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Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation OMB No 1545 0052

2012

Department of the Treasury Internal Revenue Service Note. The foun

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

1	For cal	endar year 2012, or tax year beginning	, 2012,	and ending	,	
	WILL	IAM & PAMELA AYER FOUNDATION			A Employer identification nui 46-6434173	
GNOVY MISSING	1582 B EL L	9 SE 56TH PLACE EVUE, WA 98006			B Telephone number (see the 206-295-4510	instructions)
X					C If exemption application is	pending, check here
	G Ch	eck all that apply. X Initial return	Initial return of a form Amended return	ner public charity	D 1 Foreign organizations, che	ck here
Š		Address change	Name change	yundation.	2 Foreign organizations mee here and attach computation	
\$		Section 4947(a)(1) nonexempt charitable tr		rivate foundation	E If private foundation status under section 507(b)(1)(A)	
<i>(77)</i>	(1	from Part II, column (c), line 16)	Other (specify)		F If the foundation is in a 60 under section 507(b)(1)(B)	-month termination
	Part	330/0=	column (d) must be on			
	ran	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 investmen income	t (c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		Contributions, gifts, grants, etc, received (att sch)	1,000,000.			
(M)		2 Ck Interest on savings and temporary				
SCANNED MAY		cash investments 4 Dividends and interest from securities	13,130.	13,13	0.	
落		5 a Gross rents b Net rental income				
Ö	R E	or (loss) 6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 1 016 463	16,463.			
MA	Ž E	assets on line 6a Capital gain net income (from Part IV, line 2)		16,46	3.	
<i>≫</i>	N U	8 Net short-term capital gain 9 Income modifications				
ල	Ĕ	10 a Gross sales less returns and				
\$10%		allowances b Less Cost of				
₹ <u>></u>		c Gross profit/(loss) (att sch)				
		11 Other income (attach schedule)				
		12 Total. Add lines 1 through 11	1,029,593.	29,59	3. 0.	
		13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages	0.			
		15 Pension plans, employee benefits				
	A D	16 a Legal fees (attach schedule) b Accounting fees (attach sch)				
	M	c Other prof fees (attach sch)			REC	EIVED
	O I S	17 Interest				15
	ŖR	18 Taxes (attach schedule)(see instrs) SEE STM 1 19 Depreciation (attach	98.	9	8. O MAY 2	1 2014
	A A	sch) and depletion 20 Occupancy			000	<u></u>
	N V G E	21 Travel, conferences, and meetings			UCU UCU	N, UT
	A E N X D P	22 Printing and publications23 Other expenses (attach schedule)				
	E N S	24 Total operating and administrative				
	S E S	expenses. Add lines 13 through 23	98.	9	8.	
		25 Contributions, gifts, grants paid26 Total expenses and disbursements.				
		Add lines 24 and 25 27 Subtract line 26 from line 12:	98.	9	8. 0.	0.
		a Excess of revenue over expenses and disbursements	1,029,495.			
		b Net investment income (if negative, enter 0)		29,49	,	
	DAA 5	C Adjusted net income (if negative, enter 0)	tions		0.	Form 990-PF (2012)

Form	990-	PF (2012) WILLIAM & PAMELA AYER FOUNDATION			6434173	Page 2
Par	7777	Balance Sheets Attached schedules and amounts in the description column should be for end of year amounts only	Beginning of year		nd of year	
- 41	•••	(See instructions)	(a) Book Value	(b) Book Value	(c) Fair M	larket Value
	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		5,98	39.	5,989.
	3	Accounts receivable				
	1	Less. allowance for doubtful accounts			<u> </u>	
	4	Pledges receivable				
		Less, allowance for doubtful accounts			l	
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other				
	_	disqualified persons (attach schedule) (see instructions)				
۸	7	Other notes and loans receivable (attach sch)				
A S E T		Less. allowance for doubtful accounts				
S	8	Inventories for sale or use				
Ť	9	Prepaid expenses and deferred charges				
S	10 a	Investments – U.S. and state government obligations (attach schedule)				
	l t	Investments — corporate stock (attach schedule)				
	0	: 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) STATEMENT 2		1,023,50	06.	990,825.
	14	Land, buildings, and equipment basis		=/ == 0,0		
	'	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)	0.	1,029,49	95.	996,814.
L	17	Accounts payable and accrued expenses.				
1	18	Grants payable				
A B	19	Deferred revenue				
ļ	20	Loans from officers, directors, trustees, & other disqualified persons				
Ĺ	21	Mortgages and other notes payable (attach schedule)				
Ţ	22	Other liabilities (describe ►)				
Ė	'	`				
<u>s</u>	23	Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117 check here	0.		0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
NF	24	Unrestricted		1,029,49	95.	
E U	25	Temporarily restricted				
D	26	Permanently restricted				
A B S A E A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
ELTA	27	Capital stock, trust principal, or current funds				
SN	28	Paid-in or capital surplus, or land, building, and equipment fund				
ΟĒ	29	Retained earnings, accumulated income, endowment, or other funds.		· -		
RS	30	Total net assets or fund balances (see instructions)	0.	1,029,4	95.	
	31	Total liabilities and net assets/fund balances	0.	1,029,4	0.5	
Day	1111	(see instructions) Analysis of Changes in Net Assets or Fund Baland		1,023,4	33.1	
1	Total	net assets or fund balances at beginning of year — Part II, colur of-year figure reported on prior year's return)	mn (a), line 30 (must agi	ree with	1	0.
_				<u> </u>		029,495.
		amount from Part I, line 27a		}	3	043,433.
3		ncreases not included in line 2 (itemize)		+		020 405
4		ines 1, 2, and 3			5 1,	029,495.
5		ses not included in line 2 (itemize) net assets or fund balances at end of year (line 4 minus line 5)	_ Part II column (b) In	+		020 405
6	rotal			e 30		029, 495.
BAA		TEEA0302L	12/06/12		rorm 9	90-PF (2012)

	rt IV Capital Gains and L	.05565 TOT TAX OIT HIVE SUITE	it income				
	• (a) List and describe 2-story brick warehouse	(b) How acqu P — Purcha D — Donatio	se (month, day, year				
1a 5147.059 SH SMALL-CAP INDEX FUND ADM D						12/20/12	
		CAP INDEX FUND ADM		D	12/18/12	12/20/12	
	2191.903 SH 500 IN	IDEX FUND ADM		D	12/18/12	12/20/12	
	44.733 SH 500 INDE	X FUND ADM		D	12/18/12	12/20/12	
	CAPITAL GAIN DIVIDE	INDS					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sale		(h) Gain oi (e) plus (f) n		
	204,133.		20	3,000.		1,133.	
	499,772.		49	7,000.		2,772.	
	293,452.		29	4,000.		-548.	
	5,989.			6,000.		-11.	
	· · · · · · · · · · · · · · · · · · ·						
		g gain in column (h) and owned by t			(I) Gains (Co		
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if ar	(i) ly	gain minus column (F than -0-) or Losses (fi		
a	1					1,133.	
t)				- <u></u>	2,772.	
						-548.	
						-11.	
						13,117.	
2	Capital gain net income or (net	capital loss). — If gain, also If (loss), en	enter in Part I, line 7 er -0- in Part I, line 7		2	16,463.	
3	Net short-term capital gain or (lo	oss) as defined in sections 1222(5) a	nd (6).				
	If gain, also enter in Part I, line in Part I, line 8	8, column (c) (see instructions). If (k	oss), enter -0-		3	0.	
Par	t V Qualification Under	Section 4940(e) for Reduce	d Tax on Net Investme	ent Incom	ie		
(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.) N/A If section 4940(d)(2) applies, leave this part blank. Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No							
Was	the foundation liable for the section	s part blank. on 4942 tax on the distributable amo	unt of any year in the base p			No	
Was If 'Ye	the foundation liable for the sections,' the foundation does not qualif	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com	unt of any year in the base p plete this part.	period?		No No	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualify. Enter the appropriate amount in (a) Base period years Calendar year (or tax year)	s part blank. on 4942 tax on the distributable amo	unt of any year in the base p plete this part.	ny entries.		n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualified. Enter the appropriate amount in (a) Base period years Calendar year (or tax year beginning in)	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of	ny entries.	Yes (d) Distribution	n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualificate the appropriate amount in (a) Base period years Calendar year (or tax year beginning in)	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of	ny entries.	Yes (d) Distribution	n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualificate the appropriate amount in (a) Base period years Calendar year (or tax year beginning in) 2011 2010	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of	ny entries.	Yes (d) Distribution	n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualify. Enter the appropriate amount in Base period years Calendar year (or tax year beginning in) 2011 2010 2009	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of	ny entries.	Yes (d) Distribution	n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualify Enter the appropriate amount in Base period years Calendar year (or tax year beginning in) 2011 2010 2009 2008	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of	ny entries.	Yes (d) Distribution	n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualify the foundation does not qualify. Enter the appropriate amount in (a) Base period years Calendar year (or tax year beginning in) 2011 2010 2009 2008 2007	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of	ny entries.	(d) Distribution column (b) divided	n ratio	
Was If 'Ye 1	the foundation liable for the sections, the foundation does not qualified. Enter the appropriate amount in (a) Base period years Calendar year (or tax year beginning in) 2011 2010 2009 2008 2007 Total of line 1, column (d)	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b) Adjusted qualifying distributions	unt of any year in the base p plete this part. instructions before making a (c) Net value of noncharitable-use asso	ny entries.	Yes (d) Distribution	n ratio	
Was If 'Ye	the foundation liable for the sections, the foundation does not qualify the foundation of the foundation for the section of the section of the section does not qualify the foundation for the section of the se	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not com each column for each year; see the (b)	unt of any year in the base p plete this part. instructions before making a (c) Net value of noncharitable-use asso	ny entries.	(d) Distribution column (b) divided	n ratio	
Was If 'Ye 1	the foundation liable for the sections, the foundation does not qualify the foundation liable for the section (a) Base period years Calendar year (or tax year beginning in) 2011 2010 2009 2008 2007 Total of line 1, column (d) Average distribution ratio for the number of years the foundation in	s part blank. on 4942 tax on the distributable amo y under section 4940(e). Do not come ach column for each year; see the (b) Adjusted qualifying distributions 5-year base period — divide the total	unt of any year in the base polete this part. Instructions before making a (c) Net value of noncharitable-use assets I on line 2 by 5, or by the years	ny entries.	(d) Distribution column (b) divided	n ratio	
Was If 'Ye 1	the foundation liable for the sections, the foundation does not qualify the foundation liable for the section (a) Base period years Calendar year (or tax year beginning in) 2011 2010 2009 2008 2007 Total of line 1, column (d) Average distribution ratio for the number of years the foundation in	s part blank. on 4942 tax on the distributable amoly under section 4940(e). Do not come ach column for each year; see the (b) Adjusted qualifying distributions 5-year base period — divide the total has been in existence if less than 5 years.	unt of any year in the base polete this part. Instructions before making a (c) Net value of noncharitable-use assets I on line 2 by 5, or by the years	ny entries.	Distribution (b) divided	n ratio	
Was If 'Ye 1	the foundation liable for the sections, the foundation does not qualify the foundation liable for the section of the foundation of the foundation is section. The foundation is section of the foundation of the foundation is section.	s part blank. on 4942 tax on the distributable amony under section 4940(e). Do not comeach column for each year; see the (b) Adjusted qualifying distributions 5-year base period — divide the total has been in existence if less than 5 yearlies.	unt of any year in the base polete this part. Instructions before making a (c) Net value of noncharitable-use assets I on line 2 by 5, or by the years	ny entries.	Distribution (b) divided	n ratio	
Was If 'Ye 1	the foundation liable for the sections, the foundation does not qualify the foundation liable for the section of the foundation of t	s part blank. on 4942 tax on the distributable amony under section 4940(e). Do not comeach column for each year; see the (b) Adjusted qualifying distributions 5-year base period — divide the total has been in existence if less than 5 yearlies.	unt of any year in the base polete this part. Instructions before making a (c) Net value of noncharitable-use assets I on line 2 by 5, or by the years	ny entries.	Distribution (b) divided	n ratio	
Was If 'Ye 1 1 2 3 4 5 6	the foundation liable for the sections, the foundation does not qualify an experience of the sections, the foundation does not qualify and the sections, the foundation does not qualify and the sections, the foundation does not qualify and the sections of	s part blank. on 4942 tax on the distributable amony under section 4940(e). Do not comeach column for each year; see the (b) Adjusted qualifying distributions 5-year base period — divide the total has been in existence if less than 5 year base assets for 2012 from Part X are (1% of Part I, line 27b)	unt of any year in the base polete this part. Instructions before making a (c) Net value of noncharitable-use assets I on line 2 by 5, or by the years	ny entries.	Column (b) divided 2 3 4 5	n ratio	

Form 990-PF (2012) WILLIAM & PAMELA AYER FOUNDATION 46-64341		F	⊃age 4
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instruction	ons)		
1 a Exempt operating foundations described in section 4940(d)(2), check here	,		
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,		!	590.
check here ► and enter 1% of Part I, line 27b			
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			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
3 Add lines 1 and 2			590.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	-		590.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012			
b Exempt foreign organizations – tax withheld at source 6 b			
c Tax paid with application for extension of time to file (Form 8868)			
d Backup withholding erroneously withheld			
7 Total credits and payments Add lines 6a through 6d			0.
8 Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached			<u> </u>
			590.
Jak due in the total of lines 5 and 6 is more than time 7, once amount of the			390.
Overpayment in this 7 to those than the total of this of and of other the amount overpain			
11 Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded 11 Part VII-A Statements Regarding Activities			
	 	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1 a	163	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		Х
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?	1 c	Ì	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1) On the foundation \Rightarrow 0. (2) On foundation managers \Rightarrow	0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers			
foundation managers	2		· .
			X
If 'Yes,' attach a detailed description of the activities			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles			١,,
of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3		 X -
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	IN	/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
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	Х	1
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X	<u> </u>
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)			
WA			1
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	8 6	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	/ <u>9</u>		Х
Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses SEE STATEMENT 3	10	x	
BAA	Form 99		(2012)

	TVII-A: Statements Regarding Activities (continued)	40	043417	<u> </u>		aye 5
				Γ		
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		Х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualificadvisory privileges? If 'Yes,' attach statement (see instructions)	ed persoi	n had	12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption Website address N/A	application	on?	13	X	
1.4	The books are in care of ► WILLIAM L. LITTLE Telephone	- no -	408-24	15-3	921	
17	Located at 1294 KIFER ROAD, SUITE 708 SUNNYVALE CA ZIP + 4	940				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	219	<u> </u>	N/Ā		
13	and enter the amount of tax-exempt interest received or accrued during the year	► [15			N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other aubank, securities, or other financial account in a foreign country?	lhority ov	er a	16	Yes	No X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the nar foreign country. ▶	me of the	•			
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			<u> </u>		
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				Yes	No
1 a	During the year did the foundation (either directly or indirectly)					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	XNo			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	XNo			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	XNo			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X 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	XNo			
	(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	XNo			
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			1 b	N	/A
	Organizations relying on a current notice regarding disaster assistance check here	•				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?			1 c		Х
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))					
а	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	XNo			
	If 'Yes,' list the years 20, 20, 20, 20		Ţ, III			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a) all years listed, answer 'No' and attach statement — see instructions.)	1)(2) 1)(2) to		2 b	N	/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years he 20 , 20 , 20 , 20	re				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	X No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012).			3 b	N	/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4 a		Х
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		Х
BAA			E o	rm 99	A DE /	20121

Form 990-PF (2012) WILLIAM & PAMELA	AYER FOUNDATION	V	46-64		F	⊃age €
Part VII-B Statements Regarding Activit		m 4720 May Be Re	quired (continued)			
5 a During the year did the foundation pay or incu(1) Carry on propaganda, or otherwise attempt	•	n (section 4945(e))?	Yes X	No		
(2) Influence the outcome of any specific publi on, directly or indirectly, any voter registra	ic election (see section tion drive?	4955), or to carry	☐ Yes X	No		
(3) Provide a grant to an individual for travel,			Yes	No		
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, or 4940(d)(2)? (see instruc	ganization described ctions)	Yes X	No		
(5) Provide for any purpose other than religion educational purposes, or for the prevention	us, charitable, scientific n of cruelty to children o	, literary, or or animals?	Yes X	No		
b If any answer is 'Yes' to 5a(1)-(5), did any of t described in Regulations section 53.4945 or in (see instructions)?	a current notice regard	ing disaster assistance	ons	5	b N	/A
Organizations relying on a current notice regains	rding disaster assistanc	e check here	▶ [_			
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response	sibility for the grant?		N/A Yes	No		
If 'Yes,' attach the statement required by Regu						1
 6 a Did the foundation, during the year, receive ar on a personal benefit contract? b Did the foundation, during the year, pay premi 			∐Yes [X	No 6	ь	Х
If 'Yes' to 6b, file Form 8870				,		
7 a At any time during the tax year, was the found b if 'Yes,' did the foundation receive any proceed				No 7	ь	
Part VIII Information About Officers, Dire					<u></u>	<u> </u>
and Contractors			•			-
1 List all officers, directors, trustees, foundation		mpensation (see instru	Y .			
(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) Expe other	nse acc rallowa	
WILLIAM S. AYER	TRUSTEE	0.	0.			0
15829 SE 56TH PLACE BELLEVUE, WA 98006	2.00					
PAMELA L. AYER	TRUSTEE	0.	0.			0 .
15829 SE 56TH PLACE BELLEVUE, WA 98006	2.00					
2 Compensation of five highest-paid employees	l (other than those inclu	l Ided on line 1 – see ins	tructions). If none, ente	r '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) Expe	nse acc allowa	
NONE			·			•
		:				
				<u></u>		
	_			L		
Total number of other employees paid over \$50,000			· · · · · · · · · · · · · · · · · · ·			0
ВАА	TEEA0306L 1	2/25/12		Form 9	90-PF ((2012)

Form 990-PF (2012) WILLIAM & PAMELA AYER FOUNDATION	46-6434173 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Hig and Contractors (continued)	
3 Five highest-paid independent contractors for professional services (see instructions). If none, en	
(a) Name and address of each person paid more than \$50,000 (b) Type of s	service (c) Compensation
NONE	
	ļ
	·····
	
Total number of others receiving over \$50,000 for professional services	P 0
Part IX-A Summary of Direct Charitable Activities	
Fait IA-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 nu	imber of Expenses
organizations and other beneficiaries served, conferences convened, research papers produced, etc	
1 <u>N/A</u>	
2	
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 line	es 1 and 2 Amount
1	· · · · · ·
N/A	
2	
All other program-related investments. See instructions.	
3	
Total Add lines 1 through 3	▶

Form **990-PF** (2012)

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******			341/3 Page 8
Pai	Minimum Investment Return (All domestic foundations must complete this part. For see instructions.)	oreig	n toundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes Average monthly fair market value of securities	1 a	82,569.
ı	Average of monthly cash balances	1 b	499.
•	Fair market value of all other assets (see instructions)	1 c	
•	Total (add lines 1a, b, and c)	1 d	83,068.
•	Reduction claimed for blockage or other factors reported on lines 1a and 1c		
	(attach detailed explanation) 1 e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	83,068.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,246.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	81,822.
6	Minimum investment return. Enter 5% of line 5	6	4,091.
Par	XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operand certain foreign organizations check here ► ☐ and do not complete this part.)	ating	
1	Minimum investment return from Part X, line 6	1	4,091.
2 a	Tax on investment income for 2012 from Part VI, line 5 2a 590.		
Ŀ	Income tax for 2012 (This does not include the tax from Part VI)	1 1	
c	Add lines 2a and 2b	2 c	590.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,501.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,501.
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	3,501.
Par	Qualifying Distributions (see instructions)		
1 a	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1 a	
	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 a	Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 Ь	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	0.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether to qualifies for the section 4940(e) reduction of tax in those years	he fou	indation

Form **990-PF** (2012)

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
Distributable amount for 2012 from Part XI, line 7	, , , , , , , , , , , , , , , , , , , ,			3,501.
2 Undistributed income, if any, as of the end of 2012				3,301.
a Enter amount for 2011 only			0.	
b Total for prior years 20 , 20 , 20		0.		
3 Excess distributions carryover, if any, to 2012				······································
a From 2007				
b From 2008				
c From 2009			-	
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part	,			
XII, line 4 ► \$				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount	0.			0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012	0.			0.
(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' undistribut- ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions	·	. , , , ,	0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013.				3,501.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
0 Analysis of line 9.	,			
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	,			
۸۸				Form 990-PF (2012)

Form 990-PF (2012) WILLIAM & PAMELA	AYER FOUNDA	ATION	· · · · · · · · · · · · · · · · · · ·	46-6434173	
Part XIV Private Operating Foundat					N/A
1 a If the foundation has received a ruling or de is effective for 2012, enter the date of the ru	uling			^[14040()(5)
b Check box to indicate whether the foundation		rating foundation di		4942(j)(3) or	4942(j)(5)
2a 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 (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)	- · · · · · · · · · · · · · · ·		<u> </u>		
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					
assets at any time during the Information Regarding Foundation Manage a List any managers of the foundation who had close of any tax year (but only if they have see STATEMENT 4	e year see in rs: ave contributed mo	nstructions.) ore than 2% of the t	otal contributions re		
b List any managers of the foundation who over a partnership or other entity) of which the for NONE	vn 10% or more o oundation has a 10	f the stock of a corp 0% or greater intere	poration (or an equal est	ly large portion of the	e ownership of
2 Information Regarding Contribution, Grant, Check here X if the foundation only many requests for funds If the foundation makes complete items 2a, b, c, and d	akes contributions gifts, grants, etc	to preselected cha (see instructions) to	ritable organizations individuals or organ	nizations under other	unsolicited conditions,
a The name, address, and telephone number	or e-mail of the p	erson to whom app	nications should be a	aadressed,	
b The form in which applications should be su	ibmitted and infor	mation and material	ls they should includ	e.	
c Any submission deadlines					
d Any restrictions or limitations on awards, su	ich as by geograp	hical areas, charita	ble fields, kinds of in	istitutions, or other fa	ctors
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Grants and Contributions Paid During t	If recipient is an industrial	1		N/A
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient		
Paid during the year				
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Total			► 3a	
Approved for future payment				
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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		
1	Program service revenue	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (See instructions)	
á	1						
ŀ							
•							
•	1						
•	•						
f							
ç	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	13,130.		
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			1	16,463.		
9	Net income or (loss) from special events						
10	Gross profit or (loss) from sales of inventory		•				
11	Other revenue						
а							
b							
c							
d							
е					}		
12	Subtotal Add columns (b), (d), and (e)				29,593.		
13	Total. Add line 12, columns (b), (d), and (e)				13	29,593.	
(See	worksheet in line 13 instructions to verify calculation	ns.)					

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

Line No. ▼	accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

Form 990-PF (2012) WILLIAM & PAMELA AYER FOUNDATION 46-6434173 [Part XVII | Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	-							
	Did the organization di described in section 50 relating to political org	Ol(c) of the Code (a	engage in any of the following other than section 501(c)(3) org	with any otł ganizations)	ner organization or in section 527,		Yes	No
			o a noncharitable exempt orgai	nization of				
	(1) Cash	g				1 a (1)		Х
	(2) Other assets					1 a (2)		X
	Other transactions.					1 (2)		<u> </u>
	(1) Sales of assets to	a noncharitable ex	emot organization			1 b (1)		х
	•		able exempt organization			1 b (2)		X
	(3) Rental of facilities,		• •			1 b (3)		X
	(4) Reimbursement ar	• •				1 b (4)		X
	(5) Loans or loan quar	•				1 b (5)		X
•			hip or fundraising solicitations			1 b (6)		X
`	• •		sts, other assets, or paid empl	ovees		1 c		X
	onaring or identics, co	juipment, maining n	sts, other assets, or paid empi	oyees				
d ! t	f the answer to any of he goods, other asset any transaction or sha	the above is 'Yes,' s, or services giver ring arrangement, s	complete the following scheding by the reporting foundation. I show in column (d) the value o	ale Column f the founda f the goods,	(b) should always show the fair market tion received less than fair market other assets, or services received.	irket value value in	of	
(a) Lin			of noncharitable exempt organization		Description of transfers, transactions, and s		gements	<u> </u>
N/A			· · ·					
			-					
		-						
			·					
		1						
			•					
•								

						·	-	
							•	
					· · · · · · · · · · · · · · · · · · ·			
				- 		•		
			ated with, or related to, one or ther than section 501(c)(3)) or			Yes	X	Nο
	'Yes,' complete the f	`,	mer man 200 men 00 (6)/(6)// 01	500			T.	
	(a) Name of orga		(b) Type of organizat	ion	(c) Description of rela	tionship		
N/A	(a) Name or orga	THE CHIEF	(b) type of organizat	-	(b) Decemplian et veia			
14/ A								
								
						-		
	Under penalties of perium 10	teclare that I have examine	ed this return, including accompanying sche	dules and staten	nents, and to the best of my knowledge and belief	it is true		
	correct, and complete Dec	laration of preparer (othe	r than taxpayer) is based on all informat	ion of which pr	eparer has any knowledge	, it is due,		_
Sign				.		May the IF this return	RS discu	uss e
Here				P 1	RUSTEE	preparer s (see ipstru	shown b	elow
	Signature of officer or tru	stee	Date	Ti	lle	T X	Yes	No
-	Print/Type prepar	er's name	Preparer's signature		Date Check If	PTIN		
Paid	WILLIAM	L. LITTLE			self employed	P00136	064	
Prepa		LITTLE &	COMPANY, CPA'S			125083		
Use C			R RD STE 708					
J 36 C	,	SUNNYVALE			Phone no (408)	245-3	3921	
BAA			,		(200)	Form 990		2012)
•								

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No 1545 0047

2012

Name of the organization		Employer identification number					
WILLIAM & PAMELA AYER FOUNDAT	ION	46-6434173					
Organization type (check one).							
Filers of:	Section:						
Form 990 or 990-EZ	501(c)() (enter number) organization						
	4947(a)(1) nonexempt charitable trust not treated as a p	private foundation					
	527 political organization						
Form 990-PF	X 501(c)(3) exempt private foundation						
	4947(a)(1) nonexempt charitable trust treated as a priva	te foundation					
	501(c)(3) taxable private foundation						
Check if your organization is covered by the Ge	neral Rule or a Special Rule						
	nization can check boxes for both the General Rule and a Sp	acial Rula. Saa instructions					
	lization can check boxes for both the defleral fide and a Sp	scial Nuie See Instructions					
General Rule							
X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II)							
— contributor, (complete rans rand ii)							
Special Butes							
Special Rules	000 - 000 57 Heat work the 22 1/20/ account to at a filtra way	andala an undan analana					
509(a)(1) and 170(b)(1)(A)(vi) and received	orm 990 or 990-EZ that met the 33-1/3% support test of the re from any one contributor, during the year, a contribution of th VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and	ne greater of (1) \$5,000 or					
For a section 501(c)(7), (8), or (10) organiza	ation filing Form 990 or 990-EZ that received from any one co	ntributor, during the year,					
total contributions of more than \$1,000 for u the prevention of cruelty to children or anim	se exclusively for religious, charitable, scientific, literary, or eas. Complete Parts I. II. and III	ducational purposes, or					
· · · · · · · · · · · · · · · · · · ·	ation filing Form 990 or 990-EZ that received from any one co	ntributor, during the year.					
— contributions for use exclusively for religious	s, charitable, etc. purposes, but these contributions did not to	ital to more than \$1,000					
If this box is checked, enter here the total conjugate of the parts upon the part	ontributions that were received during the year for an <i>exclusi</i> inless the General Rule applies to this organization because	it received nonexclusively					
religious, charitable, etc, contributions of \$5		► \$					
Could be American that is not accord by the Concret B	ule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 9	00 PE\ but it must					
answer 'No' on Part IV, line 2, of its Form 990; or check	the box on line H of its Form 990 EZ or on Part I, line 2, of its Form 990-	PF, to certify that it does not					
meet the filing requirements of Schedule B (For	m 990, 990-EZ, or 990-PF).						
BAA For Paperwork Reduction Act Notice, see	the Instructions for Form 990, 990EZ, Schedule B (Form 990, 990-EZ, or 990-PF) (2012)					
or 990-PF.							

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	B (Form 990, 990-EZ, or 990-PF) (2012)	Page	1 of 1 of Part 1
Name of org	anization MM & PAMELA AYER FOUNDATION		r identification number 434173
Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed	i	
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM S. AYER		Person Payroll
	BELLEVUE, WA 98006	\$500,000.	Noncash X (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	PAMELA L. AYER 15829 SE 56TH PLACE BELLEVUE, WA 98006	\$500,000.	Person Payroll Noncash X (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		 \$	Person Payroll Noncash Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution Part II if there is
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
ŀ			Borcon 🗆

Number Name, address, and ZIP + 4

Total contributions

Person Payroll Noncash

(Complete Part II if there is a noncash contribution.)

TEEA0702L 11/30/12

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Schedule **B** (Form 990, 990-EZ, or 990-PF) (2012)

Page

1 to

of Part II

Name of organization

WILLIAM & PAMELA AYER FOUNDATION

Employer identification number 46-6434173

(a) No. from Part I	(b) Description of noncash property given		(c) FMV (or estimate) (see instructions)	(d) Date received
1	8,874.2395 SHS SMALL CAP INDEX FUND \$350,000 1,118.318 SHS 500 INDEX FUND \$150,000			
		\$	500,000.	12/28/12
(a) No. from Part I	(b) Description of noncash property given		(c) FMV (or estimate) (see instructions)	(d) Date received
· · · · ·	8,874.2395 SHS SMALL CAP INDEX FUND \$350,000			
2	1,118.318 SHS 500 INDEX FUND \$150,000			
		s	500,000.	12/18/12
(a) No. from Part I	(b) Description of noncash property given		(c) FMV (or estimate) (see instructions)	(d) Date received
		\$_		
(a) No. from Part I	(b) Description of noncash property given		(c) FMV (or estimate) (see instructions)	(d) Date received
		\$_		
(a) No. from Part I	(b) Description of noncash property given		(c) FMV (or estimate) (see instructions)	(d) Date received
		\$_		
(a) No. from Part I	(b) Description of noncash property given		(c) FMV (or estimate) (see instructions)	(d) Date received
		\dashv		
		\$		

l to

of Part III

Name of organization

Employer identification number

WILLIAM & PAMELA AYER FOUNDATION 46-6434173

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

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

\$_____N/A

	Use duplicate copies of Part III if additional :	space is needed		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held
	N/A			
		(e)		
	Transferee's name, addres	(e) Transfer of gift s, and ZIP + 4	Rela	ationship of transferor to transferee
(a)	(b)	(c)		(d)
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held
		, , , , , , , , , , , , , , , , , , ,	· · · · · · · · · · · · · · · · · · ·	
		(6)		
	Transferee's name, addres	(e) Transfer of gift s, and ZIP + 4	Rela	ationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held
	Transferee's name, addres	(e) Transfer of gift s, and ZIP + 4	Rela	l ationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held
		(0)		
	Transferee's name, addres	(e) Transfer of gift s, and ZIP + 4	Rela	ationship of transferor to transferee

2012 •	FEDEF	RAL STA	TEME	ENTS				PAGE 1
CLIENT 423-03	WILLIAM & F	AMELA AY	ER FOL	UNDATI	ON			46-6434173
5/13/14		·	 , 1:					10 28AN
STATEMENT 1 FORM 990-PF, PART I, LINE 1 TAXES	8							
	-	(A) EXPENSES PER BOOK	S IN	(B) NET VESTMEN INCOME	NT 	(C) ADJUSTEI NET INCOM		(D) CHARITABLE PURPOSES
FOREIGN TAX	TOTAL §	; 9 ; 9	8. <u>\$</u> 8. <u>\$</u>		98. 98. <u></u>	\$	<u>0.</u> \$	0.
STATEMENT 2 FORM 990-PF, PART II, LINE 1 INVESTMENTS - OTHER	13		1771 11	VATION		воок	ΕN	IR MARKET
OMILED CECUDITATES				THOD		VALUE		VALUE
OTHER SECURITIES LIFESTRATEGY MOD GROWTH LIFESTRATEGY MOD GROWTH WELLINGTON FUND ADMIRAL			COST COST COST		\$	210,621. 302,780. 510,105.		203,207. 292,122. 495,496.
			_	TOTAL	\$ 1	.,023,506.	\$	990,825.
STATEMENT 3 FORM 990-PF, PART VII-A, LII SUBSTANTIAL CONTRIBUTO	NE 10 RS DURING TH	E TAX YEA	R					
NAME OF SUBSTANTIAL CONT	ributor	<u>ADI</u>	DRESS (OF SUBS	TANT	TIAL CONTI	RIBUT	OR
WILLIAM S. AYER				56TH F , WA 98		Ξ		
PAMELA L. AYER				56TH F , WA 98		Ε		

STATEMENT 4 FORM 990-PF, PART XV, LINE 1A FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

WILLIAM S. AYER PAMELA L. AYER