 720.95	\$ 486.25	\$ 0.00	\$ 234.70
Security Subtotal					\$ 2,103.07	\$ 1,397.98	\$ 0.00	\$ 705.09
ISHARES TR RUSSELL 2000	464287630	12.00	02/23/04	07/13/12	\$ 837.63	\$ 662.21	\$ 0.00	\$ 175.42
Security Subtotal					\$ 837.63	\$ 662.21	\$ 0.00	\$ 175.42
Total Long-Term (Cost basis is available but not reported to the IRS)					\$ 53,003.02	\$ 47,693.07	\$ 0.00	\$ 5,309.95
Total Long-Term					\$ 53,003.02	\$ 47,693.07	\$ 0.00	\$ 5,309.95

charles SCHWAB

Schwab One® Trust Account of
R STEPHEN DOAN TTEE
THE DOAN FAMILY TRUST
U/A DTD 05/30/2002

Account Number
3146-4443

TAX YEAR 2012
YEAR-END SUMMARY

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return. Date Prepared: February 8, 2013

Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
Total Long-Term Realized Gain or (Loss) (Cost basis is available but not reported to the IRS Report on Form 8949, Part II, with Box B checked.)	\$ 53,003.02	\$ 47,693.07	0.00	\$ 5,309.95
Total Long-Term Realized Gain or (Loss)	\$ 53,003.02	\$ 47,693.07	0.00	\$ 5,309.95
TOTAL REALIZED GAIN OR (LOSS)	\$ 53,003.02	\$ 47,693.07	0.00	\$ 5,309.95