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## 990-PF

## **Return of Private Foundation**

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

OMB No 1545-0052

_	ernal Revenue Service Or calendar vear 2012	or tax year beginning	may be able to use a copy of the	, 2012, and endi		en to Public Ins
	Name of foundation	- J. Lan your Dogmining		, <u>, and ond</u>	A Employer identif	
	• •	AS EDUCATIONAL F	DUNDATION		68-006568	7
		box number if mail is not delive		Room/suit		
	-			į	(41	5) 662-18
I	P.O. BOX 3494		<u> </u>			
	City or town, state, and ZIP	code				-
					C If exemption application pending, check here	ation is
	SAN RAFAEL, CA	94912	-			
G	Check all that apply	Initial return	Initial return	of a former public chai	rity D 1 Foreign organiza	tions, check here .
		Final return	Amended re		2 Foreign organiza 85% test, check l	
		Address change				
H	_		01(c)(3) exempt private		E if private foundation	n status was terminate
+-	Fair market value of	nonexempt charitable trust		rivate foundation eash X Accrual	under section 507(t	)(1)(A), check here .
	of year (from Part II,	1	Other (specify)		F If the foundation is	in a 60-month termina )(1)(B), check here
			t I, column (d) must be o		·   Under section 50/(L	)(1)(b), Gleax liese .
		venue and Expenses (7	4-	l caeir baeir		(d) Disburser
-	total of amounts is	n columns (b), (c), and (d)	(a) Revenue and expenses per	(b) Net investment	(c) Adjusted net	for charita
	. may not necessa column (a) (see ir	nly equal the amounts in astructions))	books	income	income	(cash basis
Т	1 Contributions, gifts, grai	nts, etc., received (attach schedule)	3,947,284.			
	[ lifth	ne foundation is not required to	\ <del></del>			
		and temporary cash investment				
		erest from securities , , ,				ļ
	5 a Gross rents				<del></del>	-
-		(loss)				
ē	6 a Net gain or (loss) fro b Gross sales price for	om sale of assets not on line 10 all				<del> </del>
Revenue	assets on line 6a					<u> </u>
Re	7 Capital gain net in	ncome (from Part IV, line 2)				<del> </del>
- 1		pital gain				
1	10 a Gross sales less retur	ns				
- 1	and allowances • • b Less Cost of goods s					
	-	ss) (attach schedule)				
-  -		ach schedule) ATCH 1	1,015,214.	<del></del>	1,015,214.	
1	12 Iotal-Add lines-1	dbrooch 11	4,962,498.		1,015,214.	
	13 Compensation of los	icers, directore trustees, etc	221,043.		32,277	<del></del>
Se	14 Other-employee s	alaries and wapes  infloyed benefits of schedule) ATOM 2  attach schedule) ATOM 2  if des (attach schedule) .*  iteles (see instructions) ATCH 5  ich schedule) and depletion	1,925,253.		306,691.	1,61
)SU	15 Perision plans, en	ngjoyge)benefitko	436,245.	·	71,474	<del></del>
ă	16 a Legal fees (attach	schedule) ATCH 2	17,373.	<del> </del>	1,542 9,670	+
Θ Ε	b Accounting lees	arrach scheople)ATCH 3	625,147.		30,162	<del></del>
ati	17 Interest	LOES (SILECT SCHOOLE), ^	. 525,147.		30,102	,
str	18 Taxes (attach schedu	IIA) (see instructions) ATCH 5	172,362.		171,024	
Ę.	19 Depreciation (atta	ich schedule) and depletion	35,745.			
P	20 Occupancy					
اع	21 Travel, conference	es, and meetings	138,618.		14,132	. 8
and	22 Printing and publi	cations				
rating	23 Other expenses (a	attach schedule) ATCH . 6.			14,330	. 49
973	24 Total operating a	nd administrative expense	es.			
Ope	Add lines 13 throi	ugh 23	4,239,509.	<del></del>	651,302	
	25 Contributions, gif	ts, grants paid	4 001 000	<del></del>	<u> </u>	68
_		bursements Add lines 24 and	4,961,859.		651,302	4,02
-	27 Subtract line 26 f					
		r expenses and disbursements				-
		ncome (if negative, enter -0	·	ļ	363,912	<del> </del>
ᆣ		nme (if negative, enter -0-).  n Act Notice, see instruction		*ATCH 4	303,912	
	1000 6521AR 11473	ACCHOUCE, SEE INSTRUCTION	nia.	* WICH 4		Form <b>990-F</b>

1   Cash - non-interest-bearing   342,713.   698,257.   898,257.   898,257.   253,200.     2   Savings and temporary cash investments   253,200.     2   Less allowance for doubtful accounts   253,200.     2   Less allowance for doubtful accounts   253,200.     3   Accounts recreavable   253,200.     4   Priedgas recreavable   253,200.     5   Grants recreavable   250,000.   545,192.   545,192.     6   Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).     7   Other notes and loans receivable (attach schedule)   Less allowance for doubtful accounts   250,000.     8   Investments of scale or use   250,000.     9   Prepad expenses and deferred charges   9,383.   8,821.   8,821.     10   Investments - Us and tales government objections (attach schedule).   10 a Investments - opporate books (attach schedule).   10 a Investments - opporate books (attach schedule).   11 Investments - opporate books (attach schedule).   12 Investments - opporate books (attach schedule).   13 Investments - opporate books (attach schedule).   14 Lead Submitted (attach schedule).   15 Investments - opporate books (attach schedule).   16 Total accounts - 216,263.   188,348.   72,576.	Part II		Ralance Sheets	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year	End	of year
2 Savings and temporary cash investments . 3 Accounts receivable ▶ 253,200 . 253,200		للجين		amounts only (See instructions)	(a) Book Value		(c) Fair Market Value
2 Sanga and temporary cash investments   2.53,200   222,522   253,200   253		1	Cash - non-interest-beari	ng	842,713.	898,257.	898,257.
Less allowance for doubtful accounts		2	Savings and temporary	cash investments , ,		- <u>-</u>	
Less allowance for doubtful accounts   222, 522, 253, 200, 253, 200, 4 Pledges accomable   222, 522, 253, 200, 253, 200, 4 Pledges accomable   256, 200, 200, 2545, 192, 2545		3	Accounts receivable >	253,200.	-	-	
Pleagues receivable   Less allowance for doubtful accounts   Sond on the complete of the co		j	Less allowance for doul	btful accounts ▶	222,522.	253,200.	253,200.
Signate secondable   Signat							
5 Recevables due from officers, directors, trustees, and other disqualited persons (attach schedule) (see instructions).  7 Other notes and loans recevable (attach schedule) ►  Less allowance for doubtful accounts ►  8 Inventiones for sale or use  9 Prepared expenses and deferred charges. 9 Prepared expenses. 9 Prepared e							
Receivables due from officers, trustees, and other disqualified persons (attach schedule) (see instructions)					500,000.	545,192.	545,192
7 Olher notes and loans recevable (attach schedule)							
7 Olher notes and loans recevable (attach schedule)			disqualified persons (att	ach schedule) (see instructions)			
Less allowance for doubtful accounts							
1 Inventores for sale or use   9   Prepaid expenses and deferred charges   9   9   9   9   9   9   9   9   9							
9   Prepared expenses and deferred charges   9,383   8,821   8,821     10 a Investments - Corporate stock (attach schedule)	S.						
b Investments - corporate stock (attach schedule)	Se	9	Prenaid expenses and d	eferred charges	9,383.	8,821	8,821
b Investments - corporate stock (attach schedule)	<u>۱</u> ا				•		
c investments - corporate bonds (attach schedule)   1   1   1   1   1   1   1   1   1	-   '			T-			
1   Investments - land, buildings							
	1	1	Investments - land, buildings			<del> </del>	
	1		and equipment basis	<u> </u>			
13   Investments - Other (attach schedule)   143,687   88,348   72,576   72,576   72,576   15   Other assets (describe ► ATCH 7   1648   648	- 1		(attach schedule)				
14   240, public plays, and   216, 263.   88, 348.   72, 576.   72, 576.   143, 687.   88, 348.   72, 576.   72, 576.   143, 687.   88, 348.   72, 576.   72, 576.   72, 576.   143, 687.   88, 348.   72, 576		2	Investments - mortgage	loans			
Less accumulated depreciation		ა 4 I	investments - otner (atta Land, buildings, and	ich schedule)			<del></del>
16 Total assets (to be completed by all filers see the instructions Also, see page 1, item!)		Ť	equipment basis Less accumulated deprecia	tion	00 340	70 576	72 576
16 Total assets (to be completed by all filers see the instructions Also, see page 1, item!)	1.	i	(attach schedule)	143,687.			
17   Accounts payable and accrued expenses   179,898   229,509     18   Grants payable   500,000   538,952     19   Deferred revenue   12,872   38,750     10   Deferred revenue   12,872   38,750     11   Deferred revenue   12,872   38,750     12   Accounts payable and accrued expenses   500,000   538,952     19   Deferred revenue   12,872   38,750     10   Deferred revenue   12,872   38,750     11   Accounts from officers, directors, trustees, and other disqualified persons     12   Mortgages and other notes payable (attach schedule)	J		Other assets (describe		648.	648	. 648
17    Accounts payable and accrued expenses   179,898.   229,509.     18    Grants payable   500,000.   538,952.     19    Deferred revenue   12,872.   38,750.     20    Loans from officers, directors, trustees, and other disqualified persons   Mortgages and other notes payable (attach schedule)   Other liabilities (describe	1					1 550 604	1 770 604
18 Grants payable   500,000.   538,952.     19 Deferred revenue   12,872.   38,750.     10 Loans from officers, directors, trustees, and other disqualified persons	_						
19 Deferred revenue 12,872. 38,750.  20 Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe ▶ ) 23 Total liabilities (add lines 17 through 22)	1	7	Accounts payable and a	ccrued expenses			<b>-</b>
20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe ►				1			
Total liabilities (add lines 17 through 22)	8 1				12,872.	38,750	<u>_</u>
Total liabilities (add lines 17 through 22)	<b>≝</b>  2			· · · · · · · · · · · · · · · · · · ·			4
Total liabilities (add lines 17 through 22)	.함 2						4
Foundations that follow SFAS 117, check here And complete lines 24 through 26 and lines 30 and 31.    Variable   Variable	7 2	2	Other liabilities (describe	• ►) <b> </b>			_
Foundations that follow SFAS 117, check here And complete lines 24 through 26 and lines 30 and 31.    Variable   Variable	- 1						
and complete lines 24 through 26 and lines 30 and 31.  Unrestricted	2				692,770.	807,211	<u>.                                    </u>
24 Unrestricted	1						
26 Permanently restricted.  Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶  27 Capital stock, trust principal, or current funds.  28 Paid-in or capital surplus, or land, bldg, and equipment fund.  29 Retained earnings, accumulated income, endowment, or other funds.  30 Total net assets or fund balances (see instructions).  31 Total liabilities and net assets/fund balances (see instructions).  31 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)  20 Enter amount from Part I, line 27a  31 Other increases not included in line 2 (itemize) ▶  32 3 3 5 5 5 6 7 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	တ္ထ		and complete lines 2	24 through 26 and lines 30 and 31.			
26 Permanently restricted.  Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶  27 Capital stock, trust principal, or current funds.  28 Paid-in or capital surplus, or land, bldg, and equipment fund.  29 Retained earnings, accumulated income, endowment, or other funds.  30 Total net assets or fund balances (see instructions).  31 Total liabilities and net assets/fund balances (see instructions).  31 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)  20 Enter amount from Part I, line 27a  31 Other increases not included in line 2 (itemize) ▶  32 3 3 5 5 5 6 7 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	2 2	4	Unrestricted		470,844.	432,531	.]
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶  Capital stock, trust principal, or current funds  Retained earnings, accumulated income, endowment, or other funds  Total net assets or fund balances (see instructions)  Total liabilities and net assets/fund balances (see instructions)  Part III Analysis of Changes in Net Assets or Fund Balances  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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize) ▶  3 Permanently restricted  Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶  970,844  971,483.  971,483.	ᇛ	5	Temporarily restricted .		500,000.	538,952	
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3		6	Permanently restricted				
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	Š		Foundations that do	not follow SFAS 117.			
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	L.		check here and com	plete lines 27 through 31. ▶ 🔲			
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	S 2	7	Capital stock, trust princ	cipal, or current funds			
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	2 2						]
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	Š 2						7
Part III Analysis of Changes in Net Assets or Fund Balances  1,663,614. 1,778,694.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	<b>a</b> 3				970,844.	971,483	.]
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	2 3						7
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3		1	instructions)		1,663,614.	1,778,694	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3	Pa					· · · · · · · · · · · · · · · · · · ·	<del></del>
end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  3 1 970,844  2 639						nust agree with	
2 Enter amount from Part I, line 27a 2 639 3 Other increases not included in line 2 (itemize) ▶ 3							970,844
3 Other increases not included in line 2 (itemize) ▶							639
				ad l.a. 2 (da			
4 Add lines 1 / 200 3			1 2 2				971,483
5 Decreases not included in line 2 (itemize) ▶					• • • • • • • • • • • • • • • • • • • •		1
					ine 5) - Part II column (b)	<del></del>	971,483

- 1	⊃age	3

	be the kind(s) of property sold (e.g., real estate, rehouse, or common stock, 200 shs MLC Co.)  (b) How acquired acquired (mo., day, yr.)  (c) Date acquired (mo., day, yr.)  (d) Date sold (mo., day, yr.)  (f) Depreciation allowed (g) Cost or other basis (or allowable)  (or allowable)  (g) Cost or other basis (e) plus (f) minus (g)  (g) plus expense of sale  (g) Cost or other basis (e) plus (f) minus (g)  (g) Cost or other basis (e) plus (f) minus (g)	(b) How (a) Data	Part IV Capital Gains and Losses for Tax on Investment Income		and Losses for Tay on Inve				
(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)  1a  b  c  d  e  (e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowa	the kind(s) of property sold (e.g., real estate, rehouse, or common stock, 200 shs MLC Co.)  (d) Date sold (mo., day, yr.)  (d) Date sold (mo., day, yr.)  (e) Depreciation allowed (g) Cost or other basis (or allowable)  (or allowable)  (f) Depreciation allowed (g) Cost or other basis (e) plus (f) minus (g)  (g) Cost or other basis (e) plus (f) minus (g)  (g) Cost or other basis (e) plus (f) minus (g)  (g) Cost or other basis (e) plus (f) minus (g)	(c) Date (d) Date	/b\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \		THE LOSSES TOT TAX OIL SHARE	estment Income	I /h\ Pau		<del></del>
1a b c d e (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  c d c C d E C C D Gross sales price (i) Depreciation allowed (or allowable) (or allowable) (or allowable) (i) F M V as of 12/31/69 (i) Adjusted basis as of 12/31/69 (i) Adjusted basis as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iii) Adjusted basis as of 12/31/69 (	(f) Depreciation allowed (g) Cost or other basis (e) plus (f) minus (g)  (or allowable) plus expense of sale (e) plus (f) minus (g)  (g) Gain in column (h) and owned by the foundation on 12/31/69 (l) Gains (Col (h) gain minus col (k) but not less than -0-) or	(a) List and describe the kind(s) of property sold (e.g., real estate, acquired acquired acquired (mo document)	(a) List and describe the kind(s) of property sold (e.g., real estate,			<del>-</del> ·	acquired	acquired	
b c d e (e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  b c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Adjusted basis as of 12/31/69 (i) Adjusted basis as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iii) Adjusted basis as of 12/31/69 (iv) Cover col (j), if any (iv) Cosses (from col (h))	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or	2-Stury brick warehouse, or common stock, 200 Sris Wild Co) D - Donation (inc., day, yr)	2-Story brick warehouse, of common stock, 200 sns wild Co) D. Donation (110, 309, 51)	<del></del>	rick warehouse, or common stock, 200 s	shs MLC Co)	D - Donation	(mo,day,yr)	(1.10 , 00), y, y
c d e (e) Gross sales price (f) Depreciation allowed (or allowable) (or allowable) (plus expense of sale (e) plus (f) minus (g)  a b c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Adjusted basis as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Adjusted basis as of 12/31/69 (k) Excess of col (i) over col (j), if any (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or			<del></del>			<del> </del>	-	
e  (e) Gross sales price  (f) Depreciation allowed (g) Cost or other basis plus expense of sale  (e) Gross sales price  (f) Depreciation allowed (g) Cost or other basis plus expense of sale  (e) plus (f) minus (g)  c  d  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) F M V as of 12/31/69  (j) Adjusted basis as of 12/31/69  (j) Adjusted basis as of 12/31/69  (j) Adjusted basis over col (j), if any  (k) Excess of col (i) col (k), but not less than -0-) or Losses (from col (h))	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or			· · · · · · · · · · · · · · · · · · ·					· · · · · · · · · · · · · · · · · · ·
e  (e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowab	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or	b	b			·	<del> </del>	-	
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(e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g)  b  c  d  e  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) F M V as of 12/31/69  (ii) F M V as of 12/31/69  (iii) F M V as of 12/31/69  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  a  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or	b	b c d		(f) Depreciation allowed	(a) Cost or other basis		(h) Gain or (lo	ss)
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Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		d  (e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowab	b c d e (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  b c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) F M V as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iii) Adjusted basis as of 12/31/69 (iv) Excess of col (i) over col (j), if any  Column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (i) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  Column (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  Column (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of col (iv) column (h) and owned by the foundation on 12/31/69 (iv) Excess of				1 1		
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if section 4940(d)(2) applies, leave this part blank	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  e 8, column (c) (see instructions) If (loss), enter -0- in  Section 4940(e) for Reduced Tax on Net Investment Income  e foundations subject to the section 4940(a) tax on net investment income	(e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowable)  (g) Cost or other basis plus expense of sale  (h) Gain or (loss) (e) plus (f) minus (g)  (e) plus (f) minus (g)  (f) Depreciation allowed (or allowable)  (or allowable)  (i) Figure expense of sale  (ii) Gains (Col (h) gain minus col (k) Excess of col (i) over col (j), if any  (ii) Figure expense of sale  (iii) Gains (Col (h) gain minus col (k) but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Figure expense expen	c d d (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a b C Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) F M V as of 12/31/69 (ii) F M V as of 12/31/69 (iii) F M V as of 12/31/69 (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or ver col (j), if any  a b c d d e 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  If gain, also enter in Part I, line 8, column (c) (see instructions) if (loss), enter -0- in Part I, line 8  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)	section 4940(d)(2) applies,	leave this part blank				
	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  e 8, column (c) (see instructions) If (loss), enter -0- in  Section 4940(e) for Reduced Tax on Net Investment Income  e foundations subject to the section 4940(a) tax on net investment income	(e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowable)  (g) Cost or other basis plus expense of sale  (h) Gain or (loss) (e) plus (f) minus (g)  (e) plus (f) minus (g)  (f) Depreciation allowed (or allowable)  (or allowable)  (i) Figure expense of sale  (ii) Gains (Col (h) gain minus col (k) Excess of col (i) over col (j), if any  (ii) Figure expense of sale  (iii) Gains (Col (h) gain minus col (k) but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (iv) Figure expense of sale  (iv) Figure expense expen	b				ase perio	d?	
	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  be 8, column (c) (see instructions) If (loss), enter -0- in  Section 4940(e) for Reduced Tax on Net Investment Income  be foundations subject to the section 4940(a) tax on net investment income  chis part blank  ction 4942 tax on the distributable amount of any year in the base period?  Yes X No	(e) Gross sales price  (f) Depreciation allowed (or allowable)  (g) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g)  a  b  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (l) F M V as of 12/31/69  (l) Adjusted basis (k) Excess of col (i) cover col (j), if any  (l) F M V as of 12/31/69  (l) Adjusted basis (k) Excess of col (i) cover col (j), if any  Cover col (j), if any  Cosses (from col (h))  Capital gain net income or (net capital loss)  (l) Gains (Col (h) gain minus col (k), but not tess than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (l) F M V as of 12/31/69  (l) Gains (Col (h) gain minus col (h), if any col (h)	c (e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a b c c c c c c c c c c c c c c c c c c						Yes X No
	If (loss), enter -0- in Part I, line 7  ass) as defined in sections 1222(5) and (6)  a 8, column (c) (see instructions) If (loss), enter -0- in  3  Section 4940(e) for Reduced Tax on Net Investment Income  a foundations subject to the section 4940(a) tax on net investment income  a foundations part blank  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations subject to the section 4940(a) tax on net investment income  a foundations a foundation foundat	(e) Gross sales price  (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g)  a  b  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (f) F M V as of 12/31/69 (g) Adjusted basis (g) F M V as of 12/31/69 (g) Adjusted basis (g) Excess of col (i) over col (j), if any  Cosses (from col (h))  Capital gain net income or (net capital loss)  (g) F M V as of 12/31/69 (g) Adjusted basis (g) Excess of col (i) over col (j), if any  Capital gain net income or (net capital loss)  (g) F M V as of 12/31/69 (h) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (h)  Capital gain net income or (net capital loss)  (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 8  Capital gain or (loss) as defined in sections 1222(5) and (6) (g) F gain, also enter in Part I, line 8  Capital gain or (loss) (h) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (h) Cans (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (i) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (g) F gain, also enter in Part I, line 7 (h) Gains (Col (h) gain minus col (k), but not less than -0- (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in Part I, line 7 (l) F gain, also enter in	c (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a b c (c) Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) F M V as of 12/31/69 (i) Adjusted basis (k) Excess of col (i) over col (j), if any col (k), but not less than -0-) or Losses (from col (h))  a b c c c c c c c c c c c c c c c c c c		ount in each column for each year,	, see the instructions before making	g any entr		Yes X No
	If (loss), enter -0- in Part I, line 7  ass) as defined in sections 1222(5) and (6)  ass as defined in sections 1222(5) and (6)  as so as defined in sections 1222(5)  as so as define	(e) Gross sales price (f) Depreciation allowed (or allowable) (e) gross sales price (f) Depreciation allowed (or allowable) (e) glus expense of sale (e) plus (f) minus (g)  a b c c c c c c c c c c c c c c c c c c	c (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a	Base penod years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c)			Yes X No
Base penod years Calendar year (or tax year beginning in) Adjusted qualifying distributions  Net value of nonchantable-use assets  Distribution ratio (col (b) divided by col (c))	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  as 8, column (c) (see instructions) If (loss), enter -0- in  Bection 4940(e) for Reduced Tax on Net Investment Income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as 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V as of 12/31/69 (f) Gains (Col (h) gain minus col (l), if any  (g) F M V as of 12/31/69 (g) Gains (Col (h)) as of 12/31/69 (g) over col (g), if any  (g) Gains (Col (h) gain minus col (l), if any  (g) Gains (Col (h) gain minus col (l), if any  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h))	(e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (or allowable) (p) glus expense of sale (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (or allowable) (p) glus expense of sale (e) plus (f) minus (g)  (g) Cost or other basis plus expense of sale (h) Gain or (loss) (e) plus (f) minus (g)  (g) Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (h) Gains (Col (h) gain minus col (h) FM V as of 12/31/69 (h) Adjusted basis (h) Excess of col (f) col (h) but not less than -0-) or Losses (from col (h)) over col (j), if any  (g) 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than -0-) or Losses (from col (h)) but not less than -0-) or Losses (from col (h)) but not less than -0-) or Losses (from col (h)) but not less than -0-) or		3,912,451.	Net value of nonchantable-use assets		(d) Distribution ra	atio col (c))
Base penod years Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of nonchantable-use assets Distribution ratio (col (b) divided by col (c))  3,912,451. 406,300. 9.62946	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  as 8, column (c) (see instructions) If (loss), enter -0- in  Bection 4940(e) for Reduced Tax on Net Investment Income  as foundations subject to the section 4940(a) tax on net investment income  as part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  as part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 tax on the distributable amount of any year in the base period?  As part blank  Ction 4942 ta	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis (e) plus (f) minus (g)  (g) Gross sales price (e) plus (f) minus (g)  (g) Cost or other basis (e) plus (f) minus (g)  (g) Cost or other basis (e) plus (f) minus (g)  (g) Gains (Col (h) gain minus (l) F M V as of 12/31/69 (g) Adjusted basis over col (j), if any  (g) F M V as of 12/31/69 (g) Adjusted basis over col (j), if any  (g) F M V as of 12/31/69 (g) Adjusted basis over col (j), if any  (g) F M V as of 12/31/69 (g) Adjusted basis over col (j), if any  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))  (g) Gains (Col (h) gain minus col (loss), as of 12/31/69  (g) Gains (Col (h) gain minus col (loss), as of 12/31/69  (g) Gains (Col (h), but not less than -0-) or Losses (from col (h), but not less than -0-) or Losses (from col (h), but not less than -0-) or Losses (from col (	b c c   Capital gain net income or (net capital loss)   If gain, also enter in Part I, line 7   Capital gain or (loss) as defined in sections 122(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   Capital gain or (loss) as defined in sections subject to the section 4940(a) tax on net investment income    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?  Enter the appropriate amount in each column for each year, see the instructions before making any entires (b)  Capital gain of (loss) as defined in section 4940(e) Do not complete this part  Enter the appropriate amount in each column for each year, see the instructions before making any entires (col (b) invited by rola (c))  2011			Net value of nonchantable-use assets 406,300.		(d) Distribution ra	atio col (c)) 9.629463
Base pendd years Calendar year (or tax year beginning in)         Adjusted qualifying distributions         Net value of nonchantable-use assets         Distribution ratio (col (b) divided by col (c))           2011         3,912,451.         406,300.         9.62946           2010         3,873,065.         458,306.         8.45082	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  as 8, column (c) (see instructions) If (loss), enter -0- in  Section 4940(e) for Reduced Tax on Net Investment Income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations subject to the section 4940(a) tax on net investment income  as foundations as foundations  as foundations are investment income  (a)  Distribution ratio (col (b) divided by col (c))  3,912,451.  406,300.  9.629463  3,873,065.  458,306.  8.450828	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g)  a b c c c c c c c c c c c c c c c c c c	(e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a b c (g) Gross sales price (f) Depreciation allowed (or allowable) (h) Gam or (loss) (e) plus (f) minus (g)  b c (g) Gross sales price (rite assets showing gain in column (h) and owned by the foundation on 12/31/69 (g) Gams (Cot (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) over col (j), if any col (k), but not less than -0-) or Losses (from col (h)) over col (j), if any col (k), but not less than -0-) or Losses (from col (h))  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 if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 7 if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 7 if (loss), enter -0- in Part I, line 8. column (c) (see instructions) if (loss), enter -0- in Part I, line 7 if (loss), enter -0- in P		3,873,065.	Net value of nonchantable-use assets 406,300. 458,306.		(d) Distribution ra (col (b) divided by	stio col (c)) 9.629463 8.450828
Base pend years Calendar year (or tax year beginning in)         Adjusted qualifying distributions         Net value of nonchantable-use assets         Distribution ratio (col (b) divided by col (c))           2011         3,912,451.         406,300.         9.6294           2010         3,873,065.         458,306.         8.45082           2009         5,540,494.         307,958.         17.99107	If (loss), enter -0- in Part I, line 7 } 2    ss) as defined in sections 1222(5) and (6)    e 8, column (c) (see instructions) If (loss), enter -0- in    Section 4940(e) for Reduced Tax on Net Investment Income  e foundations subject to the section 4940(a) tax on net investment income )  this part blank  ction 4942 tax on the distributable amount of any year in the base period? Yes X No alify under section 4940(e) Do not complete this part  each column for each year, see the instructions before making any entries  (b) (c) (c) (d) (Distribution ratio (col (b) divided by col (c))  3,912,451. 406,300. 9.629463  3,873,065. 458,306. 8.450828  5,540,494. 307,958. 17.991070	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (b) Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (f) F M V as of 12/31/69 (g) Adjusted basis (k) Excess of col (i) correct (i), frany (loss), enter -0 in Part I, line 7 (loss) as defined in section 12/231/69 (f) (loss), enter -0 in Part I, line 7 (loss) as defined in section 12/22(5) and (6) (loss), enter -0 in Part I, line 8 (loss), enter -0 in Part I, line 7 (lo	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (i) But (g) plus (f) minus (g)  (ii) Gains (Col (h) gain minus (g) plus (h) Minus (g)  (iii) F M V as of 12/31/69 (g) Adjusted basis as of 12/31/69 (g) Excess of col (g) cover col (g), if any  (iii) F M V as of 12/31/69 (g) Adjusted basis over col (g), if any  (iii) F M V as of 12/31/69 (g) Adjusted basis over col (g), if any  (iii) F M V as of 12/31/69 (g) Adjusted basis over col (g), if any  (iv) F M V as of 12/31/69 (g) F M V as of	2008	3,873,065. 5,540,494.	Net value of nonchantable-use assets 406,300. 458,306. 307,958.		(d) Distribution ra (col (b) divided by	stico col (c)) 9.629463 8.450828 7.991070
Base penod years Calendar year (or tax year beginning in)         (d)         Net value of nonchantable-use assets         Distribution ratio (col (b) divided by col (c))           2011         3,912,451.         406,300.         9.62946           2010         3,873,065.         458,306.         8.45082           2009         5,540,494.         307,958.         17.99107           2008         4,534,398.         353,694.         12.82011	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  be 8, column (c) (see instructions) If (loss), enter -0- in  Section 4940(e) for Reduced Tax on Net Investment Income  be foundations subject to the section 4940(a) tax on net investment income  chis part blank  Cition 4942 tax on the distributable amount of any year in the base period?  Alify under section 4940(e) Do not complete this part  be each column for each year, see the instructions before making any entries  (b)  (c)  (c)  (d)  Distribution ratio (col (b) divided by col (c))  3, 912, 451.  406, 300.  9, 629463  3, 873, 065.  458, 306.  8, 450828  5, 540, 494.  307, 958.  17, 991070  4, 534, 398.  353, 694.  12, 820116	(e) Gross sales price  (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (or allowable)  (or	b c c d d	0007	3,873,065. 5,540,494. 4,534,398.	Net value of nonchantable-use assets 406,300. 458,306. 307,958. 353,694.		Distribution ra (col (b) divided by	stio col (c)) 9.629463 8.450828 7.991070 2.820116
Base pend years Calendar year (or tax year beginning in)         (d) Adjusted qualifying distributions         Net value of nonchantable-use assets         Distribution ratio (col (b) divided by col (c))           2011         3,912,451.         406,300.         9.62946           2010         3,873,065.         458,306.         8.45082           2009         5,540,494.         307,958.         17.99107           2008         4,534,398.         353,694.         12.82011	If (loss), enter -0- in Part I, line 7  as) as defined in sections 1222(5) and (6)  be 8, column (c) (see instructions) If (loss), enter -0- in 3  Section 4940(e) for Reduced Tax on Net Investment Income  be foundations subject to the section 4940(a) tax on net investment income (income)  and this part blank  cition 4942 tax on the distributable amount of any year in the base period?  Alify under section 4940(e) Do not complete this part  be each column for each year, see the instructions before making any entries  (b)  (c)  (c)  (d)  (d)  (d)  (d)  (instribution ratio (col (b) divided by col (c))  (col (b) divided by col (c))  3,912,451.  406,300.  9.629463  3,873,065.  458,306.  8.450828  5,540,494.  307,958.  17.991070  4,534,398.  353,694.  12.820116	(e) Gross sales price  (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (or allowable)  (or	b c c d d	2007	3,873,065. 5,540,494. 4,534,398.	Net value of nonchantable-use assets 406,300. 458,306. 307,958. 353,694.		Distribution ra (col (b) divided by	stio col (c)) 9.629463 8.450828 7.991070 2.820116
Base pend years Calendar year (or tax year beginning in)         Adjusted qualifying distributions         Net value of nonchantable-use assets         Distribution ratio (col (b) divided by col (c))           2011         3,912,451.         406,300.         9.62946           2010         3,873,065.         458,306.         8.45082           2009         5,540,494.         307,958.         17.99107           2008         4,534,398.         353,694.         12.82011           2007         3,978,391.         183,261.         21.70888	If (loss), enter -0- in Part I, line 7 ss) as defined in sections 1222(5) and (6) e 8, column (c) (see instructions) If (loss), enter -0- in 3  Section 4940(e) for Reduced Tax on Net Investment Income e foundations subject to the section 4940(a) tax on net investment income )  this part blank ction 4942 tax on the distributable amount of any year in the base period?  Alify under section 4940(e) Do not complete this part each column for each year, see the instructions before making any entries  (b) (c) (c) (c) (col (b) divided by col (c))  3,912,451. 406,300. 9.629463  3,873,065. 458,306. 8.450828  5,540,494. 307,958. 17.991070  4,534,398. 353,694. 12.820116  3,978,391. 183,261. 21.708880	(e) Gross sales price  (f) Depreciation allowed (or allowable)  (e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowable)	b c c (e) Gross sales price (f) Depreciation allowed (gradients) (gradients) (h) Gam or (loss) (e) plus (f) minus (gradients) (or allowable) (or allowable) (gradients) (h) Gam or (loss) (e) plus (f) minus (gradients) (h) Gam or (loss) (e) plus (f) minus (gradients) (h) Gam or (loss) (e) plus (f) minus (gradients) (h) Gam or (loss) (e) plus (f) minus (gradients) (h) Gam or (loss) (h) Gam		3,873,065. 5,540,494. 4,534,398. 3,978,391.	Net value of nonchantable-use assets 406,300. 458,306. 307,958. 353,694. 183,261.		Distribution ra (col (b) divided by	sto col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880
Base penod years Calendar year (or tax year beginning in) Adjusted qualifying distributions  2011 3,912,451. 406,300. 9.62946 2010 3,873,065. 458,306. 8.45082 2009 5,540,494. 307,958. 17.99107 2008 4,534,398. 353,694. 12.82011 2007 3,978,391. 183,261. 2 70.60035	If (loss), enter -0- in Part I, line 7 } 2   2   3   3   3   3   3   3   3   3	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g)  b  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (g) F M V as of 12/31/69 (g) F M V as	b c c c c c c c c c c c c c c c c c c c	Total of line 1, column (d)	3,873,065. 5,540,494. 4,534,398. 3,978,391.	Net value of nonchantable-use assets 406,300. 458,306. 307,958. 353,694. 183,261.	2	Distribution ra (col (b) divided by	sto col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880
Distribution ratio (col (b) divided by col (c)	If (loss), enter -0- in Part I, line 7 } 2   2   3   3   3   3   3   3   3   3	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) plus (f) minus (g)  (f) Garia (Cot (h) gain minus (g)  (g) F M V as of 12/31/69 (g) Adjusted basis as of 12/31/69 (h) Adjusted basis as of 12/31	c c (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a	Total of line 1, column (d) Average distribution ratio	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide	Net value of nonchantable-use assets  406,300.  458,306.  307,958.  353,694.  183,261.  the total on line 2 by 5, or by the		(d) Distribution re (col (b) divided by  1 1 2	stio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357
Base penod years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Distribution ratio (col (b) divided by col (c))	If (loss), enter -0- in Part I, line 7 } 2   2   3   3   3   3   3   3   3   3	(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  (e) plus (f) minus (g)  (f) Garia (Cot (h) gain minus (g)  (g) F M V as of 12/31/69 (g) Adjusted basis as of 12/31/69 (h) Adjusted basis as of 12/31	c c (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  a	Total of line 1, column (d) Average distribution ratio	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide	Net value of nonchantable-use assets  406,300.  458,306.  307,958.  353,694.  183,261.  the total on line 2 by 5, or by the		(d) Distribution re (col (b) divided by  1 1 2	stio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357
Base penod years Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of nonchantable-use assets  2011 3,912,451. 406,300. 9.62946 2010 3,873,065. 458,306. 8.45082 2009 5,540,494. 307,958. 17.99107 2008 4,534,398. 353,694. 12.82011 2007 3,978,391. 183,261. 21.70888  2 Total of line 1, column (d) 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 14.12007	If (loss), enter -0- in Part I, line 7 } 2	(a) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (e) plus (f) minus (g) (e) plus (f) minus (g) (g) plus expense of sale (g) plus expense of sale (e) plus (f) minus (g) (g) plus expense of sale (g) plus (f) minus (g) (g) plus (f) minus (g) (g) plus (f) minus (g) (g) plus (g) plus expense of sale (g) plus (g) minus (g) (g) plus (g) p	b c c (e) Gross sales proce (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) mirus (g) (g) plus	Total of line 1, column (d) Average distribution ratio in number of years the found	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less	Net value of nonchantable-use assets  406,300. 458,306. 307,958. 353,694. 183,261.  the total on line 2 by 5, or by the than 5 years	3	(d) Distribution re (col (b) divided by  1 1 2	stio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071
Base penod years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Color (total year (or tax year beginning in)	If (loss), enter -0- in Part I, line 7 ss) as defined in sections 1222(5) and (6) e 8, column (c) (see instructions) If (loss), enter -0- in 3  Section 4940(e) for Reduced Tax on Net Investment Income e foundations subject to the section 4940(a) tax on net investment income )  This part blank  Stripped and the distributable amount of any year in the base period?  Alify under section 4940(e) Do not complete this part each column for each year, see the instructions before making any entries (b) (c) (c) Net value of nonchantable-use assets (col (b) divided by col (c))  3, 912, 451. 406, 300. 9.629463  3, 873, 065. 458, 306. 8.450828  5, 540, 494. 307, 958. 17.991070  4, 534, 398. 353, 694. 12.820116  3, 978, 391. 183, 261. 21.708880  5-year base period - divide the total on line 2 by 5, or by the has been in existence if less than 5 years	(a) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (e) plus (f) minus (g) (e) plus (f) minus (g) (g) plus expense of sale (g) plus expense of sale (e) plus (f) minus (g) (g) plus expense of sale (g) plus (f) minus (g) (g) plus (f) minus (g) (g) plus (f) minus (g) (g) plus (g) plus expense of sale (g) plus (g) minus (g) (g) plus (g) p	b c c (e) Gross sales proce (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) mirus (g) (g) plus	Total of line 1, column (d) Average distribution ratio in number of years the found	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less	Net value of nonchantable-use assets  406,300. 458,306. 307,958. 353,694. 183,261.  the total on line 2 by 5, or by the than 5 years	3	(d) Distribution re (col (b) divided by  1 1 2	stio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071
Base period years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Color (col (b) divided by col (c))	If (loss), enter -0- in Part I, line 7 } 2	(g) Gross sales price (n) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) mmus (g) (f) (f) (f) (f) (f) (f) (f) (f) (f) (f	b (e) Gross sales proce (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (g) plus (g) pl	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less incharitable-use assets for 2012 from	Net value of nonchantable-use assets  406,300.  458,306.  307,958.  353,694.  183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4	Distribution re (col (b) divided by  1 2 7	ntio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918.
Base period years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Color (col (b) divided by col (c))	If (loss), enter -0- in Part I, line 7 } 2	(g) Gross sales price (n) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) mmus (g) (f) (f) (f) (f) (f) (f) (f) (f) (f) (f	b (e) Gross sales proce (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (g) plus (g) pl	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less incharitable-use assets for 2012 from	Net value of nonchantable-use assets  406,300.  458,306.  307,958.  353,694.  183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4	Distribution re (col (b) divided by  1 2 7	matric (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918.
Base period years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Col (b) divided by col (c)	If (loss), enter -0- in Part I, line 7 } 2   2   3   3   3   3   3   3   3   3	(e) Gross sales price (f) Depreciation allowed (or allowable) (re) Cost or other basis plus expense of sale (e) plus (f) minus (g) (f) (g) (g) (g) (g) (g) (g) (g) (g) (g) (g	g (g) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) Gross sales price (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (f) plus (f) minus (g) (g) (f) plus (f) minus (g) (g) (g) plus (g) minus (g) (g) plus (g) minus (g) (g) plus (g) minus (g) (g) plus (g) pl	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non- Multiply line 4 by line 3	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less incharitable-use assets for 2012 from	Net value of nonchantable-use assets  406,300.  458,306.  307,958.  353,694.  183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4 5	Distribution re (col (b) divided by  1 2 7	matric (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918.
Base period years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Distribution ratio (col (b) divided by col (col)	If (loss), enter -0- in Part I, line 7 } 2   2   3   3   3   3   3   3   3   3	(e) Gross sales price (f) Depreciation allowed (or allowable) (re) Cost or other basis plus expense of sale (e) plus (f) minus (g) (f) (g) (g) (g) (g) (g) (g) (g) (g) (g) (g	g (g) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) Gross sales price (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (f) plus (f) minus (g) (g) (f) plus (f) minus (g) (g) (g) plus (g) minus (g) (g) plus (g) minus (g) (g) plus (g) minus (g) (g) plus (g) pl	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non- Multiply line 4 by line 3	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less acharitable-use assets for 2012 from	Net value of nonchantable-use assets  406,300.  458,306.  307,958.  353,694.  183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4 5	Distribution re (col (b) divided by  1 2 7	matric (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918.
Base pend years   Adjusted qualifying distributions   Net value of nonchantable-use assets   Col (b) divided by col (c)	If (loss), enter -0- in Part I, line 7   2   3   3   3   3   4   3   3   3   3   3	(g) Cross sales price (f) Depreciation allowed (or allowable) (e) plus (f) minus (g) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (f) (g) cost or other basis plus expense of sale (g) plus (f) minus (g) (g) (g) cost or other basis plus expense of sale (g) plus (f) minus (g) (g) (g) cost or other basis plus expense of sale (g) plus (f) minus (g)	(f) Depreciation allowed (or allowable)  (g) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g)  a  Complete only for assets showing gain in calumn (h) and owned by the foundation on 12/31/69  (g) FM V as of 12/31/69  (h) Adjusted basis (k) Excess of col (i) color (h), finally color (h)	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non Multiply line 4 by line 3 Enter 1% of net investment	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less incharitable-use assets for 2012 from	Net value of nonchantable-use assets  406,300. 458,306. 307,958. 353,694. 183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4 5 6	Distribution racical (col (b) divided by	tio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918.
Base pend years   Calendar year (or tax year beginning in)   Adjusted qualifying distributions   Net value of noncharitable-use assets   Color (b) divided by color)	If (loss), enter -0- in Part I, line 7   2   3   3   3   3   3   3   3   3   3	(e) Gross sales price (real properties of the section 4940 (g) Cest or other basis plus expense of sale (e) Gross sales price (e) Gross price (e) Gros	(e) Gross sales pince (f) Depreciation allowed (g) Cost or other basis (h) Garn or (loss)  (e) Gross sales pince (f) Depreciation allowed (g) Cost or other basis (h) Garn or (loss)  a	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non Multiply line 4 by line 3 Enter 1% of net investmen	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less incharitable-use assets for 2012 from the income (1% of Part I, line 27b).	Net value of nonchantable-use assets  406,300. 458,306. 307,958. 353,694. 183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4 5 6	Col (b) divided by  1 1 2 7 1 6,	tio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918. 917,677.
Base pend years   Calendar year (or tax year beginning in)   Adjusted qualifying distributions   Net value of noncharitable-use assets   Color (b) divided by color)	If (loss), enter -0- in Part I, line 7   2   3   3   3   3   3   3   3   3   3	(g) Cross sales price (f) Depreciation allowed (or allowable) (e) plus (f) minus (g) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) (f) (g) cost or other basis plus expense of sale (g) plus (f) minus (g) (g) (g) cost or other basis plus expense of sale (g) plus (f) minus (g) (g) (g) cost or other basis plus expense of sale (g) plus (f) minus (g)	(e) Gross sales pince (f) Depreciation allowed (g) Cost or other basis (h) Garn or (loss)  (e) Gross sales pince (f) Depreciation allowed (g) Cost or other basis (h) Garn or (loss)  a	Total of line 1, column (d) Average distribution ratio of number of years the found Enter the net value of non Multiply line 4 by line 3 Enter 1% of net investmen	3,873,065. 5,540,494. 4,534,398. 3,978,391.  for the 5-year base period - divide dation has been in existence if less incharitable-use assets for 2012 from the income (1% of Part I, line 27b).	Net value of nonchantable-use assets  406,300. 458,306. 307,958. 353,694. 183,261.  the total on line 2 by 5, or by the than 5 years  m Part X, line 5	3 4 5 6	Col (b) divided by  1 1 2 7 1 6,	tio col (c)) 9.629463 8.450828 7.991070 2.820116 1.708880 0.600357 4.120071 489,918. 917,677.
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c d	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or	a l l l l	al l l l	<del></del>			<del> </del>		
to c d d d d d d d d d d d d d d d d d d	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or	D Donaton	D Duration	<del></del>	TICK Warehouse, or common stock, 200 s	siis MLC CO)	D - Donation	(mo, day, yr )	
a b c d e (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  b c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) F M V as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Adjusted basis over col (j), if any (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	(g) Cost or other basis (h) Gain or (loss) (or allowable) plus expense of sale (e) plus (f) minus (g)  (g) Gain in column (h) and owned by the foundation on 12/31/69 (g) Adjusted basis (k) Excess of col (i) (i) (i) Gains (Col (h) gain minus col (k), but not less than -0-) or	P. Piirchase (mo. day yr.) (mo. day yr.)	P-Purchase modern vr. (mo. day, vr.)			<del>-</del> ·	P - Purchase	(mo, day, yr)	
b c d e  (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (or allowable)  b c d c C Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) F M V as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iii) Adjusted basis as of 12/31/69 (iii) Adjusted basis as of 12/31/69 (iii) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g) (iii) Gains (Col (h) gain minus col (k) Excess of col (l) over col (j), if any (iii) Excess of col (l) cosses (from col (h))	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or			<del></del>		, , , , , , , , , , , , , , , , , , , ,	D - Donation		
(e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) F M V as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	(or allowable) plus expense of sale (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col (i) col (k), but not less than -0-) or	2 story bright warshauer or common start, 200 she AM C C - \   P-Purchase / mo day, vr \   (mo, day, vr	P-Purchase /mo day vr \ (mo day vr \)			<del>-</del> ·	P - Purchase D - Donation	(mo , day, yr )	(mo , day, yr )
de (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g)  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) F M V as of 12/31/69 (j) Adjusted basis as of 12/31/69 (j) Adjusted basis as of 12/31/69 (k) Excess of col (i) cover col (j), if any (loss)  (ii) F M V as of 12/31/69 (j) Adjusted basis over col (j), if any (loss)  (iii) F M V as of 12/31/69 (j) Adjusted basis over col (j), if any (loss) (k) but not less than -0-) or Losses (from col (h))	(f) Depreciation allowed (g) Cost or other basis (n) Gain or (loss) (e) plus (f) minus (g)  g gain in column (h) and owned by the foundation on 12/31/69 (i) Gains (Col (h) gain minus (j) Adjusted basis (k) Excess of col (i) column (h) but not less than -0-) or	P. Piirchase (mo. day yr.) (mo. day yr.)	P-Purchase model with 100 day vis			<del>-</del> ·	P - Purchase	(mo, day, yr)	

Form	990-PF (2012) THE GEORGE LUCAS EDUCATIONAL FOUNDATION 68-0065			age 4
Par	tVI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see in	struc	tions	<u>)                                    </u>
1 a	Exempt operating foundations described in section 4940(d)(2), check here  and enter "N/A" on line 1	· .		_
	Date of ruling or determination letter (attach copy of letter if necessary - see instructions)		-	-
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check			0
	here ▶ and enter 1% of Part I, line 27b	٠		
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of	ے		•
	Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2			0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 4			<del></del> 0
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-			
6	Credits/Payments			
	2012 estimated tax payments and 2011 overpayment credited to 2012	•		-
	Exempt foreign organizations - tax withheld at source 6b  Tax paid with application for extension of time to file (Form 8868) 6c			
a 7				0
8	Total credits and payments Add lines 6a through 6d			<u> </u>
_	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ Refunded ▶ 11			
Par	t VII-A Statements Regarding Activities		-	
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate		Yes	No
	or intervene in any political campaign?	1a		Х
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the			
	definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or			
	distributed by the foundation in connection with the activities			
C	Did the foundation file Form 1120-POL for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			•
	(1) On the foundation >\$ 0 (2) On foundation managers >\$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers.			
_	Tourioation managers • •			х
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		
•	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 of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		x
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	<u> </u>
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		Х
•	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			ì
	with the state law remain in the governing instrument?	6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			-
	ATTACHMENT-8			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)		•-	}
	of each state as required by General Instruction G? If "No," attach explanation	8b	<u> </u>	<del> </del> -
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or			1
	4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete		t.	
	Part XIV	9	<u> </u>	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and	,		x
	addresses	10		

THE GEORGE LUCAS EDUCATIONAL FOUNDATION Form 990-PF (2012) 68-0065687 Page 5 Part VII-A Statements Regarding Activities (continued) At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the Х 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) Х Website address ► \_\_\_\_WWW.EDUTOPIA.ORG Telephone no ► 415-662-1614 The books are in care of ▶ BRIAN CHAN Located at ▶P.O. BOX 3494 SAN RAFAEL, CA ZIP+4 ▶ 94912 16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority Yes No over a bank, securities, or other financial account in a foreign country? Χ See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No 1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . . . (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a X No Yes (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?..... Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . . . (5) Transfer any income or assets to a disqualified person (or make any of either available for (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)..... 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)? . . . . . . . . . Х c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that 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(i)(3) or 4942(i)(5)) a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and If "Yes," list the years 

\_\_\_\_\_\_\_\_ 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 2b c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise 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 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . . 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?

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_	t VII-B Statements Regarding Activities for			red (continued)			-30 0
			Zo may be requi	ica (commuca)		T. T	
5a	During the year did the foundation pay or incur any amount		40457-330	Yes X No	.	) ·	-
	(1) Carry on propaganda, or otherwise attempt to influer	• ,	.,,		'	[- ]	-
•	(2) Influence the outcome of any specific public elec	· · · · · · · · · · · · · · · · · · ·	**		1 1	-	
	directly or indirectly, any voter registration drive?				'	-	
	(3) Provide a grant to an individual for travel, study, or oth				<b>?</b>	1	, -
	(4) Provide a grant to an organization other than a					1 1	-
	section 509(a)(1), (2), or (3), or section 4940(d)(2)? (s	see instructions)	. <b></b> .	Yes X No			-
	(5) Provide for any purpose other than religious, ch	•	• •	_			
	purposes, or for the prevention of cruelty to children of				-   -		•
þ	If any answer is "Yes" to 5a(1)-(5), did any of the				n   - '		
	Regulations section 53 4945 or in a current notice regard	ing disaster assistanc	e (see instructions)?		<u>  5b</u>	$\vdash$	
	Organizations relying on a current notice regarding disast	er assistance check h	ere	<b>.</b>		1 1	
С	if the answer is "Yes" to question 5a(4), does the	foundation claim ex	emption from the tax	·			_
	because it maintained expenditure responsibility for the gr	ant?	. <b></b> .	Yes No	o	1-	
	If "Yes," attach the statement required by Regulations sect	tion 53 4945-5(d)					
6a	Did the foundation, during the year, receive any fund	ls, directly or indire	ctly, to pay premiums	·	]	]-	
	on a personal benefit contract?	<i></i>		Yes X No	ь	1	
b	Did the foundation, during the year, pay premiums, direct			t?	6b	<u>l</u>	X
	If "Yes" to 6b, file Form 8870						
7 a	At any time during the tax year, was the foundation a par	rty to a prohibited tax	shelter transaction?	Yes X No	o	1 1.	-
b	If "Yes," did the foundation receive any proceeds or have	any net income attrib	outable to the transactio	n? <u></u>	<u>.</u> 7b		
Pai	t VIII Information About Officers, Directors	, Trustees, Foun	dation Managers,	Highly Paid Empl	oyees,		
1	and Contractors List all officers, directors, trustees, foundation n	nanagers and their	compensation (see	instructions)			
		(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expen	se accou	nt.
	(a) Name and address	hours per week devoted to position	(if not paid, enter -0-)	employee benefit plans and deferred compensation		llowances	
ATC	CH 9		241,043.	35 <b>,</b> 720.			0
				<u> </u>			
<b>-</b>							
2	Compensation of five highest-paid employees "NONE."	(other than thos	e included on line	e 1 - see instructi	ions). If r	one, e	enter
	NONE.	(b) 741a and access		(d) Contributions to	<u> </u>		
(a	) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	employee benefit plans and deferred	(e) Expen	se accou	
		devoted to position		compensation	J		
<b></b> -							
ATC	CH 10		713,801.	103,805.	ļ		0
					<b> </b>		
				l.			
				· · · · · · · · · · · · · · · · · · ·			
Tota	I number of other employees paid over \$50,000 .			<b>&gt;</b>			4
					Form 99	O.DE	2012)

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Total. Add lines 1 through 3,

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Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreignee instructions.)	gn foundations,	
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.		<u>-</u> -
	purposes	-	
а	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	497,379.
С	hair market value of all other assets (see instructions)	1c	
d		1d	497,379.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)	-	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	497,379.
4	Subtract line 2 from line 1d  Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see		
		4	7,461.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	489,918.
6	Minimum investment return. Enter 5% of line 5	6	24,496.
Pa	Distributable Amount (see Instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► X and do not complete this process.	part )	
1	Minimum investment return from Part X, line 6	1	
2 a	Tax on investment income for 2012 from Part VI, line 5 2a		
b	Income tax for 2012 (This does not include the tax from Part VI) 2b	1.	
C	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Deduction from distributable amount (see instructions)  Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	
Pa	rt XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	<u> </u>	
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	4,025,237.
b	Program-related investments - total from Part IX-B	1b	4,023,237.
2	Program-related investments - total from Part IX-B  Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.	'6	
-		2	19,973.
3	purposes Amounts set aside for specific charitable projects that satisfy the	<del> </del>	19,913.
о a		,_	
		3a	
ь 4	Cash distribution test (attach the required schedule)	3b	4 04E 010
5	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,045,210.
3	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	4 045 030
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,045,210.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when cal qualifies for the section 4940(e) reduction of tax in those years	culating whether	the foundation

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	n 990-PF (2012)				Page 9
Pa	rt XIII Undistributed Income (see instru	uctions)			
1	Distributable amount for 2012 from Part XI,	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
2 a	Undistributed income, if any, as of the end of 2012  Enter amount for 2011 only				· ·
	Total for pnor years 20,20,20			-	
b c d e	From 2007	· .		,	
4	Qualifying distributions for 2012 from Part XII, line 4 > \$			-	
	Applied to 2011, but not more than line 2a  Applied to undistributed income of prior years (Election required - see instructions)	-		,	
	Treated as distributions out of corpus (Election required - see instructions)				
	Remaining amount distributed out of corpus Excess distributions carryover applied to 2012 .				
6	(If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
	Prior years' undistributed income Subtract line 4b from line 2b  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.				
	Subtract line 6c from line 6b Taxable amount - see instructions.  Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013	÷			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		-		-
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)			-	
9	Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				-
a b c d	Analysis of line 9 Excess from 2008  Excess from 2010  Excess from 2011	-	-		
<u>e</u>	Excess from 2012		<u> </u>	l	-

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Pa	rt XIV Private Oper	ating Foundations (	see instructions and	Part VII-A, question 9	9)	· · · · · · · · · · · · · · · · · · ·
1 a	If the foundation has				<del>-</del> ,	
	foundation, and the ruling	g is effective for 2012, en	ter the date of the ruling		▶ 08/30/1993	
b	Check box to indicate wh	ether the foundation is a	private operating foundat	ion described in section	X 4942(j)(3	) or 4942(j)(5)
2 a	Enter the lesser of the ad-	Tax year		Prior 3 years		(e) Total
	justed net income from Part	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(5) 1 5 6 6
	I or the minimum investment return from Part X for each					
	year listed	24,496.	20,315.	22,915.	15,398.	83,124.
b	85% of line 2a	20,822.	17,268.	19,478.	13,088.	70,656.
С	Qualifying distributions from Part					
•	XII, line 4 for each year listed	4,045,210.	3,912,451.	3,873,065.	5,540,494.	17,371,220.
d	Amounts included in line 2c not		· · · · · · · · · · · · · · · · · · ·	<del>'</del>		<del></del>
	used directly for active conduct	683,398.	722,930.	284,969.	217,135.	1,908,432.
e	of exempt activities					.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
_	directly for active conduct of					
	exempt activities. Subtract line	3,361,812.	3,189,521.	3,588,096.	5,323,359.	15,462,788.
3	2d from line 2c	3,301,012.	3,103,321.	3,300,030.	3,323,333.	13,402,700.
	alternative test relied upon		İ			
а	"Assets" alternative test - enter					
	(1) Value of all assets (2) Value of assets qualifying				-	
	under section		ľ			
b	4942(j)(3)(B)(i) "Endowment" alternative test-					<del></del>
_	enter 2/3 of minimum invest-					
	ment return shown in Part X,	16 221	12 542	15 077	10.005	55 436
_	line 6 for each year listed	16,331.	13,543.	15,277.	10,265.	55,416.
C	"Support" alternative test - enter		ļ			
	(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		į			
	exempt organizations as provided in section 4942					
	()(3)(B)(u)					<u> </u>
	(3) Largest amount of sup- port from an exempt					
	organization					
	(4) Gross investment income.					
2		ary Information (Co luring the year - see		only if the foundat	ion had \$5,000 o	r more in assets
1	Information Regarding					
-	List any managers of			than 2% of the total of	contributions received	by the foundation
_	before the close of any	tax year (but only if the	ey have contributed me	ore than \$5,000) (See	section 507(d)(2))	by the loundation
			•			
	GEORGE W. L		wn 10% or more of t	ha stock of a corner	otion (or an equally le	rae pertian of the
-	ownership of a partner	ship or other entity) of	which the foundation t	has a 10% or greater in	iterest	inge portion of the
	F F			iao a 1070 oi groator in		
	N/A					
2	Information Regarding	Contribution Grant	Gift Loan Scholarshir	atc Programs		
_		•	•	•		
	Check here ► X if the unsolicited requests for	ne foundation only m	tion makes diffs, gran	preselected charital	ole organizations and	does not accept
	other conditions, comp	olete items 2a b c and	ildii illakes giits, graii Id	is, etc (see ilistruction	is) to individuals of C	nganizations under
a	The name, address, a			to whom applications s	hould be addressed	<del></del>
			•			
	The form in which appl	neations should be Sub	milled and information	i and materials they sr	iodia iliciuae	
	Any submission deadli	nes		<del>-</del>		
-	, cacimodon acadii		•			
	Any restrictions or liv	mitations on accept	auch oc hii =====	hinal areas should be	a Sialaha Arrad S	
u	Any restrictions or lift factors	mialions on awards,	such as by geograp	mcai areas, charitable	e rieias, kinas of ins	stitutions, or other

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ATCH 13  Total  A Approved for future payment  ATCH 13  A Part A and Contributions Paid During the Year or Approved for Future Payment  Foreigness  Fo	Part XV Supplementary Information	(continued)			
Total	3 Grants and Contributions Paid Dur	ing the Year or App	oved for F	uture Payment	
Total	Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Total	Name and address (home or business)	any foundation manager or substantial contributor	recipient	contribution	
Total .	a Paid during the year				
Total .				\	
ATCH 13	ATCH 12				
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	b Approved for future payment				
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Total		L			
	Total			▶ 3b	538,952.

Page 12

Part XVI	A Analysis of Income-Produ	icing Activ	vities			
Enter gross	Enter gross amounts unless otherwise indicated		ated business income	Excluded by	y section 512, 513, or 514	(e)
1 Program	service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
_	TOPIA WEBSITE	511120	1,009,223.			(See instructions)
		011120	1,003,223.			
е						
f						
g Fees	and contracts from government agencies					
2 Members	ship dues and assessments					
	n savings and temporary cash investments					
4 Dividend	s and interest from securities					
	al income or (loss) from real estate		-			
a Debt-	financed property			ļ		
	lebt-financed property		- <u></u>			
	I income or (loss) from personal property .					
	vestment income					
	oss) from sales of assets other than inventory					
9 Net inco	me or (loss) from special events	<del></del>	<del></del>			· · · · · · · · · · · · · · · · · · ·
	ofit or (loss) from sales of inventory	<u> </u>		1.5	0.00	
	venue a ROYALTY			15	872.	
	ER INCOME			01	5,119.	
						· · · · · · · · · · · · · · · · · · ·
			<u></u>			· · · · · · · · · · · · · · · · · · ·
e	Add columns (b), (d), and (e)		1,009,223.		5,991.	
	dd line 12, columns (b), (d), and (e)		<del></del>		·	1,015,214.
(See worksh	ieet in line 13 instructions to verify calc	ulations )		• • • • • •	13	1,013,214.
Part XVI-			complishment of Exc	empt Purp	nses	
Line No.						
_	Explain below how each activit					
•	accomplishment of the foundation	on's exemp	t purposes (other than t	by providing	tunas for such purpose	s) (See instructions )
11A	THE FOUNDATION RECOGN	IZED RO	YALTIES ON BOOKS	PUBLISH	ED	
	TITLED "POWERFUL LEAR				<del></del>	· · · · · · · · · · · · · · · · · · ·
	SUMMARIZES MUCH OF WH	AT WE KI	NOW ABOUT EFFECT	IVE TEAC	HING	
	AND LEARNING STRATEGI	ES.				
11B	COPYRIGHT ROYALTIES A	ND REFU	ND OF POSTAL DEP	OSIT.		
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Form 990-P	F (2012)	THE GEORGE	E LUCAS EDUCATIONA	L FOUNDAT	ION	68-0065	5687	Pa	age 13
Part XV	II Information R Exempt Orga		sfers To and Transac	tions and	Relationship	s With Non	chari	table	<del>,</del>
in se	_		ngage in any of the following ction 501(c)(3) organization		_			Yes	No
•		ng foundation to a	noncharitable exempt orga	anization of:			İ		
	·	-					1a(1)		Х
							1a(2)		Х
<b>b</b> Othe	er transactions.								
			ot organization				1b(1)		Х
			e exempt organization				1b(2)	<u> </u>	X
			ssets				1b(3)		X
							1b(4)		X
(5) l	Loans or loan guarante	es					1b(5)		X
			or fundraising solicitations				1b(6)		X
			, other assets, or paid empl				1c	<u> </u>	X
	•		" complete the following is given by the reporting t			•			
			ment, show in column (d)						
(a) Line no		1	charitable exempt organization	<del></del>	ption of transfers, tra				
(2) 2	N/A	(0) 10.00		N/A	F11017 01 1107107010, 110	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	3		
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			<del></del>						
		<del> </del>							
des	-	) of the Code (oth	ated with, or related to, of er than section 501(c)(3))			anizations	Y	es X	
	(a) Name of organization	on	(b) Type of organization		(c) Des	scription of relation	ship		
	<del> </del>								
Sign	nder penalties of penyry, decorrect, and orlinete Declaration	lare that I have examined preparer (other than taxp	this return, including accompanying payer) is based on all information of white	ch preparer has any	knowledge	May the IR			
Here	Signature of officer or trustee	/	0/7/13	Title	DIR/SECRETA	7 V	reparer		
						(See manuchon	ئيا رد		
Paid	Print/Type preparer		Preparer's signature	n An	Date 12		PTIN		
Dronard	PAUL A. R	#5MKE	Paul A. Reple	0 44	16.4.17	self-employed	P003	6919	11

Form **990-PF** (2012)

Firm's EIN ▶ 13-4008324

Phone no 415-498-5000

94111

Paid Preparer

**Use Only** 

Firm's name PRICEWATERHOUSECOOPERS, LLP

Firm's address ▶ 3 EMBARCADERO CENTER SAN FRANCISCO,

## 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

Name of the organization		Employer identification number
THE GEORGE LUCAS EDUCAT	IONAL FOUNDATION	68-0065687
Organization type (check one)		
Filers of:	Section:	
Form 990 or 990-EZ	501(c)( ) (enter number) organization	
[	4947(a)(1) nonexempt charitable trust not treated as a private fou	ındatıon
[	527 political organization	
Form 990-PF [	X 501(c)(3) exempt private foundation	
[	4947(a)(1) nonexempt charitable trust treated as a private foundate	tion
[	501(c)(3) taxable private foundation	
Note. Only a section 501(c)(7), (8) instructions  General Rule	), or (10) organization can check boxes for both the General Rule and a S	special Rule See
X For an organization filing	g Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 c	or more (in money or
Special Rules	contributor Complete Parts I and II	
under sections 509(a)(1	organization filing Form 990 or 990-EZ that met the 33 1/3 % support to and 170(b)(1)(A)(vi) and received from any one contributor, during the contributor on (i) Form 990, Part VIII, line 1h, or (ii) Form	e year, a contribution of
during the year, total co	(8), or (10) organization filing Form 990 or 990-EZ that received from a ntributions of more than \$1,000 for use exclusively for religious, charita , or the prevention of cruelty to children or animals. Complete Parts I, II,	ble, scientific, literary,
during the year, contribution not total to more than \$' year for an exclusively reapplies to this organization.	(8), or (10) organization filing Form 990 or 990-EZ that received from a strons for use <i>exclusively</i> for religious, charitable, etc., purposes, but the 1,000 of this box is checked, enter here the total contributions that were digious, charitable, etc., purpose Do not complete any of the parts unless on because it received nonexclusively religious, charitable, etc., contributions.	ese contributions did e received during the ss the <b>General Rule</b> butions of \$5,000 or
990-EZ, or 990-PF), but it must an	ot covered by the General Rule and/or the Special Rules does not file S swer "No" on Part IV, line 2 of its Form 990, or check the box on line H o certify that it does not meet the filing requirements of Schedule B (For	f of its Form 990-EZ or on

For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF

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

Name of organization THE GEORGE LUCAS EDUCATIONAL FOUNDATION

Employer identification number 68-0065687

Part I	Contributors (see instructions). Use duplicate copies of I	Part I if additional space is need	fed
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1 _	LUCASFILM FOUNDATION  P.O. BOX 29901  SAN FRANCISCO, CA 94129	<b>\$</b> 3,938,952.	Person Payroll Noncash  (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2 _	OTHER PUBLIC CONTRIBUTIONS < \$5,000  P.O. BOX 3494  SAN RAFAEL, CA 94912	<b>\$</b> 8,332.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		<b>\$</b>	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		<b>\$</b>	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(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) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		   \$	Person Payroli Noncash (Complete Part II if there is a noncash contribution)

Name of organization THE GEORGE LUCAS EDUCATIONAL FOUNDATION

Employer identification number 68-0065687

Part II	Noncash Property (see instructions) Use duplicate copies of Pa	art II if additional space is nee	ded
(a) Nò. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Employer identification number

68-0065687

Part III	Exclusively religious,	charitable, etc.	, individual d	contributions t	to section	501(c)(7), (8)	, or (10) or	ganizations
	that total more than	\$1,000 for the y	ear. Comple	ete columns (a)	) through (	e) and the fo	llowing lin	e entry

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

`	Use duplicate copies of Part III if additional s	pace is needed	d	
(a) No. from Part I	(b) Purpose of gift	(c) Use		(d) Description of how gift is held
		(e) Transf	er of gift	
	Transferee's name, address, and ZIP +	+ 4	Relation	nship of transferor to transferee
(a) No. from				
from Part I	(b) Purpose of gift	(c) Use	of gift	(d) Description of how gift is held
		(e) Transfe	_	
	Transferee's name, address, and ZIP 4		Relation	nship of transferor to transferee
(a) No				· · · · · · · · · · · · · · · · · · ·
from Part I	(b) Purpose of gift	(c) Use	of gift	(d) Description of how gift is held
		(e) Transf		
	Transferee's name, address, and ZIP 1	+4	Relation	nship of transferor to transferee
		·		
(a) No.				
from Part I	(b) Purpose of gift	(c) Use	of gift	(d) Description of how gift is held
		(e) Transf		
	Transferee's name, address, and ZIP	+ 4	Relatio	nship of transferor to transferee

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

PART I, LINE 20 & PART VIIB, LINE 1(A)(3):

DUE TO THE GENERALLY ACCEPTED ACCOUNTING PRINCIPLES, THE BOOKS OF THE FOUNDATION REFLECT OCCUPANCY/RENT EXPENSE OF \$235,191. THIS REPRESENTS THE TOTAL VALUE OF THE FOUNDATION'S OCCUPANCY AT ITS LOCATION IN NICASIO, CALIFORNIA. NO ACTUAL OUTLAY OF FUNDS OCCURRED FOR OCCUPANCY/RENT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

PART I, LINE 19:

DESCRIPTION	DATE	COST	ACCUMULATED	METHOD	LIFE	CURRENT YEAR
	ACQUIRED		DEPRECIATION			DEPRECIATION
MACHINERY & EQUIPMENT	VARIOUS	116,617	(71,649)	SL	5 YR	19,191
EDP EQUIP.	VARIOUS	99 <b>,</b> 646	(72,038) 	SL	5 YR	16,554
TOTAL		216,263	(143,687)			35,745 ======

## FORM.990PF - GENERAL EXPLANATION ATTACHMENT

## ORGANIZATION MISSION AND OTHER DISCLOSURE

DESCRIPTION OF ORGANIZATION MISSION: TO IMPROVE THE K-12 LEARNING PROCESS BY DOCUMENTING, DISSEMINATING, AND ADVOCATING INNOVATIVE, REPLICABLE, AND EVIDENCE-BASED STRATEGIES THAT PREPARE STUDENTS TO THRIVE IN THEIR FUTURE EDUCATION, CAREERS, AND ADULT LIVES.

GLEF'S INTENTION IS TO SHARE A LARGER VISION (ENHANCED BY RESEARCH AND CASE STUDIES) OF SCHOOLS NEEDED IN THE 21ST CENTURY TO STIMULATE THE UNDERSTANDING AND INVOLVEMENT OF STAKEHOLDERS AND TO GUIDE THEIR CHOICES IN REDESIGNING SCHOOLS AND SCHOOL SYSTEMS. GLEF'S WORK IS ORGANIZED AROUND ITS CORE STRATEGIES FOR BETTER SCHOOLS: COMPREHENSIVE ASSESSMENT, INTEGRATED STUDIES, PROJECT-BASED LEARNING, SOCIAL AND EMOTIONAL LEARNING, TEACHER LEADERS, AND TECHNOLOGY INTEGRATION. GLEF'S AUDIENCE INCLUDES DIVERSE STAKEHOLDERS INVOLVED IN SCHOOL REFORM, INCLUDING K-12 EDUCATORS (TEACHERS AND ADMINISTRATORS), SCHOOL BOARD MEMBERS, COLLEGE FACULTY, RESEARCHERS, AND LEADERS IN BUSINESS, GOVERNMENT, AND NONPROFIT ORGANIZATIONS.

## FORM .990PF - GENERAL EXPLANATION ATTACHMENT

## PART IX-A: SUMMARY OF DIRECT CHARITABLE ACTIVITIES

GLEF CONTINUES TO GROW ITS POSITION AS ONE OF THE LEADING INTERNET SOURCES FOR INSPIRATION AND INFORMATION ABOUT EVIDENCE-BASED, REPLICABLE STRATEGIES IN K-12 EDUCATION. GLEF'S EDUTOPIA.ORG OFFERS A RICH MULTIMEDIA EXPERIENCE THAT FEATURES A WIDE VARIETY OF CONTENT FOCUSED ON WHAT WORKS IN EDUCATION.

IN 2012, EDUTOPIA.ORG GREW BY 46% COMPARED TO THE PREVIOUS YEAR WITH OVERALL VISITS RESULTING IN MORE THAN 7.8 MILLION VISITS AND 17.5 MILLION PAGE VIEWS. EDUTOPIA INCREASED ITS AWARENESS AND ENGAGEMENT THROUGH THE PUBLICATION OF FIFTY-TWO ISSUES OF ITS WEEKLY E-NEWSLETTER TO A LIST SIZE OF 120,000 AND PUBLISHED CONTENT ON POPULAR SOCIAL NETWORKING SERVICES SUCH AS FACEBOOK, TWITTER, YOUTUBE AND PINTEREST. IN 2012, ON AVERAGE, MORE THAN 95% OF EDUTOPIA'S USERS IMPLEMENTED EDUTOPIA TIPS AND STRATEGIES AND 84% SAID THAT EDUTOPIA INCREASED THEIR KNOWLEDGE OF EFFECTIVE MODELS IN EDUCATION.

EDUTOPIA'S INTERNET ARCHIVE CONTINUES TO GROW ANNUALLY AROUND ITS FRANCHISE DIGITAL MEDIA SERIES CALLED "SCHOOLS THAT WORK". NEW "SCHOOLS THAT WORK" VIDEO-BASED CASE STUDIES CREATED IN 2012 INCLUDED "SOCIAL EMOTIONAL LEARNING" AT VISITACION VALLEY MIDDLE SCHOOL, SAN FRANCISCO, CA; "FINANCIAL LITERACY" AT ARIEL ACADEMY, CHICAGO, IL; "PROJECT-BASED LEARNING" AT MANOR NEW TECHNOLOGY HIGH SCHOOL, MANOR, TX; "PROFESSIONAL DEVELOPMENT" AT EMINTS AT HARTVILLE ELEMENTARY SCHOOL, HARTVILLE, MO; "ARTS INTEGRATION" AT BATES MIDDLE SCHOOL, ANNAPOLIS, MD; "COLLEGE AND CAREER READINESS" AT MC2 STEM HIGH SCHOOL, CLEVELAND, OH; "COLLABORATIVE LEARNING" AT THE COLLEGE PREPARATORY SCHOOL, OAKLAND, CA; AND "GLOBAL CITIZENSHIP" AT JOHN STANFORD INTERNATIONAL SCHOOL, SEATTLE, WA. FOUR OF THE EIGHT SCHOOL MODELS FEATURED IN 2012 HAVE HIGH POPULATIONS OF STUDENTS RECEIVING FREE AND REDUCED LUNCH. THE "SCHOOLS THAT WORK" CASE STUDIES WERE ENTERED INTO GLEF'S ARCHIVE AVAILABLE ON EDUTOPIA.ORG. THE ARCHIVE CAN BE SEARCHED BY GRADE-LEVEL, STRATEGY, POPULARITY, AND STATE OF ORIGIN.

EDUTOPIA'S BLOGGER CORPS OF EDUCATION LEADERS CREATED AND SHARED CONTENT STRATEGIES AND RESOURCE LINKS IN 500 BLOGS ON A RANGE OF TOPICS SUCH AS STUDENT ENGAGEMENT, LEADERSHIP, AND TECHNOLOGY. IN 2012, POPULAR BLOGS INCLUDED "KIDS SPEAK OUT ON STUDENT ENGAGEMENT"; "TOOLS FOR TEACHING: THE AMAZING STICKY NOTE"; "THE POWER OF THE POSITIVE PHONE CALL HOME"; "DOING IT DIFFERENTLY: TIPS FOR TEACHING VOCABULARY"; "SIX SCAFFOLDING STRATEGIES TO USE WITH YOUR STUDENTS"; "TEACHING AND LEARNING: USING IPADS IN THE CLASSROOM"; "THE FLIPPED CLASSROOM: PRO AND CON"; "48 ULTRA-COOL SUMMER SITES FOR KIDS AND TEACHERS" AND "HOW THE IPAD CAN

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

## TRANSFORM CLASSROOM LEARNING".

IN ADDITION, EDUTOPIA PUBLISHED THREE DOWNLOADABLE PDF CLASSROOM GUIDES: "A PARENT'S GUIDE TO 21ST-CENTURY LEARNING", "MOBILE LEARNING: WHAT YOU NEED TO KNOW", AND "HOW TO THANK A TEACHER". IN ADDITION, EDUTOPIA COLLABORATED WITH FACEBOOK TO CREATE A DOWNLOADABLE PRIMER, "HOW TO CREATE SOCIAL MEDIA GUIDELINES FOR YOUR SCHOOL". ALL OF EDUTOPIA'S FEATURES WERE PART OF A FIFTY-TWO-WEEK SCHEDULE RELEASED AND PROMOTED ON ITS WEB SITE AND ACROSS SOCIAL MEDIA.

A GROWING ROLE OF GLEF IS TO INTERPRET DATA, ILLUSTRATE TRENDS AND CONDUCT RESEARCH TO IMPROVE THE EFFECTIVENESS OF EDUCATION AND TO HIGHLIGHT INNOVATIVE EDUCATIONAL APPROACHES. IN 2012, GLEF HAD THREE FULL-TIME RESEARCHERS ON STAFF TO CONDUCT RESEARCH INDEPENDENTLY AND COLLABORATE WITH RESEARCHERS IN THE FIELD OF TEACHING AND LEARNING. GLEF INFUSED ITS RESEARCH FINDINGS INTO ITS SELECTION PROCESS FOR INNOVATIVE SCHOOL MODELS AND CASE STUDIES. GLEF CONTINUED ITS COLLABORATION WITH RESEARCHERS AT THE UNIVERSITY OF WASHINGTON AND EXPANDED ITS KNOWLEDGE IN ACTION RESEARCH TO A DIVERSE CROSS-SECTION OF HIGH SCHOOLS IN WASHINGTON, SAN FRANCISCO AND IOWA.

GLEF CONTINUED ITS LONG-TERM EFFORT TO COMPILE A RIGOROUS, PEER-REVIEWED REPORT OF SUCCESSFUL STRATEGIES DEPLOYED AT SCHOOLS COVERED BY EDUTOPIA. GLEF STAFF ARE GATHERING QUALITATIVE AND QUANTITATIVE EVIDENCE FROM SCHOOLS PROFILED OVER THE LAST TEN YEARS. THE PLAN IS TO IDENTIFY COMMON TRENDS ACROSS SUCCESSFUL SCHOOLS COVERED BY EDUTOPIA SO AUDIENCES CAN EASILY IDENTIFY TRENDS AND EXEMPLARY STORIES.

ARISING OUT OF ITS GOALS TO CONNECT RESEARCH WITH PRACTICE, GLEF PRODUCED SPECIAL SERIES IN 2012 INCLUDING SIX EPISODES OF "TECH2LEARN" IN COLLABORATION WITH THE TEACHING CHANNEL; FIVE EPISODES OF "EDUCATION EVERYWHERE" IN COLLABORATION WITH THE PEARSON FOUNDATION; AND A NEW OVERVIEW VIDEO ABOUT "TECHNOLOGY INTEGRATION" IN THE K-12 CLASSROOM.

IN 2012, GLEF STAFF ATTENDED AND PRESENTED AT A WIDE SPECTRUM OF EDUCATION AND TECHNOLOGY CONFERENCES WHICH PROVIDED OPPORTUNITIES FOR EDUTOPIA AUDIENCE MEMBERS TO CONNECT WITH ONE ANOTHER THROUGH MEET-UPS AND PROMOTION OF EDCAMPS. \$3,341,839.

EDUTOPIA ADVERTISING REVENUE ROYALTY OTHER INCOME DESCRIPTION

AND EXPENSES PER BOOKS 1,009,223. 872. REVENUE

ADJUSTED
NET
INCOME
1,009,223. 872.

1,015,214.

,015,214.

TOTALS

ATTACHMENT 1 PAGE 23

## FORM 990PF, PART I - LEGAL FEES

CHARITABLE PURPOSES	
ADJUSTED NET INCOME	106. 150. 478. 7. 3. 798.
NET INVESTMENT INCOME	
REVENUE AND EXPENSES PER BOOKS	1,192. 1,688. 5,386. 75. 30. 9,002.
DESCRIPTION	ADLER & COLVIN COBALT LLP COPILEVITZ & CANTER LLP DAIJOGO & PEDERSEN LALL & SETHI MORRISON AND FOERESTER LLP

ATTACHMENT 2 PAGE 24

## ATTA

# FORM 990PF, PART I - ACCOUNTING FEES

CHARITABLE PURPOSES	5,314.	5,314.
ADJUSTED NET INCOME	9,670.	9,670.
NET INVESTMENT INCOME		
REVENUE AND EXPENSES PER BOOKS	72,991.	72,991.
DESCRIPTION	PRICEWATERHOUSECOOPERS LLP	TOTALS

# FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	ADJUSTED NET INCOME	CHARITABLE PURPOSES
JACKSON RIVER CONSULTING LLC ENTERTAINMENT PARTNERS	9,67	,22	0,00
KINDRED MEDIA GOTT ADVERTISING LLC	42,106. 26,800.	2,032. 1,293.	400
MARIGOLD WEB LLC ALAN LIPTON	4,/I 4,48	ν. 18	2,80 2,58
ALBER, REBECCA GRIGER REBECCA	1,38	,03	9,72
THOMAS, MARIA	7,56	44	6,20
ACQUIA INC. MARIBOT TECHNOLOGY COOPERATIVE	5,0 4,2	724.	3,83 3,14
GARDNER MADRES STRIGC CREATIVE	3,55	Ω'n	50
CORSON, LISA	122	$\infty$	1,4
ELKHORN CONSULTING PARTNERS	0,80	$\alpha$	90
KIMBALL, KKISTI TOTAL OF PROF'L SVCS < \$10,000	10,088. 164,354.	mα	, 30 , 62
TOTALS	625,147.	30,162.	576,722

ATTACHMENT 5 PAGE 27

## FORM 990PF, PART I - TAXES

REVENUE AND EXPENSES PER BOOKS	1,338. 165,758. 5,266.	172,362.
		TOTALS
DESCRIPTION	PROPERTY TAXES FEDERAL INCOME TAX CALIFORNIA INCOME TAX	

ADJUSTED	NET	INCOME
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## FORM 990PF, PART I - OTHER EXPENSES

CHARTTABLE	PURPOSES 6 422	5,239.		2,960.	57	308,024.	21				273.		1,016.	7,395.	3,294.		131,860.	•	56.		499, 327.
ADJUSTED	INCOME	1,458.		164.	75.		7.		280.		23.	3,665.	3,002.		34.		275.	2,675.	1,008.	114.	14,330.
REVENUE AND EXPENSES	PER BOOKS	9,695.	22.	4,201.	4,650.	$\sim$	28,267.	~		107.	365.	99	43	7,395.	32	.9	S	20,191.	10	864.	594,732.
	DESCRIPTION OPERATING MATERIALS & SUPPLIES	FURNISHINGS AND EQUIPMENT	REFERENCE MATERIAL	SOFTWARE	EMPLOYEE RECRUITING	PUBLICITY	PROMOTION/ADVERTISING	BOARD OF DIRECTORS EXPENSES	R&M MAINTENANCE AGREEMENT	LEASE EXPENSE-EQUIPMENT	TELEPHONE	PROPERTY INSURANCE	DUES AND SUBSCRIPTIONS	LICENSES AND PERMITS	FREIGHT AND DELIVERY	POSTAGE	INTERNET SERVICES	OTHER FRINGE BENEFITS	BANK CHARGES	REIMB-EXP-OTHER	TOTALS

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION

DEFERRED TAX ASSET

ENDING BOOK VALUE.

ENDING

648.

648.

648.

648.

TOTALS

ATTACHMENT 7 PAGE 29

## FORM. 990PF, PART VII-A, LINE 8A - STATES

AL, AK, AZ, AR, CA, CO, CT, FL, GA, IL, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI,

· ' . · '

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES	0	0	0	0	0
· I	0	0	0	0	0
COMPENSATION					
TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	CHAIRMAN 1.00	VICE-CHAIR/CFO 8.00	DIRECTOR 1.00	DIRECTOR (UNTIL 9/2/2012) .50	DIRECTOR 1.00
NAME AND ADDRESS	GEORGE W LUCAS JR C/O LUCASFILM LTD PO BOX 2009 SAN RAFAEL, CA 94912	STEPHEN D ARNOLD P.O. BOX 3494 SAN RAFAEL, CA 94912	MARSHALL TURNER P.O. BOX 3494 SAN RAFAEL, CA 94912	MICHELINE CHAU P.O. BOX 3494 SAN RAFAEL, CA 94912	KIM MEREDITH P.O. BOX 3494 SAN RAFAEL, CA 94912

. , . .

AND TRUSTEES	
LIST OF OFFICERS, DIRECTORS,	
OFFICERS,	
- LIST OF	
', PART VIII - I	
FORM 990PF,	

FORM 990PE, PART VIII - LIST OF OFFICERS,	JERS, DIRECTORS, AND TRUSTEES		ATTACE	ATTACHMENT 9 (CONT'D)
NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KATE NYEGAARD P.O. BOX 3494 SAN RAFAEL, CA 94912	DIRECTOR 1.00	0	0	0
CYNTHIA JOHANSON IRISH P.O. BOX 3494 SAN RAFAEL, CA 94912	SECRETARY 55.00	241,043.	35,720.	0
	GRAND TOTALS	241,043.	35,720.	0

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990PF,

			ATTACHMENT 1'0	
NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DAVID MARKUS P.O. BOX 3494 SAN RAFAEL, CA 94912	EDITORIAL DIRECTOR 50.00	193,880.	21,119.	0
CHARLES FESKO P.O. BOX 3494 SAN RAFAEL, CA 94912	SENIOR DIR/AD SALES 50.00	170,368.	17,538.	0
LORA MA-FUKUDA P.O. BOX 3494 SAN RAFAEL, CA 94912	EXEC WEB PRODUCER 50.00	116,476.	21,523.	0
BRIAN CHAN P.O. BOX 3494 SAN RAFAEL, CA 94912	CONTROLLER 50.00	140,161.	28,115.	0
ZACHARY FINK P.O. BOX 3494 SAN RAFAEL, CA 94912	DIR VIDEO PROGRAMNG 50.00	92,916.	15,510.	0
	TOTAL COMPENSATION	713,801.	103,805.	0

## 990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

	ATTACHMEN	NT 11
NAME, AND ADDRESS	TYPE OF SERVICE	COMPENSATION
JACKSON RIVER 2535 13TH STREET, NW #006 WASHINGTON, DC 20009	WEBSITE DEVELOPMENT	149,675.
PRICEWATERHOUSECOOPERS LLP 3 EMBARCADERO CENTER SAN FRANCISCO, CA 94111	AUDIT/TAX SERVICES	72,991.
TOTAL	COMPENSATION	222,666.

## THE GEORGE LUCAS EDUCATIONAL FOUNDATION

YEAR
THE
DURING
DAID
AND CONTRIBUTIONS
GRANTS
×
PART
FORM 990PF

AMOUNT	540,040	44,358.	000'66
PURPOSE OF GRANT OR CONTRIBUTION	PROJECT BASED LEARNING RESEARCH & DEVELOPMENT	ADVANCED PLACEMENT TEST FEES	PROJECT BASED LEARNING, TRAINING, AND IMPLEMNTATION
RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	GOVERNMENTAL AGENCY	PUBLIC CHARITY	GOVERNMENTAL AGENCY
RECIPIENT NAME AND ADDRESS.	UNIVERSITY OF WASHINGTON P O. BOX 257920 SEATILE, WA 98195	ENVISION SCHOOLS 111 MYRTLE STREET, SUITE 203 OAKLAND, CA 94612	DES MOINES PUBLIC SCHOOLS 901 WALNUT STREET DES MOINES, IA 50309

683,398 TOTAL CONTRIBUTIONS PAID

9 18·51 AM

• 27 50

THE GEORGE LUCAS EDUCATIONAL FOUNDATION

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FITTIRE PAYMENT

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

FOUNDATION STATUS OF RECIPIENT RECIPIENT NAME AND ADDRESS

UNIVERSITY OF WASHINGTON

SEATTLE, WA 98195

P O BOX 257920

GOVERNMENTAL AGENCY

PUBLIC CHARITY

111 MYRTLE STREET, SUITE 203

ENVISION SCHOOLS

OAKLAND, CA 94612

ADVANCED PLACEMENT TEST FEES

14,000.

524,952.

PROJECT BASED LEARNING RESEARCH & DEVELOPMENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

ATTACHMENT 13

538, 952

TOTAL CONTRIBUTIONS APPROVED

PAGE 36 ATTACHMENT 13

5/29/2013

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9.18 51 AM

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## Form **8868**

(Rev January 2013)

Department of the Freasury Internal Revenue Service

## Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

OMB No 1545-1709

-	-	iling for an Automatic 3-Month Extension, o		-				► V	
•		filing for an <b>Additional (Not Automatic) 3-Mo</b> I <b>plete Part II unless</b> you have already been g		•	- · · · · · · · · · · · · · · · · · · ·			ı 8868	
		iling (e-file). You can electronically file Form							
a corpo 8868 to Return	oratio o requ for	n required to file Form 990-T), or an additional uest an extension of time to file any of the firmsfers Associated With Certain Personal For more details on the electronic filing of the	al (not auto orms listed Benefit C	omatic) 3-month exte d in Part I or Part II Contracts, which mi	ension of time. You ca with the exception of ust be sent to the IF	n ele Forn S in	ctronical n 8870, paper f	Ily file Form Information format (see	
Part	1	<b>Automatic 3-Month Extension of Time</b>	. Only sul	omit original (no co	opies needed).				
Part I c	only .	on required to file Form 990-T and reques						. ▶ 🗆	
		rporations (including 1120-C filers), partnershi e tax returns.	ips, REMIC	Cs, and trusts must t	use Form 7004 to requ	ıest a	an extens	sion of time	
_				<u> </u>	Enter filer's identifying				
Type o	r	Name of exempt organization or other filer, see in	structions		Employer identification	numb	er (EIN) o	r	
print	•	The George Lucas Educational Foundation			68-0	-0065687			
Number, street, and room or suite no. If a P.O. box, see instructions					Social security number	(SSN)		•	
due date	ue date for P.O. Box 3494								
filing you return S instruction	ee	City, town or post office, state, and ZIP code For San Rafael, CA 94912	r a foreign a	ddress, see instruction	s				
Enter t	he Re	eturn code for the return that this application is	s for (file a	separate application	n for each return) .			0 4	
Applie		n	Return	Application				Return	
Is For	<u>.                                    </u>		Code	Is For				Code	
Form 990 or Form 990-EZ			01	Form 990-T (corpo	oration)			07	
Form	990-E	3L	02	Form 1041-A				08	
			Form 4720		09				
Form	990-F	PF	04	Form 5227				10	
Form	990-1	Γ (sec. 401(a) or 408(a) trust)	05	Form 6069				11	
Form	990-1	Γ (trust other than above)	06	Form 8870				12	
Telep	ohone orga	e No. ► 415.662.1614  nization does not have an office or place of by a Group Return, enter the organization's four	usiness in	AX No. ►the United States, cup Exemption Numb	heck this box			<b>▶</b> □	
		e group, check this box ▶ ☐ If	_	•	· · · · · · · · · · · · · · · · · · ·	▶ [	and at	tach	
		e names and EINs of all members the extensi	•	3 , ,		_	_		
1	until for th	uest an automatic 3-month (6 months for a constant of the exergence organization's return for:    August 15					. The ext	ension is	
	▶□	tax year beginning	, 20	, and ending			, 20		
2	If the	tax year entered in line 1 is for less than 12 r	nonths, ch	eck reason: 🗌 Initia	al return	urn			
3a	If this	s application is for Form 990-BL, 990-PF, 990 efundable credits. See instructions.	D-T, 4720,	or 6069, enter the to	entative tax, less any	3a	s	0	
b		s application is for Form 990-PF, 990-T,	4720 or 6	5069 enter any ref	undable credits and	Ja	<del>-</del>		
	estim	nated tax payments made. Include any prior y	ear overpa	syment allowed as a	credit	3b	\$	0	
С		nce due. Subtract line 3b from line 3a. Includ PS (Electronic Federal Tax Payment System).			, if required, by using	3с	\$	0	
Cautio	n. If yo	ou are going to make an electronic fund withdrawal	with this Fo	orm 8868, see Form 84	53-EO and Form 8879-E			nstructions	